



CHAPTER 65.

An Act to Incorporate the Kootenay Lake Telephone Company, Limited.

[20th April, 1891.]

WHEREAS Wilson Hill, Carpenter; Robert E. Lemon, Merchant; Preamble.

James A. Gilker, Merchant; Edwin R. Atherton, Book-keeper; William Hunter, Hotel Keeper; Alfred Hill, Carpenter; Benjamin H. Lee, Miner; T. Vincent Thurburn, Merchant; W. Gesner Allan, Printer; Charles H. Ink, Printer; John Houston, Printer; John E. Walsh, Contractor; John Tolson, Saw Mill Manager; and Wilmot A. Crane, Book-keeper and Miner—all of the Kootenay Lake section of West Kootenay District, 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 Kootenay Lake Telephone Company, Limited," and have prayed that there may be granted to them the right and powers necessary to construct and maintain a line or lines of telephone in and throughout the townsites of Nelson, Balfour, and Ainsworth, and the district between the said townsites; also, lines connecting those towns with such of the mines situate in those portions of Kootenay known as Toad Mountain and Hot Springs Mining Divisions of Kootenay District, as may hereafter from time to time be determined upon by such Company:

And whereas it is expedient to grant the prayer of 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 Wilson Hill, Robert E. Lemon, James A. Gilker, Edwin R. Atherton, William Hunter, Alfred Hill, Benjamin H. Lee, T. Vincent Thurburn, W. Gesner Allan, Charles H. Ink, John Houston, John E. Walsh, John Tolson, and Wilmot A. Crane, together with such other persons as under the provisions of this Act become members of the

Incorporation.

Company hereby incorporated, are hereby constituted a body corporate and politic by the name of "The Kootenay Lake Telephone Company, Limited."

Head office.

2. The head office of the said Company (hereinafter called "the Company") shall be in the Town of Nelson until the Company determines otherwise in general meeting, and thenceforth will 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 stock.

3. The capital of the Company shall be fifty thousand dollars, divided into five thousand shares of ten dollars each : Provided always, that the Company may increase its capital from time to time to such sum, not exceeding one hundred thousand dollars, as shall be determined in general meeting.

Transfer of shares.

4. The shares of the Company shall be personal estate, capable of being transferred in manner provided by the table "A" hereinafter mentioned, and shall not be of the nature of real estate, and each share shall be distinguished by its appropriate number.

Provisional Directors.

5. The said Robert E. Lemon, Charles H. Ink, John E. Walsh, and John Houston, with power to add three others to their number, are hereby constituted Provisional Directors of the Company, and any four of whom 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 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 whatever, except for the purposes of the Company, or upon the dissolution thereof.

Powers of Company to make certain works, &c.

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 townsites of Nelson, Balfour, and Ainsworth aforesaid, and throughout the districts between the said townsites ; and also lines connecting those towns, or any of them, with such mines situate in those portions of Kootenay District known as Toad Mountain and Hot Springs Mining Divisions of Kootenay District as the Company may deem proper ; and also along the sides of any public roads or trails between the said townsites and any mine or mines, and over any unoccupied Crown lands, in the said mining divisions in said district, as the Company may from time to time determine ; and the Company may by its servants, agents, or workmen enter upon any highway, street, public

bridge, or any such place in the Towns of Nelson, Balfour, or Ainsworth, 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 construct, erect, and maintain such and so many poles, and other works and devices, as the Company shall deem 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 said highways or streets, subject, however, to the following provisions, that is to say :

- (a.) The Company shall not interfere with the public right of travelling on or using such highways and streets ; and
- (b.) The Company shall not break up or open any part or parts of any highway for the erection of poles, or for carrying the wires underground, 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, Power to acquire land. 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 connected, 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 telegraphic 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 may deem expedient or advisable, or may become a shareholder in any such Company ; and may manufacture cables, wires, and telephone instruments, and other electrical or magnetic apparatus or instruments connected therewith, and their appurtenances, and may acquire by purchase, lease, or otherwise, the same and all rights relating thereto.

8. The Company, when the said line or lines shall pass through any Power to cut timber wood, may cut down the trees or underwood for a space of one hundred feet on each side of the said lines, doing as little damage as may be in 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 of 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, neglects or refuses 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 a 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.

Office hours.

9. The Company shall keep open an office in the Town of Nelson for the receipt and transmission of messages between the hours of nine in the morning and seven in the evening on every day (except Sunday and legal holidays), and may keep an open office for the like purpose at any other place or places to which their line extends.

First general meeting.

10. The first general meeting of the Company will be held at such time, not being more than four 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 a Board of seven Directors (of whom five shall be a quorum) shall be elected, and the Directors so elected, and all the Directors afterwards elected or appointed, shall hold office until the annual general meeting of the Company next after their respective election or appointment.

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 Town of Nelson 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 Town of Nelson 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 the 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.

13. Notice of every general meeting of the Company, specifying the day, place, and hour of meeting (and in case of special business, the general nature of such business) shall be given to the members 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 least, of every such general meeting shall be given to each member by sending through the post office in a pre-paid registered letter, addressed to each member at his registered place of abode or business; but non-receipt of such notice by any member shall not invalidate the proceedings at any general meeting. Notice of meetings.

14. The Company may, at an 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. Removal of Directors

15. At all general meetings of the Company every member shall have one vote for every share held by him. One share one vote.

16. The Company shall have power in general meeting to make— Power to make by-laws.

(a.) By-laws for the regulation of its own proceedings and business, and

(b.) By-laws, rules, and regulations to be observed by the officers and servants of the Company, and by all other persons using the instruments, wires, and appliances of the Company: Provided always, that such by-laws are not in conflict with any of the provisions of this Act.

17. The failure to elect Directors, or to hold any general meeting, shall not operate as a dissolution of the Company; but anything omitted to be done may afterwards be done at any general meeting of the Company held in conformity with this Act and the regulations of the Company. Failure to elect Directors.

18. No person shall be qualified to be a Director of the Company who is not the holder in his own right of at least ten shares in the Company, and has paid up all calls made thereon and then due. 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. Qualification of Directors.

19. The Company may by its by-laws fix from time to time a 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. Tariff of charges.

20. The Directors may, when authorized by a by-law for that purpose, passed and approved of by the Company in general meeting, Power to issue bonds.

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 rate 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.

"Companies Act,
1862" Imperial.

21. 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 the 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 in table "A" aforesaid, and may, in lieu thereof, adopt any others not inconsistent with this Act.

Limited Liability.

22. The liability of the members of the Company shall be limited to the amount, if any, unpaid on the shares respectively held by them.

Short title.

23. This Act may be cited as the "Kootenay Lake Telephone Company's Act, 1891."

SCHEDULE.

Rent of telephone per month	\$ 5 00
Erection of wire and connection within one mile of a central office	5 00
Erection of wire and connection for every mile additional to first mile	10 00
For every message for a person not being a monthly tenant, and not exceeding twenty-five words	25
For every additional twenty-five words	10
All deliveries within a half mile radius of central office	25
Beyond half a mile, per mile	25

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