

1909, as well for the water-powers belonging to it as for those leased from the Crown.

Vested rights.

15. Nothing in this act shall be interpreted as conferring upon the company any powers that might infringe upon the rights and privileges of owners of other water-powers on the same river.

Coming into force.

16. This act shall come into force on the day of its sanction.

C H A P. 94

An Act to incorporate The Southern Canada Power Company

[Assented to 22nd December, 1916]

Preamble.

WHEREAS a petition has been presented praying for the passing of an act incorporating a company for the purpose of carrying on the business of developing, generating and distributing electricity, gas, steam or other power; and whereas it is expedient to grant the said prayer;

Therefore His Majesty, with the advice and consent of the Legislative Council and of the Legislative Assembly of Quebec, enacts as follows:

Company incorporated.

1. Clarence James McCuaig, stock broker; James McCallum Robertson, electrical engineer; Grant Johnston, stock broker; Lewis Clark Haskell, accountant, all of the city of Montreal, and Hubert Trefflé Chalifoux, manufacturer, of the city of St. Hyacinthe, together with such persons as may become shareholders in the company, are hereby incorporated under the name of "The Southern Canada Power Company".

Provisional directors.

2. The persons above named shall be the provisional directors of the said company, and they may forthwith open stock books and procure subscriptions of stock for the undertaking, receive payments on account of stock subscribed, and carry on the business of the company.

Capital stock.

3. The capital stock of the said company shall be one hundred thousand dollars, divided into one thousand shares of one hundred dollars each, subject to the increase of such capital stock as hereinafter provided.

4. The directors may, after sixty per cent of the stock has been subscribed for and fully paid up, increase the amount of the capital stock from time to time to any amount up to six million dollars which they consider requisite for the due carrying out of the objects of the company; but this increase shall not take place until a by-law of the board of directors deciding the same has been approved by the votes of shareholders representing at least two-thirds in value of all the subscribed stock of the company at a special general meeting of the company duly called for considering the same, and on payment of the fee calculated on the amount of the proposed additional capital stock, according to the tariff of fees in force at the time respecting the incorporation of companies by letters patent.

Increase
in capital
stock.

5. The head office of the company shall be at the city of Montreal.

Head office.

6. The first general meeting and the subsequent annual meetings of the said company shall be held on the second Monday of January of each year, or at such other date as may be fixed by the board of directors.

Meetings of
of share-
holders.

7. Article 5963 of the Revised Statutes, 1909, is replaced for the company by the following:

R. S., 5963,
replaced for
the co.

“5963. The number of directors of the said company shall not be less than five or more than fifteen, three of whom shall form a quorum, unless otherwise provided by the by-laws of the company.

Directors.

8. The company may:

a. Acquire, own, construct, develop, use and operate water powers in the Province of Quebec, south of the river St. Lawrence, or on or adjacent to the south shore of the river St. Lawrence, in the counties of Chambly, Yamaska, St. Hyacinthe, Bagot, Rouville, St. Johns, Iberville, Missisquoi, Brome, Shefford, Sherbrooke, Stanstead, Compton, Richmond, Drummond, Vercheres, Richelieu, Naperville and Laprairie, and, within the same territory, construct, develop, operate and maintain works, canals, raceways, water courses, dams, piers, booms, dykes, sluices, conduits, transmission and distributing systems, and buildings, in connection therewith; save that the company shall not have the right to sell or distribute electric current within a radius of thirty miles from Disraeli, and moreover that no work coming within the provisions of this act shall be done upon any public or private lands or waters until the com-

Powers.

pany has obtained from the Crown, the corporation or the person who is owner thereof, the right to do the same;

b. Manufacture, produce, generate, buy, sell, supply, distribute, deal in and dispose of gas, electricity or any other source of heat, light or power, and all kinds of apparatus and supplies used in connection therewith, as well as any by-products arising therefrom, and carry on the business of a light, heat and power company in all its branches; and, for the purposes of its undertakings only, construct and operate telegraph and telephone lines wherever the company has established transmission lines, pipes or conduits;

c. Provide, purchase, lease or otherwise acquire and construct, lay down, erect, establish, operate, maintain and carry out all necessary works, including stations, engines, machinery, plant, conduits, cables, wires, pipes, towers, post pillars, lines, generators, accumulators, lamps, motors, transformers and apparatus connected with the generation, accumulation, purification, distribution, supply, sale, use and employment of electric, pneumatic or hydraulic power, or heat or light or gas;

d. Construct, acquire, own, use and operate mills, factories or other works for the manufacture of any commodity whatever, or carry on any other business which may seem to the company capable of being conveniently carried on in connection with any of the powers or objects of the company;

e. Acquire, hold, lease and use, alienate and convey all other property, real or personal, including patents of invention or licenses for any process or manufacture, that may be deemed useful in connection with any of the works or operations which the company is authorized to carry on;

f. Subscribe for, purchase or otherwise acquire in whole or in part the shares, bonds, debentures or other securities of any other company any of whose powers are within the scope of those of the company, and may pay for the same, in whole or in part, in shares, bonds, debentures or other securities of this company, and may hold, sell or otherwise deal in the shares, bonds, debentures or other securities so purchased, and, while holding the same, may exercise all the rights and powers of ownership thereof, including the voting powers thereof, and may guarantee payment of the principal of or dividends and interest on the shares, bonds, debentures or other securities of any other company;

g. Acquire, lease and use, hold and operate and dispose of the works or undertakings, in whole or in part, and exercise the charter rights and franchises, privileges and other rights of any company any of whose powers are within the scope of those of the company; and may amalga-

mate and consolidate with any such company, and exercise the powers, franchises, rights and privileges of such company under its own name or the name of such company, in the territory where such company or this company is authorized to carry on its operations.

