

Laws of Her Majesty's Province of Newfoundland, passed in the year 1853.

16 Victoria – Chapter 10

An Act to Incorporate a Company under the Style and Title of “The St. John's Mutual Gas-Light Company.” (Passed 15th June, 1853.)

Whereas the Lighting of the Streets, Houses, and Public Places of the Town of St. John's with Gas at a cheap rate would be of great public advantage; and whereas the several Persons hereinafter named are desirous of being united into a Company for carrying into effect the purpose aforesaid, but the same cannot be effectually accomplished without the authority of the Legislature:

Be it therefore enacted, by the Governor, Council, and Assembly, in Legislative Session convened, as follows:

I. That James Douglas, Nicholas Mudge, Samuel Knight, Charles Loughnan, Michael Scanlan, Thomas Murray, Patrick Jordan, Henry Simms, John J. Dearin, William J. Ward, Maurice Prendergast, Patrick Power, James A. Whiteford, Andrew Blackwood, Pierce Grace, William L. Solomon, John Rawlins, William T. Parsons, Alfred Dearin, James J. Graham, Thomas McMurdo, James Murray, Bernard Duffy, and their respective Successors, Executors, Administrators and Assigns, and all such other Persons as may have associated with them for the purpose aforesaid, and also all such other Persons as shall hereafter become Stockholders in the Company hereby established in manner hereinafter provided, and their respective Successors, Executors, Administrators and Assigns, shall be and they are hereby united into a Company for the purpose aforesaid, and shall be a Body Corporate and Politic, in Law, in Fact, and in Name, by the style and name of “The St. John's Mutual Gas Light Company,” and by that name shall have perpetual succession and a Common Seal, with power to alter the same; and shall and may by such name be capable at Law and in Equity to sue and be sued, implead and be impleaded, answer and be answered unto, in all Courts and places whatsoever; and shall and may purchase, hold, receive, enjoy, lease, assign, and convey, any Lands and Tenements, Goods and Chattels, and to do and execute all other things, in and about the same, as may be necessary for the advantage of the said Company; and also that they, the said Company, or the major part of the members thereof, shall and may, from time to time, and at all times, have full power and authority to ordain, make, amend and establish all such rules, ordinances, and bye-laws, and to do and perform oil such other acts, deeds, matters, and things whatsoever, as may be necessary for the good Government of the said Company, and as to them as such Body Politic and Corporate shall appertain to do: Provided always, that the said Lands, Tenements and Hereditaments to be holden by the said Company shall not exceed in yearly value the sum of One Thousand Pounds: And provided also, that such rules, ordinances and bye-laws shall not be in any wise inconsistent with the true intent and meaning of this Act, nor repugnant to the laws of this Colony.

II. The said Company may raise and contribute among themselves, as the original Capital or Joint Stock thereof, a sum not exceeding in the whole Five Thousand Pounds, in One Thousand Shares of Five Pounds each; and such sum shall be paid by the Stockholders respectively, at such times and in such manner as the Directors of the said Company may from time to time appoint, and shall be

appropriated to the purpose of constructing, completing and maintaining the Gas Works of the said Company, and for carrying into effect the purposes of this Act: Provided always, that whenever the business of the said Company shall be thought to require a further and additional amount of Capital Stock, it shall and may be lawful for the said Stockholders, at any General or Special Meeting to be called for that purpose, and of which due notice of not less than Twenty Days shall be first given in two of the Newspapers published in this Colony, of which the "Royal Gazette" shall be one, to increase the said Capital Stock of the said Company by a further sum, not at any time exceeding Five Thousand Pounds in Shares of Five Pounds each; and such additional Stock may be paid and added either in one gross amount, and at one time, or at two or more distinct and separate times, and in such amounts severally, as shall be resolved and agreed upon at the said or at any subsequent meeting of such Stockholders to be called as aforesaid for that purpose; and if any Share or any part thereof shall not be paid in accordance with the terms of this Act, or of the bye-laws, rules and regulations of the said Company, it shall and may be lawful for the said Company to sue for and recover such Shares or such part thereof by Suit or Action in any of the superior Courts of Record in this Colony against any Shareholder who shall make default in payment of any such share or part thereof as aforesaid.

