

No. 109.

3rd Session, 8th Parliament, 61 Victoria, 1898

BILL.

An Act to incorporate the British American Light and Power Company.

First reading, March 31st, 1898.

(PRIVATE BILL.)

Mr. ROSAMOND.

OTTAWA

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1898

An Act to incorporate the British American Light and Power Company.

WHEREAS a petition has been presented praying that it Preamble.
 be enacted as hereinafter set forth, and it is expedient to
 grant the prayer of the said petition: Therefore Her Majesty,
 by and with the advice and consent of the Senate and House
 of Commons of Canada, enacts as follows:—

1. Charles Adams, of the town of Brandon, in the province Incorporation.
 of Manitoba; Peter Lyall, William Strachan, David L. Lock-
 erby, Daniel Gillmor, Frederick L. Beique, James McShane
 and Duncan A. Campbell, all of the city of Montreal, in the
 10 province of Quebec, together with such persons as become
 shareholders in the company, are hereby incorporated under
 the name of "The British American Light and Power Com- Corporate
 pany," hereinafter called "the Company." name.

2. The head office of the Company shall be in the city of Head office.
 15 Montreal, or at such other place in Canada as the directors of
 the Company from time to time by by-law determine, but the
 Company may establish other offices and places of business
 elsewhere.

3. The persons named in section 1 of this Act shall be the Provisional
 20 first or provisional directors of the Company, four of whom directors.
 shall be a quorum.

4. The capital stock of the Company shall be five hundred Capital stock
 thousand dollars, divided into shares of one hundred dollars and calls
 each, and may be called up by the directors from time to time thereon.
 25 as they deem necessary.

5. So soon as one hundred thousand dollars of the capital First general
 stock has been subscribed, and ten per cent paid thereon, a meeting.
 general meeting of the Company shall be held at the head
 office of the Company at such time as the provisional direc-
 30 tors or any four of them determine, and notice of such meet-
 ing shall be given by mailing, at least ten days before the
 holding of such meeting, a written notice of such time and
 place, postage prepaid and registered, to the address of each
 shareholder of the Company.

6. At the said general meeting of the Company, and at Election of
 each annual meeting, the subscribers for the capital stock who directors.
 are present or represented by proxy, and who have paid all calls
 due on their shares, shall choose to be directors not less than
 five nor more than fifteen persons, each of whom shall hold

- at least ten shares of the capital stock of the Company, and one or more of such directors may be paid directors.
- Length of term of office. 2. The directors chosen at the said meeting shall hold office only until the first annual meeting of the Company.
- Number of directors may be changed. 3. The number of directors may be changed from time to time by vote of the shareholders at any general meeting of the Company. 5
- Local boards of directors. 7. The Company may establish local boards of directors in the municipalities of the Yukon District, North-West Territories and northern British Columbia. 10
- Powers of Company. 8. The Company may in the Yukon District, North-West Territories and northern British Columbia—
- Gas and electricity. (a.) manufacture, supply, sell and dispose of gas and electricity for the purpose of light, heat or motive power, and any other purpose for which the same may be used ; 15
- Gas works. (b.) acquire, manufacture, construct, lay, maintain and operate all works for holding, receiving and purifying gas, and all other buildings and works, structures, apparatus, metres pipes, wires, appliances, fittings, supplies and machinery necessary or advisable in connection with the said business, and may deal with or dispose of the same in any manner that the directors deem advisable ; 20
- Patent rights. (c.) acquire, use and dispose of any invention, or letters patent, or any right to use, or employ any inventions in connection with the production, manufacture or supply of heating, motive and illuminating gas or electricity ; 25
- Carriers. (d.) carry on the business of carriers, forwarders and transportation agents, any business incident thereto or connected therewith, and also the business of wharfingers, shippers and vessel owners ; and may for any of the said purposes construct, acquire and operate tramways, roads, buildings, docks, piers, wharfs, vessels, vehicles and other property real and personal, and may improve, extend, manage, develop, lease, mortgage, exchange, sell, dispose of or turn to account the same ; 30
- Water power. (e.) acquire and utilize water power for the purpose of compressing air or generating electricity for lighting, heating and motor purposes in connection with the works of the Company, and may, subject to such regulations as are imposed by the Governor in Council, construct, acquire and hold lands, buildings and other erections for the purpose of supplying water for the use of its works. 35 40
- Telegraphs and telephones. 9. The Company may construct and operate telegraph and telephone lines in the Yukon District, and may establish offices for the transmission of messages for the public and collect tolls therefor ; and for the purpose of constructing and operating such telegraph and telephone lines the Company may enter into a contract with any other company, or may lease the Company's lines. 45
- Arrangements with telegraph and telephone companies. 2. The Company may enter into arrangements with any telegraph or telephone company for the exchange and transmission of messages, or for the working in whole or in part of the line of the Company. 50

3. No rates or charges shall be demanded or taken from any person for leasing or using the telegraphs or telephones of the Company, until such rates or charges have been approved of by the Governor in Council.

