



CHAPTER 50.

An Act to incorporate the New Westminster Electric Light
and Motor Power Company.

[26th April, 1890.]

WHEREAS Thomas R. McInnes, Senator, and Arthur M. Herring, Preamble.
Chemist, have by their petition prayed to be incorporated for
the purpose of erecting and maintaining electric lights and motor
power in the City of New Westminster, with the powers hereinafter
set forth, and it is expedient to grant the prayer of the said petition,
and that the said persons, and others who may be associated with them,
should be incorporated for the purposes of this Act :

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

1. Thomas R. McInnes and Arthur M. Herring, and such other Incorporation.
persons as may become shareholders in the corporation to be by this
Act created, shall be and they are hereby created, constituted, and
declared to be a corporation, body corporate and politic, by the name
of “The New Westminster Electric Light and Motor Power Company,”
and the head office of the said Company shall be at the City of New
Westminster, in the Province of British Columbia, or at such other
place in British Columbia as may be hereafter determined upon by the
Directors of the Company.

2. The said Company shall have power to erect in the City of New Gives power to erect
electric light, &c.,
and to borrow money.
Westminster electric light and other apparatus connected therewith,
and their appurtenances and other instruments used in connection
with the business of electric light and motor power ; and also to
borrow such sums of money not exceeding the amount of the paid up

Restriction as to promissory notes.

capital of the Company as the Directors shall deem necessary for carrying out any of the objects or purposes of this Act, and to issue bonds therefor in sums of not less than one hundred dollars each, which shall be a first charge upon the whole lines, works, and plant of the Company, in such sums and at such rate of interest, and payable at such times and places, as the Directors shall direct: Provided always, that nothing in this Act shall be construed to authorize the Company to issue any note payable to the bearer thereof, or any promissory note intended to circulate as money.

Right to erect poles and wires on and over streets, &c.

Not to interfere with public traffic.

Damage to streets to be repaired.

Cutting wires in case of fire.

Capital stock.

3. The said Company may construct, erect, and maintain its line or lines of wire along the sides of and across or under any public highways, streets, bridges, water-courses, or other such places, or across or under any navigable water in or adjacent to New Westminster, provided the said Company shall not interfere with the public right of travelling on or using such highways, streets, bridges, water-courses, or navigable waters; and provided that the said Company shall not erect any pole higher than one hundred and fifty feet above the surface of the street, nor affix any wire less than twenty-two feet above the surface of the street, nor erect more than one line of poles along any street, and that the poles shall be as nearly as possible straight and perpendicular; provided also, that in so doing the said Company shall not cut down or mutilate any ornamental tree; and provided that the opening up of the street for the erection of poles, or for carrying the wires underground, the surface of the street shall in all cases be restored to its former condition by and at the expense of the Company; and provided further, that whenever in case of fire it becomes necessary for its extinction or the preservation of property that the wires should be cut, the cutting under such circumstances of any of the wires of the Company under the direction of the Chief Engineer or other officer in charge of the fire brigade, shall not entitle the Company to demand or claim compensation for any damages that might be so incurred.

4. The capital stock of the said Company shall be one hundred thousand dollars, and shall be divided into one thousand shares of one hundred dollars each; and the said capital stock may, after the whole thereof has been subscribed and at least fifty per cent. thereon paid up, be increased from time to time by resolution of the Board of Directors, by and with the consent of a majority in value of the shareholders present in person, or represented by written proxy, at any annual general meeting or at any special general meeting of shareholders called for that purpose, to such an extent, not exceeding five hundred thousand dollars additional, as the said shareholders may deem needful to carry into perfect completion and operation the whole undertaking.

5. The persons named in the first section of this Act shall be the Provisional Directors of the Company, and shall have power and authority to open stock books and to procure subscriptions for shares in the capital stock of the Company, to make calls upon the subscribers, and to cause surveys and estimates to be made, and to proceed with the construction of the works. Provisional directors.