III. As soon as Five Hundred Shares shall be taken up and subscribed of the said Capital Stock, the first General Meeting of the Stockholders shall be holden at such place as the majority of them shall appoint; Fourteen days' notice of the time and place of such Meeting being first given in one or more of the Public Newspapers of this Colony, of which the "Royal Gazette" shall be one; and such Meeting shall appoint Nine Persons, being each a Proprietor of Five or more Shares in the said Company, to be Directors thereof, and shall thereupon make, ordain, and establish such rules and bye-laws for the good conduct and management of the affairs of the said Company, and the carrying into effect the purposes of this Act, as may be deemed necessary.

IV. The said Directors so to be appointed as aforesaid, shall commence the operations of the said Company, and shall continue in office until the Second Monday in May, 1854; and that on the Second Monday in May in that year, and on the Second Monday in May in each succeeding year, a General Meeting of the Stockholders of the said Company shall, upon due notice as aforesaid, be holden, at which Meeting the Directors for the then past year shall exhibit a full and detailed statement of the affairs of the said Company, and such Meeting shall thereupon proceed to audit the accounts so exhibited, to declare a dividend thereon, to elect Directors for the then ensuing year, and transact such other business as may then be brought before them.

V. Five Members of the said Board of Directors, including the President or Vice-President of the Company, to be appointed as hereinafter prescribed, shall be a quorum for the transaction of all the business of the Company; and that as soon after their election as may be, such Directors shall by a majority of votes appoint a President and a Vice-President; and that in case any vacancy shall previously to any such Annual Meeting aforesaid, arise by the death, resignation, or absence from the Colony of any member of the said Board, the remaining Directors shall be and they are hereby authorized to fill up such vacancy from among the Stockholders of the said Company, and the person appointed to such vacancy shall continue in office until the time of the holding of the next Annual Meeting of Stockholders.

VI. The Directors for the time being shall have power to appoint such Officers, Clerks and Servants, as they shall think necessary for executing the business of the said Company, and shall allow them such compensation for their respective services as may be reasonable and proper,—all of which, together with all other contingent expenses, shall be defrayed out of the funds of the Company; and the said Directors shall likewise exercise such other powers and authorities for the well regulating the affairs of the said Company, as shall be prescribed by the bye-laws and regulations thereof.

VII. On every occasion when the votes of the Stockholders are to be given, in conformity with the provisions of this Act, each Stockholder shall be entitled to one vote for every share he shall have in the Capital Stock of the Company; and that in every case where, upon any question being under the consideration of the Board of Directors, the number of votes for or against such question shall be equal, the President shall have a Casting vote: Provided always, that no Stockholder of the said Company shall in any case be entitled to more than Twenty-five votes.

VIII. All Stockholders resident within this Colony or elsewhere may vote by Proxy; Provided that such Proxy be a Stockholder, and do produce a sufficient authority in writing from his Constituent so to act.

IX. All and every the Shares in the Capital Stock of the said Company, and all profits and advantages thereof, shall be personal estate, and transmissible and assignable as such according to the rules and regulations to be established in that behalf: Provided always, that no assignment or transfer of any Share shall be valid or effectual until such transfer or assignment be entered and registered in a book to be kept for that purpose by the Company: And provided also, that whenever any Stockholder shall transfer in manner aforesaid all his Stock or Shares in the said Company to any other person or persons, such Stockholder shall cease to be a member of the said Company.

X. The Shares in the Capital Stock of the said Company shall be liable to Attachment and Execution in like manner as other personal property now is, and the process or warrant in such cases respectively shall be served on the President or Vice-President of the Board of Directors, and such service shall bind the Shares of such Stockholder to the extent of such Attachment or Execution; and that for the purpose of ascertaining the number of Shares held by any Stockholder against whom any Attachment or Execution may have issued, such President or Vice-President, or any Director or Officer of the said Company, may be examined in like manner as any third person having in his or her possession any Monies, Goods, Debts, or Effects of any Defendant may now be examined; and upon Sale by the Sheriff of any such Shares under any such Execution, or under Execution issued upon a Judgment obtained in the cause wherein the attachment shall have been made on mesne process, the Clerk of the said Company shall, on production of a Bill of Sale from the Sheriff, transfer the number of Shares by him sold under such execution to the purchaser or purchasers thereof, and such transfer shall be valid and effectual to all intents and purposes: Provided that when the attachment shall have been made under a Writ of Execution, the sale by the Sheriff shall be made within Thirty Days after the warrant shall have been left with the President or Vice-President; and when the attachment shall have been made under mesne process, the same shall be made within Thirty Days after such time as the Plaintiff could have signed Judgment in the cause in which such attachment on mesne process shall have issued: And provided also that the proceeds of such sale shall be subject and liable in the first instance to any debt that may be due from the said Defendant to the said Company.

