



CHAPTER 60.

An Act to Incorporate the Tsimpsean Light and Power Co.

[25th April, 1907.]

WHEREAS Edgar Crow Baker, Joseph A. Sayward, and John Dean, Preamble.
all of the City of Victoria, in the Province of British Columbia, have by their petition applied to be incorporated as a Company, with power to appropriate and use from the most suitable point so much of the water of Khtada River, in Range V., Coast District, British Columbia, as may be necessary for the purposes of the Company to supply power, light and heat for mining, domestic, manufacturing and other purposes, to the inhabitants, corporations, mines, mills, manufactories and all other works of the Tsimpsean Peninsula, Kaien Island, Digby Island and adjacent islands in Coast District; also, with power to construct gas works at such place on the northerly part of Kaien Island as may be deemed most suitable, and to lay pipes for conveying the same to the inhabitants, corporations, mines, mills, manufactories and all other works within the district before mentioned and the surrounding district within a radius of seventy-five miles from the mouth of the said Khtada River; and also to construct and maintain tramway, railway and telephone systems in the said radius, and to extend the said systems to other districts contiguous thereto; and also to erect, lay, construct and maintain all such works, bridges, tracks, roads, subways, buildings, tanks, 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 to appropriate lands for sites for gas works, power houses, stations, tramway lines and other necessary works, and to appropriate, use and divert so much of the unrecorded waters of any river or creek 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 power, light and heat to the inhabitants, corporations, mines,

mills, manufactories and other works within the said radius, and to do all such other things as are incidental or conducive to the attainment of the above objects, or any of them :

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

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. The said Edgar Crow Baker, Joseph A. Sayward, and John Dean, and Robert P. McLennan and George E. Trorey, both of the City of Vancouver, in the said Province, William W. Beer and James L. Stamford, both of the City of Nelson, in the said Province, Richard Hall, of Victoria aforesaid, and such other person or persons, corporation or corporations as shall in pursuance of this Act become shareholders in the Company, are hereby constituted a body corporate by the name of the “Tsimpsean Light and Power Company,” and hereinafter called “the Company.”

Head office.

2. The head office of the Company shall be at the City of Victoria, or at such other place in the Province of British Columbia as may be thereafter determined upon by the Directors of the Company.

Capital stock.

3. The capital stock of the Company shall be two hundred and fifty thousand dollars, divided into two thousand five hundred shares of one hundred dollars each.

Calls.

4. No calls shall be made at any one time for more than twenty per cent. of the amount subscribed by any one shareholder, nor shall a greater amount than eighty per cent. of the amount subscribed be called up in any one year. Calls shall not be made at a less interval than one month from the previous call.

Liabilities of shareholders.

5. The shareholders of the Company shall not as such be held responsible for any act, default, or liability whatsoever, of the Company, or for any engagement, claim, payment, loss, injury, transaction, matter or thing whatsoever, relating to or connected with the Company, beyond the unpaid amount of their respective shares in the capital stock thereof.

First Directors.

6. The said Robert P. McLennan, William W. Beer, Joseph A. Sayward, Edgar Crow Baker, and John Dean shall be the first Directors of the Company.

Number of Directors.

7. Until otherwise determined by a general meeting, the number of Directors shall be five, but the Company may increase or reduce the number of Directors so that the number of Directors shall not be more than five nor less than three.

8. The first general meeting shall be held at such time (not being more than four months after the passing of this Act) and at such place as the Directors may determine. Subsequent ordinary general meetings shall be held at such period or periods in each year as may be determined upon by order of a general meeting.

First general meeting.

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

Business of ordinary meeting.

10. The Directors shall, upon a requisition made in writing by five or more shareholders holding in the aggregate one-tenth of the issued capital, convene an extraordinary meeting of the Company.

Extraordinary meetings.

11. In order to constitute a meeting (whether ordinary or extraordinary) there shall be present three or more shareholders and there shall be represented at all meetings either personally or by proxy two-fifths of the subscribed stock of the Company.

Number to be present to constitute a meeting.

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

Shareholder's rights to vote on share.

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

Company's powers to—

- (a.) Raise any additional sum or sums by the issue of new ordinary shares or by the issue of new ordinary stock, or at the option of the Company by either of these modes, or by the issue of new preference shares, or by the issue of new preference stock, or at the option of the Company by both of these modes, and such preference shares or preference stock may bear interest not exceeding the rate of twelve per cent. per annum :
- (b.) Borrow from time to time on mortgage or bond such sums of money as the Company shall think fit: Provided, however, the Directors may from time to time, at their discretion, raise or borrow, without the sanction of a general meeting, any sum or sums of money for the purposes of the Company, but so that the amount owing in respect of the moneys raised or borrowed without the sanction of the general meeting, shall not exceed a sum equal to fifty per centum of the paid-up capital. Never-

Issue new ordinary or preference shares or stock ;

Borrow on mortgage or bond ;

theless, no lender or other person dealing with the Company shall be concerned to see or inquire whether this limit is observed :

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

Application of
"Companies Clauses
Act, 1897."

