

moveable property and issue bonds, debentures or other form of security, and enter into any deed of trust, pledge or hypothecation to secure the holders thereof.

Approval of by-laws by members.

No by-law, however, giving effect to the above provision shall be valid unless approved by a two-thirds majority of the members present at a regular or special meeting, of which due notice has been given.

Certain loans authorized.

Notwithstanding the foregoing provisions, the officers and executive committee of the club shall have power to borrow money from time to time, not exceeding five thousand dollars in the aggregate, upon such terms as they may approve and in the name and for the purposes of the club.

Application of revenues.

10. All monies whatsoever received by the club as revenues or otherwise shall be applied upon the purchase, lease and improvements of lands and buildings, and in furnishing, or in providing facilities or appliances requisite and proper for its objects and purposes.

Statements to L.-G. in C.

11. The club shall transmit to the Lieutenant-Governor in Council, whenever required by the Provincial Secretary, a statement of its moveable and immoveable property, of its revenues and expenditure, the names of its officers, copy of its by-laws, rules and regulations, and such other information as may be required.

Provisional board.

12. The persons hereinabove named shall constitute a provisional board of administration of the club's affairs until such time as the regular officers and executive committee are elected.

R.S.Q., 5957-6001, not to apply.

13. The provisions of articles 5957 to 6001 of the Revised Statutes of Quebec, 1909, shall not apply to the club.

Coming into force.

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

CHAP. 132

An Act to incorporate Connaught Park Jockey Club of Ottawa.

[Assented to 3rd April, 1912.]

Preamble.

WHEREAS Edward Selkirk Skead, of the city of Hull, in the Province of Quebec, gentleman; Frederick William Carling, broker; Llewellyn Bate, merchant; James Kenniston Paisley, hotel keeper, and William Henry McAuliffe, lumber merchant, the latter four of the city of Ottawa, in the Province of Ontario, have by their petition prayed to be

incorporated under the name of "Connaught Park Jockey Club of Ottawa" to carry on among other things a club for the promotion and encouragement of horsebreeding, riding, driving, racing and polo, motoring and like sports and for social purposes, and for purposes of amusement.

And whereas it is expedient to grant such prayer;

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

1. The said Edward Selkirk Skead, Frederick William ^{Persons in-}Carling, Llewellyn Bate, James Kenniston Paisley and William ^{corporated.} Henry McAuliffe and all other persons who have agreed to subscribe for or who shall hereafter subscribe for or hold shares in the capital stock of the club hereby incorporated, are hereby incorporated under the name of "Connaught ^{Name.} Park Jockey Club of Ottawa" (hereinafter called the club) as a corporation with perpetual succession and a common seal.

2. The objects of the club shall be the encouragement ^{Objects.} and promotion of horsebreeding, riding, driving, racing and polo, motoring and like sports, and for social purposes and for purposes of amusement. The committee of the club shall alone have authority, from time to time, in its discretion, to maintain or discontinue and to regulate and control within the premises of the club, all or any of the said sports or amusements.

3. The headquarters and principal place of business of ^{Principal} the club shall be at its club house, situate on the Aylmer ^{place of} road, in the township of Hull, in the county of Ottawa and ^{business.} Province of Quebec.

4. The capital stock of the club shall be two hundred ^{Capital.} thousand dollars, divided into two thousand shares of one hundred dollars each.

5. Wherever in this act the word "Proprietor" occurs, "^{Pro-} it shall be taken to mean, and shall mean, a shareholder ^{prietor.}" or person to whom has been or may be allotted one or more shares in the capital stock of the club.

Wherever in this act the word "Member" occurs, it shall "^{Member.} be taken to mean, and shall mean, a person not a shareholder, who has been admitted to the privileges of membership of the club.