XI. The holders of Stock in the said Company shall be chargeable in their private and individual capacity, for the payment of all Debts due at any time from the said Company in proportion to the Stock they respectively hold: Provided however, that in no case shall any one Stockholder be liable to pay a sum exceeding the amount of the Stock then actually held by him: Provided nevertheless, that nothing previously herein contained shall be construed to exempt the Joint Stock of the said Company from being also liable for and chargeable with Debts and Engagements of the same.

XII. On any dissolution of the said Company, immediate and effectual measures shall be taken by the Directors then in office for closing all the concerns of the said Company, and for dividing the Capital and Profits thereof, which may remain after the discharge of all existing debts and liabilities, among the Stockholders, in proportion to their respective interests: Provided that such Stockholders shall be chargeable in their private and individual capacities for the payment and discharge of all then existing debts and liabilities of the said Company in proportion to the stock they shall then respectively hold; subject, however, to the proviso mentioned in the preceding Section of this Act: Provided however, that such liability shall continue for Two Years only from and after the time of such dissolution.

XIII. Any number of Stockholders, not less than Ten, who together shall be proprietors of Fifty Shares, shall have power at any time to call a General Meeting of Stockholders, for purposes relating to the business of the said Company, giving at least Ten Days' notice, in two of the Newspapers published in this Colony, of which the "Royal Gazette" shall be one, and specifying in such notice the time and place of such Meeting and the objects thereof; and the Board of Directors, or any Five of them, shall have the like power at any time, upon observing the like formalities, to call a General Meeting as aforesaid.

XIV. It shall be lawful for the said Company, and they are hereby empowered, from time to time, to break up, dig, and trench so much and so many of the Streets, Squares, and Public Places of the said Town of St. John's, commencing at the Works of the said Company, or such other places as may be expedient, and running throughout the said Town and Suburbs, as may be necessary for laying or taking up the Mains and Pipes, to conduct the Gas from the Works of the said Company to the places where the same is to be consumed, or for carrying away the wastings of the said Works: and also from time to time to cause such lamps, lamp-irons, or lamp posts, or other posts, to be placed, fixed, put up or erected within or upon all or any of the said Roads, Streets, and Places, as they shall think proper, doing no unnecessary damage in any of the premises, and taking care, as far as may be, to preserve a free and uninterrupted passage through the said Streets, Squares, and Public Places, while such works are in progress, placing guards or fences with lamps during the night, and taking such other precautions as may be necessary for the prevention of accidents by any openings, and finishing and replacing the said Streets, Squares, and Public Places, in as good condition as before the commencement of the works, without any unnecessary delay; and that in case of the neglect of any of the duties herein prescribed, the said Company shall be subject to pay a fine of Five Pounds over and above such damages as may be recovered against the said Company in any civil action.

XV. All the Main Pipes to be laid down by the Company for the conveyance of Gas in or under any Streets, Lanes, or other public passages or places within the town or suburbs of St. John's, shall be laid at the distance of not less than three feet, where it shall be practicable so to do, from the nearest part

of any Main Pipe already laid down or used for the conveyance of Gas or Water, in or under such Streets, Lanes, or other Public Places within or adjacent to the said Town, and to run parallel with the same; and in cases where it shall be unavoidably necessary to lay the Branch Pipes across any of the Branch Gas or Water Pipes already laid down, they shall be laid over or under such Branch Pipes already laid, at a convenient distance therefrom; but the provisions of this section may be dispensed with by agreement between the Company hereby established and any other Company or individual interested in the subject matter of the dispute.

XVI. When there are buildings within the said town or suburbs, different parts whereof being in possession of different Tenants or Lessees, the said Company shall have power to carry Pipes to any part of any building so situated, passing over the property of one or more proprietors, or in possession of one or more tenants, to convey the Gas to that of another or in possession of another, and also to break up, and uplift all passages which may be a common thoroughfare to neighbouring proprietors, and to dig or cut trenches therein, for the purpose of laying down Pipes, or taking up and repairing the same, the said Company doing as little damage as may be in the execution of the powers granted by this Act, and making satisfaction to the owners or proprietors of buildings or other property, or to the public, for all the damage to be by them sustained in or by the execution of all or any of the said powers.