6. The Provisional Directors shall hold office until the first general meeting of the shareholders of the Company after the passing of this Act, which said first general meeting shall be held as soon as possible after ten thousand dollars at least of the capital stock shall have been subscribed for, and twenty per cent. thereon shall have been paid in. Notice of such first general meeting shall be given to each shareholder by mail at least ten days before such meeting, and by insertion in one or more newspapers published or circulating in the District of New Westminster for ten days next before such meeting. First general meeting of shareholders.

7. The business of the said Company shall be managed by a Board of not less than three nor more than five Directors, as may from time to time be determined by the shareholders by resolution, and each such Director shall be the proprietor of at least ten shares in the capital stock of the Company, and the said Board of Directors shall be elected and hold office as hereinafter provided. Number and qualification of directors.

8. Any shareholder qualified as in the preceding section mentioned shall be eligible to office in the said Company; and no shareholder shall be liable as such beyond the amount of the stock subscribed or acquired by him for any debt contracted by the Company, or any loss or liability incurred by the Company. Limited liability.

9. The Directors of the said Company for the time being may open, or cause to be opened, stock-books for the subscription of parties desiring to become shareholders in the capital stock of the said Company in such places as they shall think fit, and all parties so subscribing shall pay ten per cent. on allotment; and the Directors may, from time to time, make calls on such shares payable at such times, in such amounts, at such places, and in such manner as they shall, from time to time, determine; but no call shall exceed ten per cent., and an interval of at least thirty days shall intervene between the time fixed for the payment of any one call and that fixed for the payment of the succeeding call. Stock-books may be opened.

10. A call shall be deemed to have been made at the time when the resolution of the Directors authorizing such call was passed, and if a shareholder fails to pay any call due from him before or on the day appointed for the payment thereof, he shall be liable to pay interest Calls.

for the same, at the rate of nine per cent. per annum, from the day appointed for payment to the time of actual payment thereof.

Company may pay interest on paid up shares.

11. The Directors may, if they think fit, receive from any shareholder willing to advance the same, all or any part of the amount due on the shares held by such stockholder, beyond the sums then actually called for; and upon the money so paid in advance, or so much thereof as shall from time to time exceed the amount of the calls then made upon the shares in respect of which such advance shall be made, the Company may pay interest at such rate as the shareholder paying such sum in advance and the Directors shall agree upon.

Notices of calls to be published.

12. All notices of calls upon the shareholders shall be given by advertisements, at least once a week for three successive weeks, in some newspaper published or circulating in the place where the head office of the Company is situate, and by mailing a notice of such call, postpaid, addressed to each shareholder liable to pay the same, at his post office address, as recorded in the books of the Company, at least two weeks before the time appointed for payment thereof.

Forfeiture of shares.

13. If after such demand or notice as hereinbefore provided any call made upon any share or shares be not paid within such time as may be limited in that behalf, the Directors in their discretion by vote to that effect, duly recorded in the minutes, may summarily declare forfeited any shares whereon such payment is not made, and the same shall thereupon become the property of the Company, and may be disposed of as the by-laws of the Company may ordain; but notwithstanding such forfeiture the holder of such shares at the time of such forfeiture shall continue liable to the then creditors of the Company for the full amount unpaid on such shares at the time of forfeiture, less any sum which may have been subsequently realized by the Company in respect thereof.

Actions for calls.

14. The Company may, if they see fit, instead of declaring forfeited any share or shares, enforce payment of all calls and interest thereon by action in any competent Court; and a certificate under their seal, and purporting to be signed by any officer of the Company, to the effect that the defendant is a shareholder, that such call or calls has or have been made, and that so much is due by him and unpaid thereon, shall be received against the defendant in all Courts as prima facie evidence to the effect.

Calls may be deducted from dividends.

15. The Directors may deduct from the dividends payable to any shareholder all such sums of money as may be due from him to the Company on account of calls or otherwise.

