



CHAPTER 62.

An Act to incorporate the Skeena River and Eastern Railway Company.

[*May 20th, 1898.*]

WHEREAS a petition has been presented praying for an Act to Preamble.
incorporate a Company for the purpose of constructing a railway from some point on the Skeena River, in the Province of British Columbia, to some point at or near the Eastern Boundary of the Province, with power to build branch lines, to be operated by any motive power, to any mining or farming regions practicable in connection with the said railway; to construct and operate telegraph and telephone lines in connection with the said railway, or any part thereof; to construct elevators, build wharves, docks, warehouses; to carry on a general transportation business; to build, construct, acquire and operate ships, steamships, barges, or other water craft; to appropriate or otherwise acquire water power, rights and privileges:

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. Charles W. D. Clifford, of Inverness, in the Province of British Columbia, together with such other persons and 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 “Skeena River and Eastern Railway Company.” Incorporation.

2. The capital stock of the Company shall be one million pounds sterling, divided in shares of one pound 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 Capital stock.

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.

3. 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 representing a majority in value of the subscribed capital of the Company, such sanction to be given at a meeting called expressly by the Directors for that purpose, by a notice published in the British Columbia Gazette and 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.

Provisional Directors.

4. The person named in section 1 of this Act is hereby constituted the Provisional Director of the Company, with power to add to the number, but so that the Directors shall not in all exceed fifteen in number. The Board of Directors so 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.

Directors, qualification of.

5. Each of the Directors hereby appointed or elected shall hold at least fifty shares of the stock of the Company; but the number of Directors to be hereafter elected by the shareholders shall be such number, not exceeding fifteen, as shall be fixed by the by-laws and subject to the same conditions as the Directors appointed by or under authority of the last preceding section; the number thereof may be hereafter altered from time to time in like manner.

Not disqualified by holding office.

6. No Director shall be disqualified from holding office by reason of or on account of his being concerned directly or indirectly as partner in any other company or association, or in any contract with the Company, or on account of his receiving any pay or remuneration from the Company.

Quorum, etc.

7. The majority of the 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 three Directors are present thereat in person, and the remaining number of Directors required to form a quorum are represented by proxies.

8. The Board of Directors may appoint from 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 shall be *ex-officio* a member of such committee. Executive Committee.

9. The chief place of business of the Company shall be at the City of Victoria, or such other places within the limits of Canada, at which the business of the Company may be transacted and at which the Directors or shareholders may meet when called, as shall be determined by the by-laws. Chief place of business.

10. The first annual meeting of the shareholders of the Company for the appointment of Directors shall be held at the head office of the Company at such time as the Provisional Director may determine, and the annual general meeting of the shareholders for the election of Directors and the transaction of business generally, shall be held on the same day in each year thereafter, unless otherwise provided by the by-laws ; and notice of such meeting shall be given as provided in section 3 of this Act. First annual meeting.

11. No failure to elect Directors or to hold the first or any annual meeting 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 specially for the purpose. Failure to elect Directors.

12. Special general meetings of the shareholders may be convened in such manner as shall be provided by the by-laws, and except as hereinafter provided, notice of such meetings shall be given in the same manner as notices of annual general meetings ; the purpose for which such meeting is called shall be mentioned in the notices thereof, and, except as herein provided, all such meetings shall be held at the chief place of business of the Company. Special meetings.

13. If at any time before the first annual meeting of the shareholders of the Company it should become expedient that a meeting of the Directors of the Company, or a special general meeting of the shareholders of the Company, should be held before such meeting can be conveniently called, and notice thereof given in the manner provided by this Act, or by the by-laws or before the by-laws in that behalf have been passed and at a place other than the chief place of business of the Company, before the enactment of the by-law authorising the holding of such meeting, it shall be lawful for the Chairman, or any three Directors of the Company, to call special meetings either of the Directors or shareholders, or both, to be held at such times and places respectively as may be determined, such times and places to be stated in the notices to be given of such meetings respectively. And notices of such meetings may be validly given by publication in the Special meeting before first, etc.

British Columbia Gazette and by a circular mailed to the ordinary address of each Director or shareholder, as the case may be, stating in general terms the purpose of the intended meeting, and in case of a meeting of shareholders the proceedings of such meeting shall be held to be valid and sufficient and to be binding on the Company in all respects, notwithstanding that notice of such meeting shall not have been given in the manner required by this Act; provided, that every shareholder be present or represented by proxy.

