



CHAPTER 66.

An Act to incorporate the Nanaimo Telephone Company, Limited.

[26th April, 1890.]

WHEREAS George Norris, newspaper publisher; Edwin Pimbury, druggist; Marshal Bray, Government Agent; John H. Pleace, merchant; Emil Arnold Praeger, physician and surgeon; Edward Quennell, butcher; James Dunsmuir, coal mine owner; John E. Jenkins, hotel proprietor; Thomas Hirst, merchant; Walter Thompson, livery stable keeper; and Peter Sabiston, hotel-keeper; all of the City of Nanaimo, in the Province of British Columbia, have by their petition represented that they are desirous of being incorporated as a joint stock company, under the name of "The Nanaimo Telephone Company, Limited," and have prayed that there may be granted to them the right and the necessary powers to construct and maintain a line or lines of telephone in and throughout the City of Nanaimo aforesaid, and from that city to and throughout Wellington, Departure Bay, and such other place or places in the Electoral Districts of Nanaimo, Cowichan, and Comox as may hereafter, from time to time, be determined upon by such company :

And whereas it is expedient to grant the prayer of the said petition :

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

1. The said George Norris, Edwin Pimbury, Marshal Bray, John H. Pleace, Emil Arnold Praeger, Edward Quennell, James Dunsmuir, John E. Jenkins, Thomas Hirst, Walter Thompson, and Peter Sabiston, together with such other persons as, under the provisions of this Act, become members of the company hereby incorporated, are hereby con-

stituted a body corporate by the name of "The Nanaimo Telephone Company, Limited," capable of exercising all the functions of an incorporated company, and having perpetual succession and a common seal, with power to hold lands.

- Head office.** **2.** The head office of the said company (hereinafter called "the company") shall be in the City of Nanaimo until the company determines otherwise in general meeting, and thenceforth shall be at such place as the company from time to time so determines; but the Board of Directors may establish one or more office or offices elsewhere in British Columbia.
- Capital.** **3.** The capital of the company shall be fifty thousand dollars, divided into one thousand shares of fifty dollars each: Provided, always, that the company may increase its capital, from time to time, to a sum not exceeding one hundred thousand dollars, as shall be determined in general meeting.
- Limit of members' liability.** **4.** The liability of the members of the company shall be limited to the amount, if any, unpaid on the shares respectively held by them.
- Nature of shares and transfer of.** **5.** The shares of the company shall be personal estate, capable of being transferred in manner provided by the Table marked "A," hereinafter mentioned, and shall not be of the nature of real estate; and each share shall be distinguished by its appropriate number.
- Right to erect telephone lines ;** **6.** The company may construct, erect, and maintain a line or lines of telephone along the sides of, and across or under, any highways, streets, public bridges, or any such places in and throughout the City of Nanaimo aforesaid, and from that city to and throughout Wellington and Departure Bay, and such other place or places in the Electoral Districts of Nanaimo, Cowichan, and Comox, as the company from time to time determines; and the company may, by its servants, agents, or workmen, enter upon any highway, street, public bridge, or any such place in the City of Nanaimo, or in Wellington or Departure Bay, or such other place or places as aforesaid, or between them or any of them, for the purpose of erecting and maintaining its line or lines of telephone along the sides of or across or under the same, and may
- Enter upon highways, &c. ;** construct, erect, and maintain such and so many poles and other works and devices as the company deems necessary for making, completing, supporting, using, working, and maintaining the system of communication by telephone, and may stretch wires thereon, and from time to time, as often as the company, its agents, officers, or workmen think proper, break up and open any part or parts of the said highways or streets, subject, however, to the following provisions, that is to say :—
- And erect poles, &c.**
- To open highways, &c., subject to certain provisions.**
- (a.) The company shall not interfere with the public right of travelling on or using such highways or streets; and—

- (b.) In the City of Nanaimo and other municipalities the breaking up and opening of streets for the erection of poles or for carrying the wires underground shall be subject to the direction and approval of the Municipal Council of such municipalities :
- (c.) The company shall not break up or open any part or parts of any highway without having first obtained the consent of the Chief Commissioner of Lands and Works.

7. The company may, for the purpose of this Act, purchase, acquire, or lease, and hold, and may sell, dispose of, or surrender lands, buildings, or tenements within the limits aforesaid, and may purchase, or lease for any term of years, any telephone line established or to be established in British Columbia, connecting or to be connected with the lines which the company is authorized to construct, or may purchase, or lease for any term of years, the right of any company to construct and maintain any such telephone line, and may amalgamate with, or lease its line or lines or any portion or portions thereof to, any company possessing as proprietor any line of telegraphic or telephonic communication connecting or to be connected with the company's line or lines; and the company may enter into any arrangement with any company possessing as proprietor any line of telegraph or telephonic communication, or any power or right to use communication by means of the telephone, upon such terms and in such manner as the Board of Directors, from time to time, deems expedient or advisable, or may become a shareholder in any such company.

May lease, hold, and erect buildings, &c.

Arrangements with other lines.

