

**CHAPTER 65.**

An Act to Incorporate the “Golden Light, Power  
and Water Company, Limited.”

[8th April, 1905.]

**W**HEREAS a petition has been presented praying for the incor- Preamble.  
poration of a Company with power to establish water works and supply water for mining, domestic, manufacturing, fire and other purposes to the inhabitants, corporations, mines, mills, manufactories and all other works of the town of Golden, in the District of East Kootenay and of the surrounding district within a radius of three miles from the present Court House at Golden, B. C., and to lay pipes and erect flumes for the conveyance and supply of water to the said town and radius; and also to supply, transmit and distribute power, light and heat by compressed air and electricity to the inhabitants, corporations, mines, mills, manufactories and all other works of the said town and radius; and also to construct and maintain tramway and telephone systems in the said radius and to extend the said systems to other districts in the immediate vicinity thereof; and also to erect, lay, construct and maintain all such works, buildings, tracks, roads, subways, buildings, flumes, dams, raceways, poles, pipes, wires, cables, structures and appliances as may be necessary to fully and completely carry out the purposes of the Company; and also to have the right to enter and expropriate lands for sites for power-houses, stations, tramway lines and other necessary works, and to appropriate, use and divert so much of the unrecorded waters of any river, creek, lake or stream which may be found most convenient and advantageous within the said radius as may be necessary for the purposes of the Company in order to supply water, heat, power and light to the inhabitants, corporations, mines, mills, manufactories and other works,

within the same radius, and with all such other powers as may be necessary or incidental to the attainment of the said 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.** James Benjamin Giffen, Vancouver, B. C., Manager ; Andrew Jukes, of Vancouver, B. C., Bank Manager ; and George S. McCarter, of Revelstoke, B. C., Barrister ; together with such other persons or corporations as shall in pursuance of this Act become shareholders of the Company hereby incorporated, are hereby constituted a body corporate and politic by the name of the “Golden Light, Power and Water Company, Limited,” or such other name as the Lieutenant-Governor in Council upon the request of the Company may approve of.

Head office.

**2.** The head office and chief place of business of the Company shall be at the Town of Golden, in the Province of British Columbia, and the Directors may by by-law, from time to time, appoint other places within the limits of British Columbia at which the business of the Company may be transacted and at which the Directors and shareholders may meet when called, as shall be determined by the by-laws.

Capital stock \$5,000.

**3.** The capital stock of the Company shall be fifty thousand dollars, divided into shares of the par value of one dollar each, which shares shall be transferable in such manner and upon such conditions as shall be provided by the by-laws of the Company, and such shares or any part thereof may be granted and issued as paid-up shares by the Company, either in money at par, or at such price and upon such conditions as the Directors may fix, or as part or all of the consideration for any contract or services rendered by or on behalf of or for the benefit of the Company.

Increase of capital stock.

**4.** The capital stock of the Company may be increased from time to time to any amount if such increase be sanctioned by a vote in person or by proxy of the shareholders present at a meeting called expressly by the Directors for that purpose by a publication in the British Columbia Gazette, and for at least one week in a newspaper published nearest the place of meeting, and 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 fourteen days previous to such meeting, stating the time and place and object of such meeting and the amount of the proposed increase, at which meeting shareholders representing at least three-fifths in value of the issued stock of the Company are present or

represented by proxy, 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. The new shares (being increase of the 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 fully paid-up and non-assessable shares when issued in consideration for the transfer of any property or for work or services rendered to the Company.

**5.** The persons named in the second section of this Act shall be and are hereby constituted the Provisional Directors of the Company, with power to add to their number, but so that the Directors shall not in all exceed five in number. The Board of Directors hereby constituted shall have all the powers hereby conferred upon the Directors of the Company, and they shall hold office until the first election of Directors under this Act.

Provisional  
Directors.

**6.** Each of the Directors hereby appointed or hereafter elected shall be the holder of at least one hundred shares of the stock of the Company.

Qualification of  
Directors.

**7.** No Director shall be disqualified from holding office by reason of his being directly or indirectly interested as partner or member of any partnership or other company or association respectively with which the Company may have business transactions nor on account of his receiving fees or remuneration from the Company; nevertheless he shall not vote in respect of such transactions.

Disqualification of  
Directors.

**8.** Two Directors shall form a quorum of the Board, and until otherwise provided by by-law, Directors may vote and act by proxy, such proxy to be held by a Director only, and no meeting of Directors shall be competent to transact business unless two Directors are present in person.

Quorum of  
Directors.

**9.** The Board of Directors may appoint out of their number an Executive Committee for the transaction of the ordinary business of the Company, with such powers and duties as may be fixed by the by-laws, and the Chairman of the Board shall be ex officio a member of the Committee.