Proxy. **14.** Unless otherwise provided by the by-laws, the person holding the proxy of a shareholder shall be himself a shareholder.

Calls. **15.** No calls shall be made at any one time for more than twenty per cent. of the whole amount of subscribed stock, nor shall a greater amount than fifty per cent. of the amount subscribed be called up in one year.

Route of railway. **16.** The Company may lay out, construct, equip, maintain and operate a line of railway from some point on the Skeena River, in the Province of British Columbia, to some point at or near the Eastern Boundary of the Province, with branch lines and extensions not exceeding twenty miles in length to any mining or farming regions practicable in connection with the said railway, and the said lines of railway and branches and extensions that shall hereafter be acquired or constructed shall constitute the line of railway called the "Skeena River and Eastern Railway."

Five sections. **17.** The Company may divide its undertaking into five sections or divisions, and such sections or divisions shall respectively be known as the first, second, third, fourth and fifth sections or divisions, as shown in the Schedule hereto annexed.

Time of completion. **18.** The Company shall complete the first section in three years from the date of this Act becoming law, the second and third sections in four years, and the fourth and fifth sections within five years from such date; nevertheless failure to complete any one or more of said sections, or portions of any section, within the time so limited for completion of the same respectively shall not prejudice the rights, powers or privileges of the Company in respect of such part or parts (if any) of the section or sections as to which such failure shall be made as shall at the expiration of such limited time be made and completed, or in respect of any section or sections as to which the period so limited for the completion thereof shall have not determined.

Telegraph and telephone lines. **19.** The Company may construct, equip, maintain and work a telephone line or an electric telegraph in connection with the said railway. Provided: No Act of this Legislature requiring the Company in case efficient means are devised for carrying telegraph, telephone or electric wires underground, to adopt such means, and

abrogating the right given by this Act to continue carrying lines on poles, shall be deemed an infringement of the privileges granted by this Act.

20. The Company may receive from any Government, or from any person or bodies corporate, municipal or politic, who may have power to make or grant the same in aid of the construction, equipment and maintenance of the said railway, grants of land, premises, loans, gifts of money, guarantees and other securities for money, and hold and alienate the same. Government and other aid, etc.

21. The Company shall have power to enter into working or other agreements, and agreements for the interchange of traffic, with any other railway company, and shall have power to grant running power over the said railway on such terms as the shareholders in general meeting shall determine, and may amalgamate or sell to any other company formed for a like purpose as the said Company, their franchise, rights and privileges acquired under their charter. Working arrangements with other companies.

22. The clauses or sections of the "British Columbia Railway Act" shall, in so far as the Legislature of the Province has power to enact same, apply to this Company in the same manner and to the extent as if the same had been set forth clause by clause in this Act, save and except that in case of any conflict, inconsistency or repugnancy between the clauses of this Act and the clauses or sections of the said "Railway Act" so made a part of this Act, the clauses of this Act shall prevail and override any clauses or sections of the "Railway Act" so incorporated herewith to the extent of such conflict, inconsistency or repugnancy. "B. C. Railway Act."

23. No Chinese or Japanese person shall be employed in the construction of the undertaking hereby authorised, under a penalty of five dollars per day for each and every Chinese or Japanese person employed in contravention of this section, to be recovered upon complaint of any person, under the provisions of the "Summary Convictions Act." Chinese and Japanese.

24. The Company shall, within six months after the passage of this Act, deposit with the Provincial Government the sum of five thousand dollars, either in cash or approved bonds, as security that the Company will expend not less than ten thousand dollars in surveys or construction of the railway hereby authorised to be built, before the 30th June, 1899, and in default of such expenditure the aforesaid sum of five thousand dollars shall be forfeited to and become the property of the Government, as liquidated and ascertained damages, and not as a penalty; and should such security not be deposited with the Government within the aforesaid time, all the rights and privileges conferred by this Act shall be null and void. Security.

Short title.

25. This Act may be cited as the “Skeena River and Eastern Railway Company Act, 1898.”

Schedule.

SCHEDULE.

The first section shall consist of that portion of the line extending from some point on the coast at or near the Skeena River to Hazelton.

The second section shall be from Hazelton to Babine Lake.

The third section shall be from Babine Lake to Lake Tacla.

The fourth section shall be from Lake Tacla to the Omineca River.

The fifth section from the Omineca River, thence along the course of the Peace River to the Eastern Boundary of the Province at or near Fort St. John.

VICTORIA, B.C.:

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