Approval of rates by Governor in Council.

5 4. *The Electric Telegraph Companies Act* shall apply to the telegraphic business of the Company.

R.S.C., c. 132.

- 10 With the consent of the municipal council or other authority having jurisdiction over any highway or public place, the Company may enter thereon for the purpose of constructing and maintaining its lines of telegraph and telephone, and lines for the conveyance of electric power, and, when deemed necessary by the Company for the purpose of its telegraph and telephone systems, and its system for supplying electric power, may erect, equip and maintain poles and other works and devices, and stretch wires and other telephonic or telegraphic or other electrical contrivances thereon; and, as often as the Company thinks proper, may break up and open any highway or public place, subject, however, to the following provisions:—
- 15 Erect poles.
Stretch wires.
- (a.) The Company shall not interfere with the public right of travel, or in any way obstruct the entrance to any door or gateway, or free access to any building;
- 20 Break up highway.
Travel not to be obstructed.
- (b.) The Company shall not affix any wire less than twenty-two feet above the ground, nor, without the consent of the municipal council, erect more than one line of poles along any highway;
- 25 Height of wires.
- (c.) All poles shall be as nearly as possible straight and perpendicular, and shall, in cities, be painted, if so required by any by-law of the council;
- Kind of poles.
- (d.) The Company shall not be entitled to damages on account of its poles or wires being cut by direction of the officer in charge of the fire brigade at any fire, if, in the opinion of such officer, it is advisable that such poles or wires be cut;
- 30 Cutting poles or wires in case of fire.
- (e.) The Company shall not cut down or mutilate any shade, fruit or ornamental tree;
- Injury to trees.
- (f.) The opening up of streets for the erection of poles, or for carrying wires under ground, shall be subject to the direction and approval of such person as the municipal council appoints, and shall be done in such manner as the said council directs; the council may also designate the places where such poles shall be erected; and the streets shall, without any unnecessary delay, be restored, as far as possible, to their former condition, by and at the expense of the Company;
- 40 Supervision of municipality.
Surface of street to be restored.
- (g.) In case efficient means are devised for carrying telegraph or telephone wires under ground, no Act of Parliament requiring the Company to adopt such means, and abrogating the right even by this section to carry lines on poles, shall be deemed an infringement of the privileges granted by this Act, and the Company shall not be entitled to damages therefor;
- 45 Future legislation as to carrying wires underground.
- (h.) Every person employed upon the work of erecting or repairing any line or instrument of the Company shall have conspicuously attached to his dress a badge, on which are legibly inscribed the name of the Company and a number by which he can be readily identified;
- 50 Workmen to wear badges.
- (i.) Nothing herein contained shall be deemed to authorize the Company to enter upon any private property for the pur-
- 55 Private rights.

pose of erecting, maintaining or repairing any of its works, without the previous assent of the owner or occupant of the property for the time being;

Temporary removal of wires and poles.

(j.) If for the purpose of removing buildings or in the exercise of the public right of travel, it is necessary that the said wires or poles be temporarily removed, by cutting or otherwise, the Company shall, at its own expense, upon reasonable notice in writing from any person requiring it, remove such wires or poles; and in default of the Company so doing, such person may remove such wires and poles at the expense of the Company. The said notice may be given either at any office of the Company, or to any agent or officer of the Company in the municipality wherein are the wires or poles required to be removed, or in the case of a municipality wherein there is no such agent or officer, then either at the head office, or to any agent or officer of the Company in the nearest or any adjoining municipality to that in which such wires or poles are;

Notice to Company.

Liability for damage.

(k.) The Company shall be responsible for all damage which it causes in carrying out or maintaining any of its said works.

Tapping wires.

11. If any person place, or cause to be placed, any wire, pipe or other means of communication to communicate with any wire, pipe or conductor belonging to the Company, or in any other way make use of the electric current, gas or other production of the Company, without the latter's consent, he shall forfeit and pay to the Company the sum of one hundred dollars, and also a further sum of four dollars for each day during which such communication exists.

