

capital stock of the company, and shall not be entitled to vote by way of confirmation or against the confirmation of any by-law for the increase, issue, allotment or sale of the capital stock of the company ; and every holder of a participating policy of the company, for a sum not less than one thousand dollars, shall be entitled to one vote for each one thousand dollars of his policy.

A husband or father holding a participating policy on his life for the benefit of his wife or children shall be deemed a member of the company. Idem.

20. The directors who go out of office may, if duly qualified, be re-elected. Directors may be re-elected.

21. The company shall make an annual report of its operations to the Lieutenant-Governor in Council. Annual report to Government.

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

C H A P . 6 7

An Act to incorporate the Eastern Fire Insurance Company of Canada

[Assented to 20th May, 1905]

WHEREAS the persons hereinafter named have, by petition, prayed to be incorporated with others, under the name of the " Eastern Fire Insurance Company of Canada," to carry on the business of insurance against fire and the consequences thereof ; Preamble.

Whereas an association of that kind would be very useful to the interests of the Province of Quebec, and it is in consequence expedient to grant the prayer of the said petitioners ;

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

1. Paul Tourigny, manufacturer, of Victoriaville ; Ovide Brouillard, manufacturer, of Carmel Hill ; George Amédée Duclos, banker, of Drummondville ; Joseph de Labroquerie Taché, notary, of St. Hyacinthe ; Trefflé Chalifoux, manufacturer, of St. Hyacinthe, and Jean Taché, insurance broker, of Montreal, and all other persons and corporations who may, from time to time, become shareholders in the said Persons incorporated.

Name.
Corporate
powers.

association are incorporated under the name of the "Eastern Fire Insurance Company of Canada," and under such name shall have perpetual succession and a common seal, with power to change the same at will, and may sue and be sued, plead and be impleaded before any court whatsoever.

Power to
carry on cer-
tain insur-
ance business,
&c.

2. The company shall have power to carry on the business of insurance and reinsurance against fire and the consequences thereof, and to insure and reinsure all kinds of property, rights and interests, and, for all such purposes, at any time and in any place, to make and execute policies, contracts, stipulations and agreements, written or printed, or partly written and partly printed, according to the requirements of each case, and generally to do all matters and things relating thereto and suitable for the accomplishment thereof.

Head office.
Transfer
thereof.

3. The head office of the company shall be in the city of Montreal; but may be transferred elsewhere upon the decision of the majority of the shareholders present, specially called for that purpose, after the approval of the Lieutenant-Governor in council and notice in the *Quebec Official Gazette*.

Capital stock.
Shares.

4. The capital stock of the company shall be three hundred thousand dollars, divided into three thousand shares of one hundred dollars each, which shares shall be allotted to the various persons who shall subscribe for the same, their legal representatives and assigns, subject to the provisions of this act; provided always that it shall be lawful for the company, from time to time, to increase its capital to a sum not exceeding one million dollars, or to an amount of such portion of the capital as the majority of the shareholders, present at a meeting expressly called for the purpose, may decide.

Increase of
capital.

Subscription
to shares and
payments
therefor.

5. It shall be lawful for any person to subscribe for as many shares as he may deem advisable; thirty per cent. shall be paid on subscription and the remainder be payable at intervals of not less than sixty days; nevertheless any subscriber may pay in advance.

Shareholders'
right to vote.

6. Each shareholder shall have the right at meetings of the company to one vote per share, and may cause himself to be represented by proxy, provided such proxy is himself a shareholder in the company.

Transfer of
shares, &c.

7. The shares shall be transferable, and every transfer to be valid shall appear in the registers of the company, and every call due thereon shall be paid.

8. If any shareholder refuse or neglect to pay to the company any instalment due on any share held by him at the date specified, the directors may confiscate such share as well as the amount already paid thereon; and every share so confiscated may be sold at auction by the directors after such notice as they may order to be given, and the proceeds of the sale shall be used for the purposes of this act; provided always that, in the event of the proceeds of such sale being more than sufficient to pay all the arrears and interest and costs of the sale, the surplus shall, on demand, be handed over to the owner of the shares, and that no more shares shall be sold than are necessary to cover the said arrears, interest and costs.

Confiscation of shares in arrear for calls.

Proviso.

9. If the said arrears on instalments, interest and costs be paid before any share so confiscated and vested in the company is sold, the said share shall revert to the person to whom it belonged before it was confiscated, as if the said instalments had been paid.

If arrears paid before share is sold.

10. The company shall have the right to acquire and hold the immoveables required for its operations to the amount of one hundred thousand dollars, and it may sell such immoveables and dispose of the same and acquire others in lieu thereof, as may be deemed fit, and it may acquire and possess lands and tenements, real estate or immoveables *bonâ fide* hypothecated to it as security or transferred to it in payment of debts previously contracted in the course of its operations, or that may have been purchased at sales under judgments obtained on such debts, or purchased to avoid loss to the company with regard to them or to their owners.

Power to acquire, &c., immoveable property.

11. It shall be lawful for the company to invest its moneys or any portion thereof in securities of the Government of Canada, or of any province of Canada, or by them respectively guaranteed; or in bonds or debentures of any municipal or school corporation; or in public securities or funds of the United Kingdom, or of any of its colonies or dependencies; or in shares, bonds or debentures of any financial, industrial or commercial institution, corporation, bank or company lawfully incorporated, and to lend its funds on the security of such shares and debentures, and also on mortgages on immoveable property.

Investment of moneys.

12. The capital stock, property and business of the company generally shall be administered by a board of not less than five and not more than nine directors, and one of such number shall be elected president and another vice-president.

Board of directors. President, vice-president.

Quorum.
Provisional
directors.

The majority of directors shall constitute a quorum for the despatch of business. At the beginning and until the board is renewed, it shall consist of the said Paul Tourigny, Ovide Brouillard, Georges Amédée Duclos, Joseph de Labroquerie Taché, Trefflé Chalifoux and Jean Taché; provided always that no person can be a director of the company unless he be registered as a shareholder, holding not less than ten shares of the capital stock of the company and be not indebted for any arrears thereon.

Qualification
of directors.

When first
meeting may
be called.

Notice there-
for.

Election of
directors at
such meet-
ing.

Deposit made
before com-
pany com-
mences busi-
ness.

Deposit how
made.

Interest
payable to
company.

Withdrawal
of deposit in
certain event.

Annual re-
turn to Gov-
ernment.

Coming into
force.

13. So soon as one hundred thousand dollars of the capital stock shall have been subscribed and ten per cent. of the capital stock paid in, the provisional directors may call a general meeting of the shareholders in some specified place in the city of Montreal, by notice given by registered letter to each shareholder, and after a notice inserted in a French and in an English newspaper published in the said city of Montreal.

At such general meeting, the shareholders, present in person or represented by proxy, shall elect such number of directors, not less than five nor more than nine, as the provisional directors shall hereafter decide, who shall constitute the board of directors and remain in office until the annual general meeting of the year following their election.

Provided always that the company shall not be authorized to commence business until at least twenty-five thousand dollars of the capital stock has been paid in, nor until the company has deposited the said sum of twenty-five thousand dollars with the Government of this province.

It shall be lawful for the company to make the deposit either in money or in debentures of the Dominion of Canada or of the Province of Quebec, or in municipal debentures.

The interest on the securities deposited shall be paid to the company when due.

14. If the company obtains a license from the Government of the Dominion of Canada by making the required deposit with it, it shall have the right to withdraw the deposit made with the Government of the Province of Quebec.

15. The company shall make an annual report of its operations to the Lieutenant-Governor in council.

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