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

Power to promote
companies.

15. The Company may promote any company or companies for the purpose of acquiring all or any of the property and liabilities of this Company, or for any other purpose which may seem directly or indirectly calculated to benefit this Company.

Remuneration of
persons, etc.

16. The Company may pay out of the funds of the Company all expenses of or incidental to the formation, and incorporation of the Company, and to remunerate any person or company for services rendered or to be rendered in placing or assisting to place, or the guaranteeing the placing of, any shares in the Company's capital, or any debentures or other securities of the Company, or in or about the formation or promotion of the Company or the conduct of its business.

Power to sell
properties of com-
pany.

17. The Company may sell, improve, manage, develop, exchange, lease, mortgage, dispose of, turn to account, or otherwise deal with all or any part of the property, rights and undertaking of the Company.

Disqualification of
Directors.

18. No Director shall be disqualified from holding office by reason of or on account of his being concerned, directly or indirectly, in any other company or association, or in any business dealings with the Company, or in any contracts with the Company, or by reason of his holding some office under the Company in addition to that of Director, or on account of his receiving any pay or remuneration from the Company as such Director or otherwise, but it is declared that the nature of his interest must be disclosed by him at the meeting of the Directors at which the contract or arrangement is determined on, if his interest then exist, or in any other case at the first meeting of the Directors after the acquisition of his interest, and that no Director shall as a Director vote in respect of any contract or arrangement in which he is so interested as aforesaid, and if he do so vote his vote shall not be counted.

19. The Company shall have power, in manner prescribed by the Water Clauses Consolidation Act and subject to the provisions of the sections of said Act which apply to a company incorporated under Part IV. of the Act, to acquire water and water power by records of unrecorded water, or by the purchase of water records or water privileges for, and the application of such water and water power to all or any of the purposes, in or on Tsimpsean Peninsula, Kaien Island, Digby Island and adjacent islands in Coast District and within a radius of 75 miles from the mouth of the Khtada River, in Range V., Coast District, hereinafter called the "said area," and in any of the manners and methods following :

Power to acquire water records.

- (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 : Dams, flumes, etc.
- (b.) The use of water or water power within the said area for milling, manufacturing, industrial and mechanical purposes, other than the generation of electricity. Water for industrial and other purposes.

20. The Company shall have power to use water or water power for producing and generating electricity and compressed air within the said area for the purposes of light, heat and power, and for :

Use of water for generating electricity.

- (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 or any other form of developed power, and for transmitting the same to be used by the Company, or by persons, companies or corporations contracting with the Company therefor, as a motive power for the operation of motors, machinery or electric lighting or other works, or to be supplied by the Company to consumers for heating or as a motive power for propelling tramways, or for driving, hauling, lifting, pumping, lighting, crushing, smelting, drilling and milling, or for any other operations to which it may be adapted, or to be used or supplied for or in connection with any other purposes for which electricity or electric power may be applied or required : Construction of electrical works, motors, tramways, etc.
- (b.) Placing, sinking, laying, fitting, maintaining and repairing electric lines, accumulators, storage batteries, cables, mains, Lines, batteries, machines, etc.

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 :

Tramways and street railways.

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

Telegraph and telephone.

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

Supplying consumers with electricity and gas.

21. The Company shall have the power within the said area of supplying compressed air, electricity, electric power and gas to consumers for any purposes to or for which compressed air, electricity, electric power or gas may be applied or required.

Part IV. of the "Water Clauses Consolidation Act, 1897."

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

Power to construct gas works.

23. The Company shall have power to design, construct, build, purchase, improve, equip, hold and generally maintain, manage and conduct gas works and all buildings, matters, machinery and appliances therewith connected, or requisite or convenient thereto, within the said area, and to manufacture and supply gas to consumers within the said area.

Laying pipes, etc.

24. The Company shall, subject to the provisions of section 29 hereof, have the right, liberty, and privilege of laying down, relaying, connecting, disconnecting, and repairing all gas pipes along, through, under, and over all the streets, roads, alleys, and thoroughfares within the said area, that may be requisite or convenient for supplying gas, and of erecting, maintaining, repairing, and renovating lamp posts and lamps in and upon the said streets, roads, alleys, and thoroughfares during the same period.

Time for establishment of gas works.

25. The Company shall, within thirty-six months from the passage of this Act, commence to establish gas works and buildings to supply gas within the said area or some portion thereof, and within the same period shall proceed with due diligence to lay the requisite length of

mains, of an adequate diameter, and supply therefrom to all persons as hereinafter mentioned an adequate amount of gas, of good quality, at the house, shop, establishment, or residence of the person requiring the same. And the Company shall within the period of four years from the passing of this Act, expend upon the construction of the said gas works and the laying of mains as aforesaid, not less than the sum of twenty-five thousand dollars.

26. The rates for gas to be charged by the Company shall be subject to the approval of the Lieutenant-Governor in Council. Price of gas.