16. At all meetings of the shareholders each share shall entitle the holder to one vote, which may be given in person or by written proxy; but no one who is not a shareholder shall act or vote as such proxy; and no shareholder shall be entitled, either in person or by written proxy, to vote at any meeting upon any share or shares in respect to which any call is in arrear.

Votes of shareholders.

17. The first general meeting of the Company shall be held as hereinbefore provided, and in each year thereafter, on the same day, or on such day as the Company, by any by-law, may from time to time appoint, there shall be held a general meeting for the election of Directors and for such other proceedings and business as it is competent for the shareholders to deal with and determine; and ten days' notice of every such meeting shall be given in one or more of the newspapers published or circulating in the place where the head office of the Company is situate.

Annual meetings.

18. If at any time an election of Directors be not made, or do not take effect at the proper time, the Company shall not be held to be thereby dissolved; but such election may take place at any general meeting of the Company duly called for that purpose; and the retiring Directors shall continue in office until their successors are elected.

Election of directors, &c., when not elected at proper time.

19. When a vacancy occurs by the death or resignation of a Director, the vacancy shall be supplied by the remaining Directors at a subsequent meeting appointing by resolution a Director or Directors in the place or stead of the Director or Directors so dying or resigning.

Vacancies, how filled.

20. The Directors may from time to time make, alter, amend, or repeal such by-laws, rules, or regulations as they may deem necessary and proper for the management of the affairs of the Company generally; but every such by-law, and every repeal, amendment, or re-enactment thereof, unless in the meantime confirmed at a general meeting of the Company, duly called for that purpose, shall only have force until the next meeting of the Company, and in default or confirmation thereof shall, at and from that time only, cease to have force: Provided always, that only one-fourth part in value of the shareholders of the Company shall, at all times, have a right to call a special meeting thereof for the transaction of any business specified in such written requisition and notice as they may issue to that effect, and ten days' notice of every such special meeting shall be given in one or more of the newspapers published or circulating in the place where the head office of the Company is situate.

By-laws for management of company.

21. No assignment or transfer of any share shall be valid or effectual until such transfer be entered and registered in a book to be kept for that purpose by such officer as the Directors may from time to time

Transfers of shares not valid until registered.

designate: Provided, that whenever any shareholder shall transfer in manner aforesaid all his stock or shares in the said Company, such shareholder shall cease to be a member of the said corporation.

When registration may be refused.

22. The Directors may decline to register any transfer shares belonging to any shareholder who is indebted to the Company.

Penalty for malicious injuries to company's property.

23. Any person who shall wilfully or maliciously injure, molest, or destroy any of the lines, posts, or other material or property of the Company, or in any way wilfully obstruct or interfere with the working of the said electric lights or motor power, shall, on conviction thereof before any two Justices of the Peace, or functionary having the power of two Justices of the Peace, be by such Justices or functionary adjudged and condemned to pay a penalty for every such offence not exceeding one hundred dollars, together with costs; and such Justices or functionary may, on default of payment, condemn such person to be confined in any common gaol in the Province of British Columbia for a space not exceeding one calendar month, with or without hard labour.

Power to purchase, lease, &c., real estate.

24. The said Company shall have power to purchase, lease, or otherwise acquire and hold all such real estate as may from time to time be deemed requisite for the purposes of the Company, and also to sell, lease, or otherwise dispose of, and to mortgage, pledge, or incumber such real estate, or any part or parts thereof, from time to time, in such manner and on such terms as they may deem fit.

Company subject to by-laws of New Westminster City.

25. The powers given by this Act shall be exercised in conformity with the by-laws of the Corporation of the City of New Westminster.

Limited liability of shareholders.

26. The liability of the shareholders shall be limited to the amount unpaid on their shares, in accordance with and as if the Company had been incorporated under the "Companies' Ordinance, 1869," and an Act of the Imperial Parliament passed in the 25th and 26th years of the reign of Her Majesty Queen Victoria, chapter 89, intituled the "Companies' Act, 1862;" and the Company shall have all the rights and privileges conferred, and, in all things not hereinbefore provided for, conform to and be governed by the said Ordinance and "Companies' Act, 1862," save in so far as the said Ordinance and "Companies' Act, 1862," are modified or altered by this Act, or by any Act of the Dominion of Canada.