9. The company may make such arrangements and regulations respecting the conversion and exchange of its stock, mortgage bonds, debentures and other securities into and for debenture stock, and for the re-exchange and re-conversion of the same by the respective holders thereof, as are deemed expedient. Conversion and exchange of stock, &c.

10. The company may sell, lease, exchange, dispose of, turn to account or otherwise deal with the property, rights, franchises and undertakings of any company it may have acquired, or any part thereof, for such consideration as the company may think fit, and in particular for shares, bonds, debentures or securities of any other company any of whose powers are within the scope of those of this company. Stock of other companies.

11. The company may invest and deal with the moneys of the company not immediately required, upon such securities and in such manner as may, from time to time, be determined. Investment of monies of co.

12. The company may establish and support, or aid in the establishment and support of associations, institutions, funds, trusts and conveniences calculated to benefit the employees or ex-employees of the company, or the dependents or connections of such persons, and to grant pensions and allowances and to make payments towards insurance. Benefit associations, &c.

13. The company may avail itself of the provisions of articles 7287 and following of the Revised Statutes, 1909, as well for their own water power as for those leased from the Crown. Certain provisions applicable.

14. The company may, as often as it thinks proper, within the territory defined in section 8 of this act, upon obtaining the consent of the municipal council of the municipality affected, enter upon and construct under or over streets, squares, highways and bridges or other public places, all such pipes, lines, conduits, poles and other constructions as may be necessary for the purposes of its business, such work to be performed with as much ex- Right to enter upon highways, &c.

petition as possible, under the supervision of the municipality in which such work may be situated.

Application
to Quebec
Public
Utilities
Commission.

If the municipal council of any such municipality refuses or neglects to give such consent, or if such council imposes conditions which the company deems unjust, the Quebec Public Utilities' Commission shall have jurisdiction to refuse or grant such consent, and to prescribe the conditions to be observed by the company; and upon compliance therewith, the company may enter upon and construct, under or over such streets, squares, highways, bridges or other public places, such pipes, lines, conduits, poles and other constructions as may be necessary or proper for the purposes of its business. The provisions of this paragraph shall not apply to the city of Sherbrooke, nor to the towns of East Angus and Bromptonville.

Exception
as to certain
places.

Discontin-
uance of
service in
certain case.

15. If any person supplied by the company neglects to pay the rent, rate or charge due to the company at the time fixed for the payment thereof, the company or any person acting under its authority, on giving eight days previous notice by letter mailed to the address appearing in the company's books, may stop the supply to the person in arrears, by any means the company or its officers may see fit to use; and the company may recover the rent or charges then due, together with the expense of cutting off the gas or electricity, notwithstanding any contract to furnish for a longer time.

Removal of
apparatus,
&c.

16. In every case where the supply of gas or electricity or other kind of light, heat or power may be cut off or taken away from any house, building or premises, the company, its agents or workmen, may enter the house, building or premises, between the hours of nine o'clock in the forenoon and six in the afternoon, and may remove and take away any pipes, wires, lamps, meters, motors and other appliances and apparatus which are the property of the company.

Apparatus,
&c., not
liable to
seizure.

17. The pipes, wires, lamps, meters, motors and other appliances and apparatus of any kind of the company, shall not be subject or liable to the payment of rent or any other privilege, 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 whom, or for whose use, or for the of whose house, building or premises the same may be use supplied by the company, notwithstanding the actual or apparent possession thereof by such person.

18. In the event of this company acquiring the undertaking and assets of Southern Canada Power Company Limited, a company incorporated by letters patent and having its head office and chief place of business in the city of Montreal, the provisions of the trust deed passed before Robertson Walton Gibb, notary, on the 24th day of September, 1913, between said Southern Canada Power Company, Limited, and The Montreal Trust Company, —whereby it is provided that any conveyance, transfer or lease of all or part of the mortgaged premises covered by the said trust deed shall be upon such terms as to preserve and not to impair the lien, charge and security created by the said trust deed,—are hereby given effect to in the manner following:

Provisions of trust deed given effect to in certain case.

The acquisition by this company of the undertaking and assets of the said Southern Canada Power Company Limited, or any part thereof, shall make this company liable to the trustee of the said trust deed for the full performance of all the covenants, terms, stipulations and conditions contained in the said trust deed on the part of the said Southern Canada Power Company, Limited, to the same extent and in the same manner as if this company had formally entered into the said trust deed in place of or in addition to the Southern Canada Power Company, Limited; and the mortgage and hypothec created by the said trust deed shall be of the same force and effect, and shall be enforceable against this company and its property to the same extent as if this company had entered into a trust deed in the terms of the said trust deed; and the holders of the bonds secured by the said trust deed and their trustee shall be entitled, as against this company and its property, to the lien, charge and security and to all the remedies provided by the terms of the said trust deed, without the execution or registration of any further or other deed, document or thing whatsoever.

Effect of trust deed in certain case.

19. The provisions of the Joint Stock Companies' General Clauses Act and amendments thereto, shall apply to this company, except in cases of derogation therefrom by this act.

Provisions applicable.

20. This act shall come into force on the day of its sanction.

Coming into force.