27. The Company shall, subject to the provisions hereinafter contained, at their own expense, introduce into and through the walls or inclosures of the house, shop, establishment, or residence of any person requiring the same, a proper service pipe, with stop-cock, and furnish a gas meter, if required, for accurately measuring the supply of gas to the person requiring the same, at a fair market price, not exceeding the sum of fifteen dollars: Provided that it shall not be compulsory on the Company to furnish or introduce the same as aforesaid into any shop, house, establishment, or residence, at a distance of more than fifty feet from their mains. Service pipes and meters.

28. Provided that any person desiring a supply of gas may, if the place wherein such gas is required be distant more than fifty (50) feet from any main, require the Company to supply such service pipe, stop-cock, and meter for the price above mentioned, in addition to a sum not exceeding one dollar a foot on each foot of the distance over and above the said fifty (50) feet. Service pipes and meters.

29. The Company may, upon receiving the consent of the Chief Commissioner of Lands and Works of the Province, or of the proper authority for the time being, having management of the streets, lanes, alleys and bridges within the said area, open and break up the soil and pavement, and any sewers, drains or tunnels within or under such streets and bridges, and lay down and place within the same area, pipes, conduits, service pipes, and other works, and from time to time repair, alter and remove the same; and also make any sewers that may be necessary for carrying off the washings and waste liquids which may arise in the making of the gas, and for the purposes aforesaid may remove and raise all earth and materials in and under such streets, lanes, alleys and bridges; and they may, in such streets, lanes, alleys and bridges erect any pillars, lamps, and other works, and do all other acts which the Company shall from time to time deem necessary for supplying gas to the inhabitants within the said area, 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. Opening of streets and laying pipes.

Consent of private owners.

30. Nothing herein contained shall authorise or empower the Company to lay down or place any pipe or other works, authorised by section 23 to section 29, inclusive, of this Act, into, through, or against any building, without the consent of the owners or occupiers thereof, except that the consent of the occupier or tenant under a term of not less than one year, and of the immediate landlord of such tenant, shall be sufficient authority to the Company, and upon obtaining such consent, the Company is hereby empowered to lay down or place any pipe, or other works, into or through, or against any building, or in any such land occupied or owned by such tenant or landlord, notwithstanding that the consent of other persons interested in the premises has not been obtained.

Notice to Chief Commissioner.

31. Before the Company proceed, under the provisions of section 23 to section 29 of this Act, to open or break up any street, lane, alley, bridge, sewer, drain or tunnel, they shall give to the Chief Commissioner of Lands and Works, or other authority under whose control or management the same may be, notice in writing of their intention to open or break up the same, not less than three clear days before beginning such work, except in cases of emergency, arising from defects in any of the pipes or other works, and then as soon as possible after the beginning of the work, or the necessity for the same shall have arisen.

Streets opened up to be reinstated.

32. When the Company, under the provisions of section 24 to section 30 of this Act, open or break up the road or pavement of any street, lane, alley or bridge, or any sewer, drain, or tunnel, they 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 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 opened 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 opened or broken up, every night during which the same shall be continued open or broken up.

Contracts for lighting, etc.

33. The Company may, from time to time, enter into any contract with any person or corporation for lighting or heating, or supplying with gas any public or private building, for any purpose whatsoever, or the streets within the said area, or for providing any person with pipes, burners, meters, lamps, stoves and heaters, and for the repair thereof, and the Company may, save as hereinbefore mentioned, let for hire any meter for ascertaining the quantity of gas consumed or supplied, and any fittings within any building for gas, for such remuneration in money as shall be agreed upon between the Company and any person or corporation to whom the same may be let.

34. The clerk, engineer, or other officer duly appointed for the purpose by the Company, may, at all reasonable times, enter any building or place lighted with gas supplied by the Company, in order to inspect the meter, fittings, and works for regulating the supply of gas, and for the purpose of ascertaining the quantity of gas consumed or supplied, provided that the Company shall publicly exhibit and keep exhibited in their office the names of all persons appointed to enter and inspect as aforesaid. Inspection of meters.

35. If any person supplied with gas by virtue of this Act neglects to pay the charges due for the same to the Company, the Company may stop the gas from entering the premises of such person, by cutting off the service pipe, or by such means as the Company shall think fit, and recover the charges due from such person, and in such cases the Company, their agents, or workmen, after giving twenty-four hours' previous notice to the occupier, may enter into any such house, building or premises, between the hours of nine in the forenoon and four in the afternoon, and remove and carry away any pipe, meter, fittings, or other works, the property of the Company, but without prejudice to the rights of any person whose property is damaged by removal aforesaid. Recovery of gas charges.

36. The powers, rights and privileges conferred upon the Company by this Act shall not be deemed to be exclusive powers, rights and privileges and shall not prohibit any other company heretofore incorporated or to be hereafter incorporated under Part IV. of the "Water Clauses Consolidation Act" from exercising any powers, rights and privileges conferred or hereafter conferred upon such companies so incorporated or to be incorporated hereafter. No exclusive powers.

37. This Act may be cited as the "Tsimpsean Light and Power Short title. Company Act, 1907."

VICTORIA, B. C.:

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