Executive  
committee.

**10.** No failure to elect Directors shall operate as a dissolution of the Company, but anything omitted to be done may afterwards be performed at a meeting called in conformity with the by-laws or at a meeting called specially for the purpose.

Omission to elect  
Directors.

Election of  
Directors.

**11.** At the first ordinary general meeting and at each succeeding ordinary general meeting the whole of the Directors shall retire from office, and the Company shall at every such meeting fill up the vacated offices by electing a like number of duly qualified members as Directors. The retiring Directors shall be eligible for re-election.

Powers of Directors.

**12.** The Directors shall have power to pass all such by-laws as to them appear needful and proper to provide for the remuneration of the Chairman and Directors of the Company or any of the Executive Committee, the management, disposition or transfer of stocks and shares, the payment of dividends and interest, the procedure at general meetings and at meetings of their own bodies, the appointment of committees, the form and issuing of share certificates, the appointment and remuneration and removal of the officers, agents, clerks, servants, workmen and other employees of the Company, the rules to be observed by the officers and servants of the Company and all persons using the power and telephone appliances and other property of the Company, the rules and regulations for the maintenance of the Company's undertakings, the rates to be charged for power and telephones and light and water and all appliances let for hire, and for fixing the time and place for payment of all tolls and other rates payable to the Company, and for the collection of all such tolls and rates.

Application of  
Company funds.

**13.** The moneys of the Company may be applied first in the payment of all costs and expenses incurred in the passing of this Act, and the remainder for the purposes of the Company's undertaking.

Calls on shares.

**14.** 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.

Liability of share-  
holders.

**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 whatever, and shareholders 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.

General meetings.

**16.** The first general meeting of the shareholders of the Company 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 thereafter once in each year on the third Monday in August, or on such other date as the Directors may determine.

**17.** The business of an ordinary meeting shall be to receive and consider the reports of the officers of the Company, the profit and loss account and balance sheet, to elect Directors and other officers in place of those retiring, to declare dividends, to transact any other business which under the "Companies Clauses Act, 1897," ought to be transacted at an ordinary meeting, and any business brought under consideration by the report of the Directors issued with the notice convening the meeting. Business of ordinary meeting.

**18.** Notice of every meeting of the shareholders of the Company, whether ordinary or extraordinary, shall be given by posting to every shareholder at least seven days before the meeting, a notice thereof in a prepaid letter, addressed to the registered place of abode or business of such member. Every such notice shall state the place, day and hour of the meeting, and, in case of an extraordinary meeting, the general nature of the business, but the non-receipt of such notice by any shareholder shall not invalidate the proceedings at any such meeting. Notice of meetings.

**19.** It shall be lawful for three or more shareholders holding in the aggregate not less than one-third of the subscribed stock of the Company, by requisition in writing at any time, to require the Directors to call an extraordinary meeting of the Company; such requisition shall fully state the object of the meeting required to be called, and shall be left at the office of the Company, or given to at least three Directors, or left at their last or usual place of abode or business, and forthwith the Directors shall convene a meeting of the shareholders, and if for one month after such notice the Directors fail to call such meeting the said shareholders or any three of them may call such meeting by giving fourteen days' public notice thereof. Requisition for calling an extraordinary meeting.

**20.** At all general meetings of the Company the shareholders shall have the right to vote either in person or by proxy, and unless otherwise provided by the by-laws the person holding the proxy of a shareholder shall be himself a shareholder. The holders of preference and ordinary stock shall respectively have such power of voting at meetings of the shareholders as shall be conferred upon them by the by-laws of the Company. Voting at general meetings.

**21.** In order to constitute a meeting of shareholders, whether ordinary or extraordinary, there shall be present at least two shareholders who shall represent, either personally or by proxy, in the aggregate at least one-third of the issued capital stock of the Company. Quorum necessary at meetings.

Issue of preference  
stock.

**22.** The Company may, from time to time, issue guaranteed or preference stock at such price, to such amount and upon such conditions as to the preferences and privileges thereto, or to different issues or classes thereof, and otherwise as shall be authorised at a general meeting or at any extraordinary meeting called for the purpose, at which meeting shareholders representing at least three-fifths in value of the issued stock of the Company are present or represented by proxy, notice of intention to propose such issue being given in the notice calling such meeting, but the guarantee or preference to such stock accorded shall not interfere with the lien, mortgage and privilege attaching to bonds or debentures issued under the authority of this Act.

Borrowing powers.

**23.** The Directors of the Company under the authority of the shareholders to them given at any general meeting called for the purpose, at which meeting shareholders representing at least two-thirds of the issued 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 debentures or by the 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 property so mortgaged and to hold and operate the same for the benefit of the holders of the bonds or debentures or to lease or sell the said property so mortgaged after such default and upon such terms and conditions as may be stated in the 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 on 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 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.