XVII. The said Company shall so construct and locate their Gas Works, and all apparatus and appurtenances thereto appertaining, as in nowise to endanger the public health or safety, and in such places only as shall be first approved by the Governor in Council; and for the purpose of better ensuring the due execution of the provisions of this section, all such works, apparatus, and appurtenances aforesaid, shall be subject to the visits and inspection of the Stipendiary Magistrates for the said Town of St. John's; and the said Company shall, at all times, obey all such just and reasonable orders and directions as they shall receive from the said Magistrates, for the purpose of ensuring the execution of the provisions of this section, under a Penalty not exceeding Five Pounds for every such offence: Provided always, that nothing herein contained shall be construed to prevent the said Company, their Officers, Servants, or Workmen, from being prosecuted for public or private nuisance arising from the said Gas Works, or any apparatus or appurtenances thereof, or to prevent the effect of any judgment or sentence lawfully rendered upon any such prosecution.

XVIII. If any person shall lay, or cause to be laid, any Pipe or Main to communicate with any Pipe or Main belonging to the said Company, or in any way obtain or use its Gas without the consent of the Board of Directors, or their Officers appointed to grant such consent, or shall increase the supply of Gas agreed for with the said Company, by increasing the number or size of the holes in the Gas Burners, or using the Gas without Burners, or otherwise wrongfully, negligently or wastefully burning the same, or by wrongfully or improperly wasting the Gas, every such person shall forfeit and pay to the said Company the sum of Ten Pounds for every such offence, over and above the value of the Gas which may have been so wrongfully used, consumed, or wasted, and the same, together with costs of suit in that behalf incurred, may be recovered in any Civil Action to be brought by the said Company in any of Her Majesty's Courts of Record.

XIX. If any Person shall wilfully or maliciously break up, pull down, injure, damage, put out of order, or destroy, any Main, Pipe, Lamp Iron, Lamp Post, or any other apparatus or appurtenance of the said Company, or any materials used and provided for the same, or shall in any wise wilfully do any other injury or damage, for the purpose of obstructing, hindering or embarrassing the construction, completion, maintaining or repairing of the said works, or of the apparatus or appurtenances thereof, or shall wilfully extinguish the light of any such Lamp as aforesaid, every such Person shall on conviction thereof to be had in a summary manner before any Justice, forfeit for every such offence any sum not exceeding Five Pounds, and shall also make full satisfaction for the damage so by him occasioned; and it shall be lawful for any Person who shall see the offence committed, to apprehend, without any Warrant, and for any other Person to assist in apprehending, the Offender or Offenders, and to convey him to any Constable, who is hereby authorised to keep him in safe custody, and with all reasonable despatch to convey him before any Justice, in order to his conviction for such offence; and in case any such Offender shall not on conviction pay the said forfeiture and satisfaction, such Justice is hereby required to commit such Offender to the Common Gaol for any period not exceeding Three Months, unless such forfeiture and satisfaction shall be sooner paid.

XX. If any Person shall carelessly or accidentally break any of the said Lamps, Lamp Irons, or Lamp Posts, or do any other such injury or damage as hereinbefore is mentioned, and shall not upon demand make satisfaction for the injury so done, it shall and may be lawful for any Justice, upon any complaint thereof, to summon the party complained of before him, and upon hearing thereof by the parties on both sides, or on the non-appearance of the party complained of, to examine the matter of complaint, and award such sum of money by way of satisfaction for such damage, as such Justice shall think reasonable; and in case of neglect or refusal forthwith to pay such Money, the same and all expenses attending the recovery thereof may be levied by Distress and Sale of the Defendant's goods and chattels.

XXI. All Penalties imposed by this Act for recovery of which no mode is hereinbefore provided, may be sued for and recovered, together with Costs of Suit, by an Action of Debt, to be brought in any of Her Majesty's Courts of Record, or in a summary manner before any Two or more of Her Majesty's Justices, and by Distress and Sale of the Offender's Goods and Chattels; and no conviction which may be had under this Act shall be quashed for want of form: Provided sufficient appear on the face thereof to warrant such conviction.

XXII. That this Act shall continue and be in force for the period of Fifty Years, and no longer.