

CAP. LXIX.

An Act to incorporate the Hull Electric Company.

[Assented to 12th January, 1895.]

Preamble.

WHEREAS the persons hereinafter named have, by petition, represented that they propose to form a joint stock company, for the purpose of manufacturing, generating, dealing in and supplying electric and other illuminants, power and heating, and all appliances connected therewith, with the right to construct and maintain all buildings and works necessary or incidental thereto, and also electric railways and tramways at and between certain points in the county of Ottawa to be hereinafter named, and for other purposes connected with electricity, and have prayed for an act of incorporation; 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 Legislature of Quebec, enacts as follows:

Persons incorporated.

1. Théophile Viau, contractor, Jacques P. DeMartigny, banker, Stanislas Aubry, mill-wright, all of the city of Hull; Alexandre Bourgeau, capitalist, of the city of Montreal, and Charles L. DeMartigny, physician, of the town of St. Jérôme, and all other persons who now are or may hereafter become shareholders, shall be and are hereby created a body politic and corporate, under the name of "The Hull Electric Company," hereinafter called the company, with power to acquire property, moveable and immovable, and the same to lease, alienate and otherwise dispose of, and to hypothecate in favour of trustees or otherwise.

Name.

Powers.

Head office.

2. The head office or principal place of business of the company shall be at the city of Hull, but may be changed to such other place as may be determined upon at a general or special meeting of shareholders.

Capital stock.
Shares.

3. The capital stock of the company shall be one hundred thousand dollars, divided into one thousand shares of one hundred dollars each.

Increase of
capital stock.

Such capital stock may be increased, from time to time, by a vote of the majority in value of the shareholders present in person or represented by proxy at any meeting called for such purpose, to an amount not exceeding five hundred thousand dollars.

When company may commence operations.

As soon as the sum of ten thousand dollars of the capital stock shall have been subscribed and the sum of one thousand dollars paid on account thereof, the company may

begin its operations and works ; and the directors, or a majority of them, shall call a first general meeting of shareholders, at the head office or principal place of business of the company, as provided by section 7, by notice sent by registered letter to each shareholder, at least eight days before such meeting.

Calling of first meeting for election of directors.
Notice therefor.

4. Théophile Viau, Jacques P. DeMartigny, Stanislas Aubry, Alexandre Bourgeau and Charles L. DeMartigny shall be the first or provisional directors.

Provisional board of directors.

5. The provisional directors shall remain in office until the first election of directors under this act.

Term of office of provisional board.

6. The provisional directors may fill any vacancies occurring in the board of provisional directors, open stock subscription books, ask for subscriptions to the said capital stock, and take and obtain the same, make calls on account of such stock, cause maps, plans and surveys to be made, and begin the operations necessary to build and equip the said railways, tramways, lighting, heating and power works, and other things provided for by this act.

Powers of provisional board.

7. The first general meeting of shareholders for the election of directors shall be held on the first Wednesday of March after the passing of this act, and the directors elected thereat shall hold office until July, 1896, and, thereafter, until their successors are elected and enter into office.

When first meeting for election of directors to be held and term of office of directors elected thereat.

8. The general meeting of shareholders for the purpose of electing directors shall take place, each year, on the first Wednesday of July, at the head office or chief place of business of the company, at such hour and time as may be indicated in the notice of meeting, which notice shall be sent by registered letter, to the address of each shareholder, as such address appears in the stock-book of the company, posted at least one month before the date of the meeting ; such notice shall, also, be published during a period of ten days in two newspapers of the district in which the head office is situate.

Annual general meeting, when and where to be held.

Notice therefor.

9. Any default in holding such general meeting shall not dissolve the company ; but the directors shall, in such case, remain in office until replaced at a subsequent meeting, called, at any time, in the same manner as the annual meeting.

Provision if annual election not held.

10. The board of directors, to replace the provisional directors, shall be composed of seven members, five of whom shall constitute a quorum.

Number of directors.

Quorum.

President and vice-president. They shall choose, from their members, a president and vice-president.

Qualification of directors. **11.** No shareholder shall be appointed or elected a director, unless he holds and owns, in his own name, at least twenty shares of the capital stock upon which all calls and instalments have been paid.

Vacancies in board. **12.** The directors, or a majority of them, may fill any vacancy in the board of direction caused by death or resignation, by choosing a shareholder having the requisite qualifications; the directors so chosen shall remain in office until the next following annual meeting.