Penalty.

Damages to apparatus.

12. If any person wilfully or maliciously damages or causes to be damaged, or puts out of order, any wire, pipe, engine or other appliance used by the Company for the supplying of electricity, gas, heat or power, or other manufacture of the Company, or any materials connected therewith, or wilfully impairs or knowingly suffers the same to be altered or impaired, he shall incur a penalty to be forfeited to the Company of not less than four dollars or more than one hundred dollars, and shall pay all charges necessary for the repairing or replacing of the said wires, pipes, engines and appliances, and double the value of any surplus electricity, gas or other manufacture which has been so wrongfully consumed.

Penalty.

Power to cut off supply of gas, etc.

13. If any person whom the Company supplies with electricity, gas or other manufacture, neglects to pay the rent, rate or charge due the Company at the times fixed for the payment thereof, the Company, on giving forty-eight hours' previous notice, may stop the supply of electricity, gas, heat, power or other manufacture from entering the premises of the person so in arrears, by cutting off the supply thereof, and by any such other means as the Company sees fit; and the Company may recover the rent or charge due up to such time, together with the expense of cutting off the electricity, gas or other manufacture, in any competent court, notwithstanding any contract to furnish for a longer time.

Apparatus not liable to seizure.

14. Neither the wires, pipes, lamps nor other appliances nor apparatus of any kind of the Company shall be subject or

liable for rent, nor liable to be seized or attached in any way by the possessor or owner of the premises, wherever the same may be, nor be liable in any way to any person for the debt of any other person to or for whose use or for the use of
5 whose household or building the same may be supplied by the Company, notwithstanding the actual or apparent possession thereof by such person.

15. In every case where the Company may cut off and take away the supply of electricity, gas, heat or other manufacture,
10 from any house, building or premises, the Company, its agents and workmen, on giving forty-eight hours' previous notice to the person in charge, or to the occupant, may enter into the house, building or premises, between the hours of nine o'clock in the forenoon and six o'clock in the afternoon,
15 making as little disturbance as possible, and may remove and take away any wires, pipes, meters, lamps, fittings and other appliances which are the property of the Company. And any servant of the Company, duly authorized, may, between the hours aforesaid, enter into any house or premises in which
20 electricity, gas, heat, power or other manufacture has been taken from the Company, for the purposes of repairing or examining any such wires, pipes, meters, lamps or other appliances; and if any person refuses, without reasonable cause, to permit the servants and officers of the Company to enter and
25 perform such acts, the person so refusing or obstructing shall incur a penalty, payable to the Company, for every such offence, not exceeding forty dollars, and a further penalty, not exceeding four dollars for every day during which such refusal or obstruction continues.

Power to remove apparatus after supply, etc., cut off.

Penalty for obstruction.

30 16. All penalties, forfeitures or fines imposed or permitted by this Act may be sued for and recovered by the Company in any court of competent jurisdiction, or before one of the justices of the peace in the district in which the offence is committed.

Penalties may be recovered by suit.

35 17. The directors may, whenever authorized by a by-law for that purpose approved by the votes of the holders of at least two-thirds in value of the subscribed stock of the Company, present or represented by proxy at a special general meeting called for considering such by-law, borrow such sums
40 of money, not exceeding in amount seventy-five per cent of the paid-up capital stock of the Company as the shareholders deem necessary, and may issue bonds or debentures therefor in sums of not less than one hundred dollars each, at such rate of interest and payable at such times and places, and secured in
45 such manner by mortgage or otherwise upon the whole or any portion of the property and undertaking of the Company as may be prescribed in such by-law or decided upon by the directors under the authority thereof. The Company may make such provisions respecting the redemption of such securities
50 as may be deemed proper.

Borrowing powers.

18. The directors may make and issue as paid-up and un-assessable stock, shares of the capital stock of the Company in payment of and for all or any of the business, franchises,

Issue of paid-up shares.

undertakings, properties, rights, powers, privileges, letters patent, contracts, real estate, stock and assets and other property of any person or municipal corporation which it may lawfully acquire in virtue of this Act, and may allot and hand over such shares to any such person, or corporation or to its shareholders; and may also issue, as paid-up and unassessable stock, shares of the capital stock of the Company, and may allot and hand over the same in payment for right of way, lands, rights, plant, property, letters patent of invention, rolling stock or materials of any kind, or services rendered to the Company, and any such issue and allotment of stock shall be binding on the Company, and such stock shall not be assessable for calls, nor shall the holders thereof be liable in any way thereon and the Company may pay for any such property or services rendered to the Company wholly or partly in paid-up shares or wholly or partly in debentures as to the directors may seem proper.