Chinese not to be employed by company or its contractors.

27. This Act is passed upon the express understanding that no Chinese, either directly or indirectly, shall be employed in or about or concerning any work or services authorized by this Act, or required by the Company to be done or performed. In the event of any Chinese being employed by the Company, the Company shall be liable, upon summary conviction before any two Justices of the Peace or



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functionary having the power of two Justices of the Peace, upon the oath or affirmation of one or more credible witness or witnesses, to a penalty not exceeding twenty-five dollars or less than ten dollars for every Chinese employed; and in default of immediate payment of the penalty the same may be levied by distress and sale of the goods and chattels of the Company. And in the event of any Chinese being employed by any of the Company's contractors or sub-contractors, contrary to the provisions of this Act, then any such contractor or sub-contractor shall be liable, upon summary conviction as aforesaid, to a penalty not exceeding twenty-five dollars nor less than ten dollars for every Chinese employed, and in case of default in immediate payment of such last mentioned penalty, the same may be recovered by distress and sale of the goods and chattels of the offender; and in default of sufficient distress, the offender may be committed to any gaol or place of confinement situate within the territorial jurisdiction of the convicting Justices, and there imprisoned for any term not exceeding thirty days; and any director or officer of the Company who causes or procures any Chinese to be employed, contrary to the provisions of this Act, or permits or connives at such employment, shall be liable, upon summary conviction as aforesaid, to the like penalties as hereinbefore in this section provided, recoverable in manner secondly hereinbefore mentioned

Penalties.

28. The offender shall be liable to separate and successive penalties for each and every day during which any Chinese shall be employed.

Successive penalties.

29. The term "Chinese," wherever used in this Act, shall mean any native of the Chinese Empire or its dependencies not born of British parents, and shall include any person of the Chinese race.

Meaning of "Chinese."

30. Upon any prosecution under sections twenty-seven and twenty-eight of this Act, evidence under oath of any witness that to the best of his knowledge and belief any person alleged to have been employed contrary to the provisions of this Act is a Chinese, shall be prima facie evidence that such person is a Chinese within the meaning of this Act, and shall cast upon the defendant the burden of proving that such person is not a Chinese. The Justices may also decide upon their own view and judgment whether any person produced before them is a Chinese within the meaning of this Act.

Evidence.

31. No conviction or warrant for enforcing the same or any other process or proceeding under this Act shall be held insufficient or invalid by reason of any variance between the information and the conviction, or by reason of any other defect in form or substance, provided it can be understood from such conviction, warrant, process, or proceeding that the same was made for an offence against some provision of this

Convictions not to be quashed for want of form.

Act, and provided there is evidence to prove such an offence, and that it can be understood from such conviction, warrant, or process that the appropriate penalty or punishment for such offence was intended to be thereby adjudged. Upon any application to quash any such conviction or the warrant for enforcing the same, or other process or proceeding, whether in appeal or upon habeas corpus, or by way of certiorari or otherwise, the Court or Judge to which such application has been made upon habeas corpus, or by way of certiorari or otherwise, shall dispose of such appeal or application upon the merits notwithstanding any such variance or defects as aforesaid; and in all cases where it appears that the merits have been tried, and that the conviction, warrant, process, or proceeding is sufficient and valid under this section, or otherwise, such conviction, warrant, process, or proceeding shall be affirmed, or shall not be quashed (as the case may be), and such Court or Judge may, in any case, amend the same if necessary, and any conviction, warrant, process, or proceeding so affirmed, or affirmed and amended, shall be enforced in the same manner as convictions affirmed on appeal, and the costs thereof shall be recoverable as if originally awarded.

Short title.

32. This Act may be cited as the “New Westminster Electric Light and Motor Power Company’s Act.”

VICTORIA, B. C.:

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