**24.** The bonds, debentures or other securities hereby authorised to be issued shall be taken and be considered to be the first preferential claim and charge upon the Company, and the franchises, undertakings 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 passing of this Act or such acquisition respectively; and each holder of the said bonds or debentures shall be deemed to be a mortgagee or incumbrancer upon the said securities pro rata, with all the other holders, and no proceedings authorised by law or by this Act shall be taken to enforce payment of the said bonds or debentures or of the interest thereon, when any such 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.

Bonds and debentures.

**25.** The shares of the Company may at the option of the Company, to be exercised by resolution passed at any general meeting or special meeting of the shareholders, be issued in whole or in part in pounds sterling, or at the option of the Company, similarly exercised, may after issue be converted and exchanged in whole or in part into shares of equal value in pounds sterling.

Shares may be issued in sterling currency.

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

Promissory notes, etc.

**27.** 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 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.

"Companies Clauses Act, 1897."

**28.** The provisions of the "Lands Clauses Consolidation Act, 1897," shall apply to all undertakings authorised by this Act, and subject to and in conformity with the provisions of the said Act, it shall be lawful for the Company, its servants, agents or workmen, from time

"Lands Clauses Consolidation Act."

to time and at all times hereafter as they shall see fit, to enter into and upon the lands of any person or persons, bodies politic or corporate, and to set out and ascertain, take, expropriate, hold and enjoy such part or parts thereof as it may require for the purposes of the undertakings by this Act authorised or any one or more of them, and to contract with the owners or occupiers of lands for the purchase thereof or any part thereof or of any right, easement or privilege that may be required for the purposes of the Company.

Lands vested in  
Company.

**29.** The lands, rights and privileges which shall be ascertained, purchased, acquired, set out or appropriated by the Company for the purposes of the Company shall, so long as the said Company use the same for the purposes named in this Act, be vested in the Company.

Limitation of  
actions.

**30.** All actions or suits for indemnity for any damage or injury sustained by reason of the works or operations of the Company shall be commenced within twelve months next after the time when such supposed injury is sustained, or if there is a continuance of damage within twelve months next after the doing or committing of such damage ceases and not afterwards; and the defendant may plead the general issue and give this Act and the special matter in evidence at any trial to be had thereupon, and may prove that the same was done in pursuance of and by authority of this Act.

“Water Clauses  
Consolidation  
Act, 1897.”

**31.** The Company, for the purpose of carrying out the undertakings authorised by this Act, shall, except as in this Act provided, be in the position of a company duly incorporated in compliance with Parts III. and IV. of the “Water Clauses Consolidation Act, 1897,” and with the like rights and powers, privileges and priorities, and subject, except as aforesaid, to the like conditions and restrictions, and all the provisions of Part IV. of the said Act relating to a power company, except such as relate to the incorporation of the Company or as herein excepted, altered or varied, and all the provisions of Part V. of the said Act shall apply to the Company.

Power to cut down  
trees on either side  
of right of way.

**32.** When any of the undertakings authorised by this Act shall pass through any wood, the Company may cut down the trees or underwood for a space of seventy-five feet on each side of the line where said work may be constructed or about to be constructed, doing as little damage as may be in the exercise of the power to them hereby granted: Provided always, in the event of the Company exercising the right or power conferred by this section, the Company shall make compensation, whenever required so to do, to the owners and proprietors of or the persons interested in, the lands so entered upon by the Company, for all damage by them sustained from the exercise of the power granted by this section. In case of disagreement arising



between the Company and any owner or occupier of the lands upon which the Company may have cut down trees, in respect to any damage done to the same, the Company and each owner or occupier shall each choose an arbitrator, which two arbitrators shall choose a third, and the decision on the matter in difference of any two of them in writing shall be final; and if the said owner or occupier or the Company refuses or neglects to choose an arbitrator within four days after notice in writing and upon proof of personal service of such notice, or if such two arbitrators when duly chosen disagree in the choice of the third arbitrator, in any such case the Chief Commissioner of Lands and Works of the Province of British Columbia may nominate any such arbitrator or such third arbitrator, as the case may be, who shall possess the same power as if chosen in the manner above provided. The provisions of the "Arbitration Act" shall apply to all arbitrations under this Act, except where the provisions thereof are inconsistent with this Act.

**33.** Where any of the appliances of the Company are placed in or upon any premises not in the possession of the Company for the purpose of supplying light, heat, power, or any other matter or thing which the Company may under the authority of this Act contract to furnish, such appliances 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 law against the person in whose possession the same may be.