Shares presumed liable to payment thereof in cash.

19. All shares in the Company shall be deemed to have been issued and to be held subject to the payment of the whole amount thereof in cash, unless it has been otherwise agreed upon or determined by a contract duly made in writing and filed with the Secretary of State at the time of or before the issue of such shares.

Increase of capital.

20. After the whole of the capital stock hereby authorized has been issued, and fifty per cent thereon paid up, the capital stock of the Company may be increased from time to time to an amount not exceeding five million dollars, by a resolution of the shareholders passed and approved of by the votes of the holders of at least two-thirds in value of the subscribed stock of the Company, present or represented by proxy, at a special general meeting of the shareholders duly called for considering the same, and such increased capital stock may be issued, and shall be dealt with in the same manner as the original capital of the Company.

Debenture stock.

21. The directors may, from time to time, with the consent of a majority of the shareholders, present or represented by proxy at a meeting called for such purpose, issue debenture stock, which shall be treated and considered as a part of the regular debenture debt authorized by section 17 of this Act, in such amounts and manner, on such terms, and bearing such rate of interest as the directors from time to time think proper, but subject to the limitations in this Act provided, so that the amount borrowed on the security of debenture bonds or debenture stock, shall not in the whole exceed seventy-five per cent of the paid up capital stock of the Company.

Debenture stock to rank equally with debentures.

22. The debenture stock to be issued under the authority of this Act shall rank equally with the debentures issued, or to be issued, by the Company, and the holders thereof shall not be liable or answerable for any debts or liabilities of the Company.

Entries to be made in head office register.

23. The Company shall cause entries of the debenture stock from time to time created, to be made in a register to be kept

for that purpose at the head office, wherein shall be entered the names and addresses of the several persons from time to time entitled to the debenture stock, with the respective amounts of the stock to which such persons are respectively
5 entitled; and the register shall be accessible for inspection and perusal at all reasonable times to every debenture holder, mortgagee, bondholder, debenture stockholder and shareholder of the Company, without the payment of any fee therefor.

24. All transfers of the debenture stock of the Company shall be registered at the head office of the Company, but the Company may have transfer books of such debenture stock in Great Britain and Ireland, or elsewhere, in which transfers of the said stock may be made; but all such transfers shall be entered in the book to be kept at the head office of the Com-
15 pany.

Transfers may be made elsewhere.

25. The Company shall, if required, deliver to every holder of debenture stock a certificate stating the amount of the debenture stock held by him and the rate of interest payable thereon; and all regulations and provisions for the time being
20 applicable to certificates of shares of the capital stock of the Company shall apply, *mutatis mutandis*, to certificates of debenture stock.

Stock certificates.

2. The directors may, with respect to the issue of certificates of debenture stock, delegate the powers of the Company to
25 agents and attorneys or to any corporation organized for the purpose of transacting such business.

Agents powers as to certificates.

26. The holders of debenture stock shall not be entitled, as such, to be present or to vote at any meeting of the Company, nor shall such stock confer any qualification, but it shall, in
30 all respects not otherwise provided for by or under this Act, be considered as entitling the holders to the rights and powers of mortgagees of the undertaking, except the right to require repayment of the principal money paid up with respect to the debenture stock.

Debenture stockholders may not vote.

27. The Company may make such arrangements and regulations respecting the conversion and exchange of its mortgage bonds and debentures into and for debenture stock, and for the re-exchange and re-conversion of the same by the
35 respective holders thereof, as are deemed expedient.

Exchange of mortgage bonds for debenture stock.

28. The mortgage bonds, debentures and debenture stock of the Company may be issued either in Canadian currency or in sterling, or in both, at the option of the Company.

Currency in which bonds, etc., may be issued.

29. The Company may receive from any Government, or from any person, city, town, municipality or village, and
45 whether incorporated or not, and having power to make or grant the same in aid of the construction, equipment and maintenance of the said works, grants of lands, exemption from taxation, loans, gifts of money, guarantees and other securities for money, and may hold and dispose of the same
50 for the purposes of the Company.

Power to receive aid.

R.S.C., c. 118. **30.** *The Companies Clauses Act*, except sections 18 and 39 thereof, shall apply to the Company.

1888, c. 29. **31.** *The Railway Act* shall apply to the Company.