8. The said George Norris, John H. Pleace, Edwin Pimbury, Emil Arnold Praeger, and Marshal Bray are hereby constituted Provisional Directors of the company, and a majority of them shall be a quorum; and the said Provisional Directors shall hold office as such until the first election of Directors under this Act, and may forthwith open books, and allot shares, and receive payments on account of the shares allotted, and deposit in any chartered or other bank in British Columbia moneys received by them on account of shares allotted, which moneys shall not be withdrawn for any cause whatsoever except for the purposes of the company, or upon the dissolution thereof.

Provisional directors.

Their powers.

9. The first general meeting of the company shall be held at such time, not being more than six months after the passing of this Act, and at such place as the Provisional Directors may determine, at which meeting the whole of the Provisional Directors shall retire from office; and not more than five nor less than three Directors shall be elected, and the Directors so elected, and all Directors afterwards elected or appointed, shall hold office until the annual general meeting of the company next after their respective election or appointment.

First general meeting.

Election of directors.

10. No person shall hereafter be qualified to be a Director of the company who is not the holder in his own right of at least five shares

Qualification of directors.

in the company; but no person shall be disqualified to be a Director by reason of his receiving any salary or remuneration for attending to the affairs of the company as Managing Director, Agent, or Solicitor.

Annual general meeting.

11. An annual general meeting of the company, for the election of Directors and other general purposes, shall be held at such time and place in the City of Nanaimo as may be prescribed by the company in general meeting; and if no other time or place is prescribed, the annual general meeting shall be held on the first Monday in the month of August in each year, at such time and place in the said city as may be determined by the Directors.

Extraordinary general meeting.

12. The Directors may, whenever they think fit, and shall, upon a requisition made in writing by members of the company not less in number than one-fifth of the whole, and holding not less than one-fifth of all the share capital, such requisition expressing the object of the meeting proposed to be held, and being left at the head office of the company, convene an extraordinary general meeting.

Notice of general meeting.

13. Notice of every such general meeting of the company, specifying the place, day, and hour of meeting, and in case of special business, the general nature of such business, shall be given to the members, and in such manner as may be prescribed by the company in general meeting; and unless and until it is otherwise so prescribed, twenty days' notice, at the least, of every such general meeting shall be given to each member by sending it through the post office in a pre-paid registered letter addressed to such member at his registered place of abode or business; but the non-receipt of such notice by any member shall not invalidate the proceedings at any general meeting.

Votes of members.

14. At all general meetings of the company every member shall have one vote for every share held by him.

Removal of directors.

15. The company may, at any extraordinary general meeting called for that purpose, or for that purpose together with any other, remove from office all or any of the Directors and appoint others in their places, respectively.

Failure to elect directors or hold meeting.

16. No failure to elect Directors or to hold any general meeting shall operate as a dissolution of the company; but anything omitted to be done at any general meeting may be afterwards done at a general meeting of the company held in conformity with this Act and the regulations of the company.

Office and office hours.

17. The company shall keep open an office in the City of Nanaimo for the receipt and transmission of messages between the hours of nine in the morning and seven in the evening on every day, and may keep open an office for the like purpose at any other place or places to which their line extends.

18. The company may by its by-laws fix, from time to time, a Tariff of charges. tariff of charges for the erection, connection, and use of its wires and telephones and the transmission of messages, not exceeding the charges set forth in the Schedule hereto, and shall have full power to collect and sue for and recover the charges to which it becomes entitled.

19. The Directors may, when authorized by a by-law for that purpose passed and approved of by the company in general meeting, borrow money upon the credit of the company, and issue bonds, debentures, promissory notes, bills of exchange, or other securities for any sums so borrowed, at such rates of interest and generally on such terms as are deemed necessary or expedient, and may mortgage, hypothecate or pledge the real or personal property of the company to secure any sums so borrowed and the interest thereon; but the amount borrowed shall not at any time be greater than fifty per cent. of the actual paid-up capital of the company. Power to borrow money and issue bonds, &c.

20. Part I. of the "Companies Act," the Imperial Act intituled "The Companies Act, 1862," therein mentioned and as therein altered and modified in applying it to this Province, and the provisions contained in Table marked "A" in the First Schedule to the said Imperial Act, except such parts thereof respectively as refer to the incorporation and registration of companies or are otherwise inconsistent with this Act, shall apply to the company; but the company, in general meeting, may reject any of the provisions of Table "A" aforesaid, and may, in lieu thereof, adopt any others not inconsistent with this Act. Application of "Companies Act," Part I., and "The Companies Act, 1862" (Imperial).

21. This Act shall be cited as the "Nanaimo Telephone Company's Short title. Act, 1890."

SCHEDULE.

Rent of Telephone per month	\$5 00
Erection of wire and connection within city limits	5 00
For every message for a person not being a monthly tenant, and not exceeding 25 words.....	0 25
For every message for every person over a territorial line to any place more than 6 miles from the Company's exchange office, and not exceeding 25 words	0 30
Every additional 10 words.....	0 5
All deliveries within a half-mile radius of office	0 15
Beyond the above distance, per mile	0 25