6. The management of the affairs of the club shall be ^{Executive} wholly vested in a board of fifteen directors who shall be ^{committee.}

elected by the proprietors at the annual meeting of the club, and who shall be called "The Executive Committee", the number of the directors and their term of office being subject to change by the proprietors. Only proprietors not in arrears for calls on stock may be elected as members of the executive committee. The majority of the directors shall at all times be composed of persons residing in Canada and subjects of His Majesty by birth or by naturalization. The proprietors may also, in their discretion, at the annual meeting of the club, elect an advisory committee composed of such members as the proprietors in general meeting assembled may from time to time fix.

Advisory
committee.

Provisional
executive
committee.

7. The persons named in section 1 of this act shall be the executive committee provisionally of the club and shall have and exercise all the powers hereby conferred on the club until the first meeting of the proprietors, which shall be held not later than three months from the coming into force of this act.

Powers of
executive
committee.

8. The executive committee shall have full power in all respects to manage and administer the affairs of the club, and shall have such further and other powers as may be conferred by the by-laws, rules and regulations of the club.

Of advisory
committee.

The advisory committee shall have such powers as may be conferred or authorized by the said by-laws, rules and regulations.

Non liability
of members.

9. No member of the club shall be liable for any of the debts or liabilities thereof.

R.S.Q., 5969,
replaced for
club.

Powers of
proprietors.

10. Article 5969 of the Revised Statutes, 1909, is replaced for the club, by the following:

"**5969.** The proprietors of the club, in general meeting assembled, shall, for the management of its affairs, have the sole power to make by-laws, rules and regulations for the following purposes:

1. The regulating of the allotment and of the issue of stock, the making of calls thereon, the payment thereof, the issue, delivery and registration of certificates of stock, the forfeiture of stock for non-payment, the disposal of forfeited stock, and of the proceeds thereof, and the transfer of stock;

2. The declaration and payment of dividends;

3. The number of the directors and of the advisory board, their powers and duties respectively, their term of service, the amount of their stock and other qualifications, and their remuneration, if any;

4. The appointment, functions, duties, conduct and removal of all employees, agents and servants of the club, the security to be given by them to the club, and their remuneration;

5. The time and the place for the holding of the annual meeting of the club, the meetings of the executive and advisory committees of the club, the quorum of such committees respectively, the requirements as to proxies and the conduct of the business at such meetings;

6. The imposition and recovery of all penalties and forfeitures which admit of regulation by by-law;

7. The conduct and management of the affairs of the club generally;

8. The fixing of the qualification required of persons who shall be competent to acquire or hold shares of the club, the manner in which the same shall be held, the formalities requisite to a valid transfer thereof, and the persons to whom they may be transferred;

9. The regulating the terms upon which any person, not being a shareholder of the club, may be admitted as a member thereof and the nature, length and extent of the privileges to be enjoyed by such member and the amount of the entrance fees, annual or other dues payable by such member;

10. The regulating of the admission and expulsion of proprietors and members respectively; the classification and respective rights and privileges of proprietors and members; the fees, subscriptions and dues to be imposed upon proprietors and members respectively, the number, classification, powers, duties and rights of the officers of the club, and the regulating generally of the administration, conduct and management of the affairs of the club;

11. The altering or repealing and re-enacting from time to time of all or any of the said by-laws or regulations."

11. The lands possessed by the club, for the purposes thereof, may so long as the municipality within which they are situated is not created a town corporation, be valued by the council of the municipality in its discretion in the valuation roll for a sum not exceeding their actual value for agricultural purposes, notwithstanding anything in the Municipal Code or elsewhere contained. Valuation of club's lands for taxation.

12. If it obtains a club licence, the club may sell intoxicating liquors in its club house, and to the public during meetings or exhibitions and on its stands. This license may be obtained and granted under paragraph 2 of article 966 of the Revised Statutes, 1909. Sale of intoxicants.

Powers of club.