Appliances of Company in possession of defaulting tenant free from distress.

**34.** If any corporation, company or person neglect to pay any charge for electricity, use of telephone or any other sum due to the Company from them, either in respect of the supply of electricity or any other matter or thing which the Company are by this Act authorised to furnish to consumers or for the rent reserved by the Company for any telephone or other works or apparatus of any kind lent or supplied for hire to such corporation, company or person, the Company may cut or disconnect any electric line or other work of the Company and remove such articles and works above mentioned as were lent or supplied for hire to such corporation, company or person.

Company may cut off supply of electricity, etc., from defaulting customer.

**35.** Any person who shall wilfully or maliciously injure, molest or destroy any of the lines, posts or other material or property of the Company, or in any way interfere with or obstruct the undertaking of the Company and the working thereof, shall, on conviction before any two Justices of the Peace or a Stipendiary Magistrate, be adjudged to pay a penalty for every such offence not exceeding one hundred dollars and the costs of prosecution, and on default being made in payment of such penalty and costs or either, such Justice or Stipendiary Magistrate may condemn such offender to be confined in any common gaol in the Province for a space of not exceeding one calendar month, with or without hard labour.

Penalty for injuring Company's property.

Company may unite  
with other com-  
panies.

**36.** The Company may unite, amalgamate and consolidate its stock, property, business, and franchises with those of any other such company authorised to carry on any business similar to that authorised by this Act to be carried on by the Company hereby incorporated, and may enter into working arrangements with or may enter into a lease of or take or hold shares in or acquire the right to operate the works of any other such company, upon such terms and conditions as may be agreed upon by the Boards of Directors of the respective companies.

Company may buy,  
and sell lands, etc.

**37.** The Company may purchase, acquire or lease and hold and may sell and dispose of or surrender any lands, buildings or tenements or any interest therein.

Power to acquire  
water and power  
for certain purposes.

**38.** The Company shall have power to acquire water and water power by records of unrecorded water, or by the purchase of water records or water privileges, and the application of such water and water power to all or any of the purposes within the said area, in any of the manners or methods following:—

(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.

Power to use water  
for generating elec-  
tricity, etc., for  
certain purposes.

**39.** The Company shall have power to use and acquire water or water power or other power, however developed, for producing and generating electricity and compressed air within the said area for the purpose of light, heat and power, and for—

(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 for the same, 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 :

- (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 for the conveyance of passengers and freight :
- (d.) Constructing, equipping, operating and maintaining telephone systems or lines.

**40.** The Company shall have the power of supplying compressed air, water, electricity and electric power to consumers for any purposes to or for which compressed air, water or electric power may be applied or required. Power to supply electricity.

**41.** The Company shall have power to construct, complete, maintain, and operate a single or double track tramway, or any aerial or other tramway or tramways, with the necessary side-tracks and turn-outs for the passage of cars, teams, carriages, and other vehicles adapted to the same, and to build bridges along the line of the tramway intended to be built by the Company, and erect, acquire and maintain telephone poles, along, upon and above any lands and highways in the said area, subject in so far as the same affects any highways, to the permission and under the supervision of the Chief Commissioner of Lands and Works, 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, repairing and grading of the said highways and the construction, opening up and repairing of ditches or drains along or across said highways, and from time to time give such directions as he may see fit for the protection and convenience of the public and the maintenance and preservation of public roads, but in so far as the tramway or telephone lines pass through or lie within the limits of a municipality, to the permission of the Council of such municipality and to such regulations and conditions, changes and modifications as such municipality may from time to time enact by by-law. Power to construct tramways and telephone systems

**42.** The Company shall have power to take, transfer and carry passengers, ore, minerals, and other freight upon their tramway by Tramway and telephone powers.

the power of animals, or of steam, electric, water or other motive power as the Company may deem expedient, and shall have the power to construct telephone lines and to 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 carry out and operate the said works, and for the purposes of erecting and working such telephone lines 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.

Applications for  
water records.

**43.** The Company shall, in addition to the powers hereinbefore mentioned, have the right to apply for one or more records of the unrecorded waters in any rivers, streams or lakes, and to purchase any water records or water privileges as a source or sources of supply for a water works system or branch of a system or to augment any existing system or branch of such system for the conveyance and supply of water for mining, domestic, manufacturing, fire and other purposes to the inhabitants of the townsite of Golden, or any other townsites within the said area, and to all other persons, companies and corporations within the said area.

Short title.

**44.** This Act may be cited as "Golden Light, Power and Water Company, Limited, Act, 1905."

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VICTORIA, B. C.:

Printed by RICHARD WOLFENDEN, I.S.O., V.D., Printer to the King's Most Excellent Majesty.  
1905.