Calls. **13.** The directors may, from time to time, make such calls upon the shareholders on account of their stock, in such proportions as may be deemed expedient; provided, such calls do not exceed ten per cent of the capital stock, and shall be exigible only after a notice of one month sent by registered letter to each shareholder.

Amount limited. Notice to pay.

Power to generate, &c., electricity, gas, &c. **14.** The company may generate, manufacture and deal in electricity for heating, power and illuminating purposes, gas, natural and artificial, and other illuminants, and all appliances for the supplying of the same or connected therewith, and may lay its wires and pipes underground, or its wires, pipes, poles and other appliances on the surface, as the same may be necessary or expedient, in so many streets, squares, highways, lanes and public places, in such cities, towns, villages, parishes and townships or parts of townships in the county of Ottawa as may grant franchises to the company, for the purposes of supplying electricity and gas, natural or artificial, for light, power and heating; the whole, however, without doing any unnecessary damage, and provided that all proper facilities for free passage through the said streets, squares, highways, lanes and public places be afforded while the works are in progress.

Proviso.

Power to erect above ground poles, &c. **15.** The company may also erect above ground, and above buildings, with the permission of the proprietor, all requisite constructions, including posts and all supports for conducting the wires and electricity or other power along or across public roads and highways, or over any water-courses in the said county, city, town, villages and townships; providing that the public shall not be put to inconvenience in using such roads or water-courses, and that navigation shall not be interrupted; the whole subject to the consent of the council of the municipal authorities and proprietors of such public roads and highways.

Proviso.

16. The company may lease, sell or dispose of any surplus water which it may not require. Power to sell surplus water.

17. The company may construct, build, maintain and operate tramways and railways, with single or double track, either upon the surface of the ground or as elevated roads, from and to any point or points in the city of Hull, town of Aylmer and village of Gatineau Point, in the said county of Ottawa, and between such city, town and village, and use as motive power, animals or electricity. Power to build tramways, &c.

It shall be lawful for the company to make arrangements with any other railway and tramway companies, and unite its tramways or railways with any such railway or other tramway, at any point of its or their road, and run upon the lines of such railway or other tramway; and to make such arrangements with other railway and tramway companies for such purposes, as shall be mutually agreed upon, and to allow such other companies to run upon the lines of its own railways and tramways; to acquire the property, rights, franchises, privileges, rolling stock and material of such other companies, or lease the same, in whole or in part; and, to sell, lease or transfer its railways, tramways and branches, lighting, heating and power system, and all interest it holds therein, in whole or in part, to other companies, upon such conditions as it deems advisable. Power to unite with and cross other roads. Acquire rights and franchises.

18. The company may build bridges, for the purposes of its railways, and the said railways or tramways and branches may be built by sections, in any order suitable to the company. Power to build bridges, &c.

19. The company may acquire the ownership or use of any patents in respect of electricity, gas and other illuminants or motive power, and may issue paid-up shares and bonds or debentures in payment of such purchase or contracts, and also for all services for which it shall be obliged to pay, as well as in payment for all rights of way, plant, charters and franchises, rolling stock and material, and all moveable and immovable property acquired; and may also manufacture machines, covered by such patents of which the company has acquired the ownership. Power to acquire patents and issue paid-up shares or bonds for such purpose.

Such issue and giving of paid-up shares and bonds and debentures shall be binding upon the company; and paid-up shares so issued shall not be subject to assessment or any call made by the company. Issue to be binding on company, &c.

20. The company may acquire, receive, lease and possess all lands necessary to provide supplies of gravel, stone, sand and such things, for the works, sheds, store-houses and other Power to acquire lands, &c., for supplies of gravel, &c.;

objects of the company, and may sell or otherwise dispose of such lands or any part thereof when no longer required ; acquire, receive, lease and possess lands and sites for the building and erecting, maintenance and equipment of stations, sheds, warehouses, workshops, power-houses, elevators, docks and landings, platforms, parks, pleasure grounds, enclosures, rings and tracks for athletic games, horse and other races, office buildings, and for all other buildings and plant and appliances in connection with such railways, tramways, light, heat and power establishment ; purchase, lease, barter, exchange, or otherwise hold and acquire all property, moveable and immovable, and all rights, privileges, water-powers and franchises or advantages which may be necessary or useful for the business of the company, and lease, sell, alienate or otherwise dispose of, mortgage or hypothecate the same, in favour of trustees or otherwise ; construct, build, equip and improve all dams, locks, bulk-heads, sluices, gates, canals, wells, water-ways and other like things in order to generate power, by electricity or otherwise, for the purposes of the company, and which may be required for the purpose of their work ; and develop such water-powers, either on the bank or in the bed of the stream.