13. The club shall have the power:

a. To acquire by purchase or otherwise and to hold all moveable and immoveable property required or necessary for the purposes of the club or for its use or occupation and to pledge, sell, lease, alienate and dispose of and to acquire and hold others instead thereof, and to hypothecate the immoveables;

b. To lay out, prepare and improve grounds in the said township of Hull and to erect thereon club houses, stables, stands and other buildings and conveniences for the purposes and objects of the club;

c. To arrange for exhibitions, shows, competitions and races, in connection with the purposes and objects of the club, and offer and contribute prizes, awards and distinctions;

d. To make agreements to purchase, lease or acquire the properties, moveable or immoveable, rights, franchises, powers, assets or privileges of any other company or club and to sell to or amalgamate with any other company or club having similar powers in part or in whole;

e. To allot or issue paid up stock of the club in payment for the acquisition of any property moveable or immoveable, contracts, rights, privileges, assets, powers or franchises which the club is authorized to acquire, operate, use or exercise;

f. To sell, lease or otherwise dispose of the assets of the club or any part thereof for such consideration as the club may deem fit, including shares, debentures or securities of any club or company purchasing or acquiring the same, or to hypothecate said immoveable property;

g. To acquire from the Ottawa Racing Association, Limited, all the moveable and immoveable property of the said association, upon undertaking to assume and assuming all the debts and obligations of the said association.

Id., 5988 and 5997, replaced for club. Borrowing of money, &c.

14. Articles 5988 and 5997 of the Revised Statutes, 1909, are replaced for the club, by the following:

“ **5988.** The club may borrow money and draw, make, endorse and accept cheques, bills of exchange and promissory notes, for the purposes of the club; and every contract or agreement made and every bill of exchange, note or cheque drawn, accepted, made or endorsed on behalf of the club in accordance with the powers conferred by this act or by the by-laws, rules and regulations of the club, shall be binding on the club. In no case shall it be necessary to have the seal of the club affixed to any such contract or agreement, bill, note or cheque, or to prove that the same was made, drawn, accepted or endorsed, as the case may be, in pursuance of any by-law, rule or regulation or special vote or order.

The officers of the club so acting as such with respect to such contracts, agreements, bills, notes or cheques shall not thereby incur any personal liability whatever to any third party. Provided, always, that nothing in this article shall be construed to authorize the club to issue any note payable to the bearer thereof, or any promissory note intended to be circulated as money, or as the note of a bank.

The club, upon a resolution adopted by at least two-thirds ^{Issuing of} of the proprietors thereof at a special general meeting ^{bonds, &c.} convened for that purpose pursuant to the by-laws of the club, may issue bonds or debentures of such amounts and payable at such dates and bearing such rates of interest and containing such terms and conditions as in said resolution stated, and may from time to time pledge or sell such bonds and debentures for such sums as may be deemed expedient; and to secure the payment of such bonds and debentures, the club, may, by its duly authorized officers, grant to one or more trustees a hypothec upon the immoveable property of the club, mentioning the issue and amount and the dates of payment of such bonds or debentures, the rate of interest payable thereon, and the terms and conditions upon which the same are issued; and upon the registration of such hypothec, in the office of the registration division in which the immoveable property covered by the said hypothec is situate, the said bonds or debentures shall constitute a privileged claim in favour of the holders thereof against the club and give a right of preference thereto over all debts and claims against the club posterior to the issuing of such bonds or debentures, and such hypothec shall, when duly registered as aforesaid, be a valid security in favour of the holders of such bonds or debentures, whether issued before or after the execution of such hypothec, notwithstanding anything to the contrary contained in the Civil Code."

15. Articles 5962, 5963, 5964 and 5987 of the Revised Id., 5962, Statutes 1909 shall not apply to the said club and the said ^{5963, 5964,} statutes shall in other respects only apply to the club hereby ^{5987 not to} incorporated where and when their provisions are not in-^{apply to} club. consistent with the provisions of this act .

16. This act shall come into force on the day of its sanction. ^{Coming into} force.