Acquire land for building purposes,

Water-powers, &c. ;

Construct dams, &c.

Power of company for such purpose.

The company may for such purpose, enter upon any survey lots on the line of rapids or water-ways, and may make all bridges and intersections and crossings, whether across, over or under public or private grounds, or any aqueduct or canal, and may erect all constructions requisite to improve the water-power and supply of water at rapids or other places on the stream, in so far as such powers may be granted by this Legislature ; take and hold shares in the capital stock of other incorporated companies, and sell and dispose of the same, and amalgamate with other companies or any company having rights and privileges similar in whole or in part.

Power to borrow.

21. It shall be lawful for the company to borrow, in Canada or elsewhere, at such rates of interest as the directors may agree upon, on bonds or debentures issued by the company, such sum of money, from time to time, as may be necessary to build, construct, maintain, equip, complete and operate the said railways, tramways, light, heat and power systems and works, and other things authorized by this act ; provided, however, the amount of such bonds or debentures shall not exceed thirty thousand dollars per mile for each mile of said railways and tramways, with an additional sum of one hundred and fifty thousand dollars for constructing, equipping and completing the said light, heat and power works.

Proviso as to amount.

Power to borrow on payment of

On payment, in whole or in part, of such bonds and debentures, it shall be lawful for the company to again

borrow, up to the amount so paid off, and so on, from time to time, to re-borrow, provided that the total sum borrowed shall not exceed the amounts aforesaid. original bonds.

For securing the repayment of the money so borrowed, with interest and accessories, the company may hypothecate, secure and assign their property, moveable and immoveable, their rates, revenues and rents, and also future calls on the shareholders of the company. Company may hypothecate property to secure bonds.

Such bonds and debentures may be in such form as the directors may determine; Form of bonds.

The bonds and debentures shall rank equally, and the holders thereof shall be secured by privilege. Privilege.

All such bonds, debentures, obligations, hypothecs and other securities, authorized by this act, as well as all coupons and certificates for interest thereon, may be made respectively to bearer; in such case, they may be transferred by simple delivery, and the holders may sue in their own name for the recovery thereof. Bonds may be payable to bearer. Transfer in such case.

22. The company may hypothecate and pledge its property, moveable and immoveable, in favour of one or more trustees, for the lenders or debenture-holders, or in favour of any company, corporation, bank or other person, whether such person be a member or shareholder of the company created by this act or not, the whole on the approval of the shareholders by resolution adopted at a special general meeting; and, for such purpose, the company may execute all deeds necessary, in such form as may be agreed upon between the company and the other contracting party or parties. Power to mortgage or pledge property to trustees.

23. It shall be lawful for the company to make, draw, subscribe, sign, endorse and accept promissory notes to order and bills of exchange. Power to make, &c., promissory notes, &c.

Such promissory notes and bills of exchange made, drawn, subscribed, signed, endorsed and accepted by the president or vice-president, or other officer duly authorized to such end by the regulations of the company, and countersigned by the secretary, shall be binding upon the company. Notes to be binding on company.

No seal shall be required on such promissory notes and bills of exchange, and they shall be held to have been validly made until the contrary be shewn. Seal not required, &c.

The president, vice-president, secretary or other authorized officer shall not be personally liable on any such notes or bills of exchange which fulfil the above conditions. Officers signing not personally liable.

24. The grant to the said Théophile Viau, heretofore made by the corporation of the city of Hull, and its council, of certain franchises and privileges, including among others, for a period of thirty-five years, the exclusive right and privilege of constructing and equipping an electric railway Certain grant, &c., ratified.

in the city of Hull, and in and upon the streets thereof, and of making all erections and works necessary for the same, and also the exclusive right and privilege, for the period of thirty-five years, of furnishing and supplying electric light to the corporation of the city of Hull and to the inhabitants thereof, and to all industries and manufactories that are established or may be established therein, and of erecting such poles, apparatus, appliances and electric machinery in the city of Hull and the streets thereof, as may be necessary for such purposes and for the due development and distribution of such light, and including the right, privilege and franchise of supplying, selling, and leasing such heat and motive power, generated by electricity or otherwise, to the inhabitants, industries, manufactories and dwellings and other buildings that may require the same, or whose owners may require the same, and of making such erections and structures in the city of Hull and in the streets thereof as may be necessary for such purposes; and the exemption of the railway and works, and all machinery, plant and other property, moveable and immoveable, and other things connected therewith or used in connection with the same, from municipal taxes and rates for the period of fifteen years, and the by-law containing the same, and the provisions thereof, that is to say: by-law number 61 of the corporation of the city of Hull, and its council,—are declared to be legal and valid, and the said franchises, privileges, rights and exemptions therein contained are declared legal and binding upon the corporation of the city of Hull.

Rights of
shareholders.

25. The shareholders of the company, whether British subjects or foreigners, residing in Canada or elsewhere, shall have equal rights and privileges; and may hold shares, vote by reason thereof, and be eligible for any office as directors or otherwise of the company.

Municipal
corporations
may subscribe
to shares and
make grants
to company,
and exempt it
from taxation.

26. Notwithstanding any provision of law to the contrary, or the absence of any law authorizing it to that effect, any corporation, township or part of township, parish, and any municipality interested in the construction of the proposed system of railways, tramways, lighting, heating and power, may subscribe for and hold shares in the capital stock of the company, make and give grants of money or lands, exemptions from taxes and other benefits and advantages, in order to aid and facilitate the building and equipment of the said system; and the councils of such municipalities are hereby authorized to make with the company such agreements, contracts, and deeds as they deem advisable.

27. 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 makes 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 for connecting with company's wires without consent.

28. 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 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, nor more than one hundred dollars, and shall also pay all charges necessary for the repairing or replacing of the said wires, pipes, engines or appliances, and double the value of any electricity, gas or other manufacture which has been so wrongfully consumed.

Penalty for damaging company's property, &c.

29. If any person, supplied by the company 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 or any person acting under its authority, on giving forty-eight hours' previous notice, may stop the supply of electricity, gas or other manufacture from entering the premises of the person in arrears, as aforesaid, by cutting off the supply thereof, and by any such other means as the company or its officers see 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; provided, however, that, in the event of any electric, telephone, telegraph or gas companies or municipal authorities deeming it necessary to do underground work, which might expose any wires of the company, it shall be lawful for such other company or municipality to do so without incurring the penalty above mentioned, if it gives notice to the company, at its office, of its intention to perform such work, before beginning the same.

Power of company to cut off supply if rates not paid, and proceedings for such purpose.

Proviso.

30. Neither the wires, pipes, lamps, nor other appliances, nor apparatus of any kind of the company, shall be subject to 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

Company's property not liable to seizure on other person's property.

for the debt of any other person to or for whose use or for the use of whose household or building the same may be supplied by the company, notwithstanding the actual or apparent possession thereof by such person.

Power to enter premises and remove company's property when supply has been cut off.

31. In every case where the company may cut off and take away the supply of electricity, gas or other manufacture, 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, 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.

Power of company's servants to enter premises for such purpose.

Any servant of the company, duly authorized, may, between the hours aforesaid, enter into any house or premises in which electricity, gas or other manufacture has been taken from the company, for the purpose of repairing or examining any such wires, pipes, meters, lamps or other appliances; and if any person refuses, without any reasonable cause, to permit the servants and officers of the company to enter and perform such acts, he shall incur a penalty, in favour of the company, for every such offence, not exceeding forty dollars, and further a penalty of four dollars, for every day during which such refusal continues.

Penalty if entrance is refused.

Recovery of penalties.

32. All penalties, forfeitures or fines imposed or permitted by this act, may be sued for and recovered by the company, either before the Superior or Circuit Court, according to the amount thereof, or before any justice of the peace in the district where the offence has been committed.

Certain articles of R. S. to apply to company.

33. The provisions, concerning expropriation and other matters, of the law respecting railways, being section twelve of chapter three of title eleven of the Revised Statutes, including articles 5125 to 5222 inclusively, and all amendments thereto, are incorporated in this act, except in so far as they are inconsistent with any provision thereof.

Certain other provisions also to apply.

34. The provisions of the Joint Stock Companies' General Clauses Act shall form part of this act, except in so far as they are inconsistent with any provision thereof.

When works on railroads and tramways to be commenced and be completed.

35. The building of the railroads or tramways of the company shall be commenced within two years and be completed within five years from the sanction of this act.