

shareholders duly convened for that purpose. When debentures issued under this section become due, new debentures may in like manner be issued for the purpose of retiring the same. Issue of new debentures, &c.

2. The payment of such debentures may be secured by hypothec or otherwise, in accordance with the terms of a trust deed to be executed on behalf of the company by its president and secretary, in favor of such trustee or trustees as may be appointed to represent the bondholders; the said trustee or trustees shall have all the rights and powers conferred upon trustees under articles 981*a* and following of the Civil Code. Payment of debentures may be secured by trust deed. Rights of trustees.

The Sherbrooke Loan and Mortgage Company may be appointed to act as trustee." Company which may become trustee.

5. The company may, at any time, sell and convey to any person or company its gas-works and plant, and all rights connected therewith, and may, at the same time, convey to and vest in the purchaser all the powers, franchises and privileges of the company, Power to sell gas-works, &c.

6. In the event of the property hypothecated to the bondholders ever being brought to a judicial sale, all the rights, franchises, powers and privileges of the company may also be brought to sale under the same conditions as real estate, and become vested in the purchaser thereof, who thereafter shall have the right to carry on the business of the said company as fully to all intents and purposes as the company had previously done. Provision in case company's property is sold by judicial sale.

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

## CHAP. 94

An Act to incorporate the Mutual insurance association of the bishoprics and educational and charitable institutions of the Province of Quebec

[Assented to 25th April, 1903]

**WHEREAS** certain episcopal corporations and educational and charitable institutions in the civil Province of Quebec, hereinafter mentioned, are desirous of forming an association for the purpose of mutual assistance, by sharing amongst themselves all losses and damages caused by fire to episcopal palaces, seminaries, convents and other Preamble.

buildings and whereas to give a legal existence to the association they have prayed for an act of incorporation for it, and whereas it is expedient to grant their prayer.

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

#### ORGANIZATION

Certain ecclesiastical corporations, &c., incorporated.

**1.** The archiepiscopal corporations of the dioceses of Quebec, Montreal and Ottawa, and the episcopal corporations of the dioceses of Three-Rivers, St. Hyacinthe, Rimouski, Chicoutimi, Sherbrooke, Nicolet, Valleyfield and Pembroke, situated within the limits of the civil Province of Quebec, and such archiepiscopal or episcopal corporations as may hereafter be created in the said Province, the seminaries, educational and charitable institutions under the control of religious communities or corporation, and religious communities, now established or which may hereafter be established in any diocese of the civil Province of Quebec, who shall, under the provisions of this act and the rules and regulations of the said association, become members thereof, shall be and are hereby constituted a body politic and corporate under the name of the " Mutual insurance association of the bishoprics and educational and charitable institutions of the Province of Quebec".

Name.

Powers of association to insure certain buildings against fire and lightning.

**2.** The association shall have power to effect insurances and accept risks against danger by fire or lightning on all episcopal palaces, seminaries, colleges, buildings, outbuildings and dependencies of religious communities, monasteries, educational and charitable institutions, of asylums, and their dependencies provided the losses be not the result of a riot, civil war or invasion of enemies.

Buildings to be insured separately.

**3.** Each such building, outbuilding or structure shall be insured separately in such manner and for such amount as shall be prescribed by the by-laws of the association.

Formalities required to be hereafter admitted to association.

**4.** The association may admit any of the corporations or institutions mentioned in section 1 of this act, which being proprietors of moveable or immoveable property within the Province of Quebec which they desire to insure, shall sign the deed of association according to the by-laws of the association, as members ; and any corporation or institution thus admitted as a member of the said association by one of the boards of directors hereinafter mentioned, shall have the same rights and responsibilities as the other members of the said association.

**5.** In the case of a loss by fire or an assessment for the expenses of administration, each insured will contribute towards the amount to be levied in proportion only to the amount for which he is insured. Contributions by insured in cases of loss by fire.

#### GENERAL BOARD OF MANAGEMENT

**6.** There shall be a general board of management for the administration of the affairs of the association. General board of management.

**7.** The general board of management shall consist of: Composition of general board.

1. The archbishops and bishops (under the title of ordinary) of the civil Province of Quebec.
2. Two delegates from each of the archdioceses of Quebec and Montreal, one delegate each from the archdiocese of Ottawa, and from each of the other dioceses in the civil Province of Quebec, and the diocese of Pembroke.

**8.** The delegates shall be appointed by their archbishop or bishop respectively and shall be admitted to the meetings of the general board of management upon production of a certified copy of their respective appointment. Appointment of delegates and their credentials.

**9.** The general board of management shall meet at least once in five years and as often as they may deem necessary. Meeting of general board.

**10.** The archbishops, bishops and their delegates shall have the right to select the persons to constitute the two boards of directors, to be hereinafter mentioned, and the delegates shall be eligible as directors; the election of directors shall be by ballot. Selection of persons to form the two boards herein-after mentioned.

**11.** The board of directors shall be elected at the quinquennial meeting of the general board of management; each board of directors shall consist of five members elected by a majority of votes. The quinquennial meeting and the other meetings may, by a majority of votes, enact all rules and by-laws that may be considered necessary for the good and proper working of the said mutual insurance association, and, from time to time, may repeal, alter, amend the same, in whole or in part, or substitute others therefor, as may be found useful or necessary. Election of directors. By-laws.

**12.** Besides the ordinary quinquennial meetings to be held as above, the two boards of directors or either of them may cause a special general meeting to be called as often as may be found necessary. Special general meetings.

Calling of  
meetings of  
general board.

**13.** All meetings of the general board of management shall be called in such manner as may be prescribed by the by-laws.

Who presides  
over meetings  
of general  
board.

**14.** The bishop or ordinary of the place where the meeting is held shall preside at all meetings of the general board of management; the secretary-treasurer of the board of directors of the ecclesiastical province where the meeting of the general board of management is held, shall discharge the duties of secretary to such meeting.

Place of  
meeting of  
general  
board.

**15.** The meetings of the general board of management shall be held alternately at Quebec and Montreal.

#### BOARD OF DIRECTORS

Constitution  
of two boards  
of directors  
and their  
duties.

**16.** There shall be two boards of directors whose duties shall be to issue policies of insurance, levy assessments on the insured, adjust and pay all losses, and generally to manage the affairs of the association under the direction of the general board of management, within their respective territorial limits.

Quebec  
board

One of the said boards shall have the administration of the affairs of the association in the ecclesiastical province of Quebec, and shall be called "The Quebec board of directors" and the other shall have the administration of the affairs of the association in the ecclesiastical province of Montreal, and in that part of the dioceses of Ottawa and Pembroke which are situated within the limits of the Province of Quebec, and shall be called "The Montreal board of directors."

Montreal  
board.

Number of  
directors on  
each board,  
their election  
and duties.

**17.** Each of the boards of directors shall consist of at least five members elected by a plurality of votes; these boards shall manage all that concerns the insurance of episcopal palaces, educational establishments, colleges, seminaries, asylums and other buildings, outbuildings and dependencies situate within their respective territory.

Term of office  
of directors,  
&c.

**18.** The directors elected at the quinquennial meeting, to constitute the Montreal board or the Quebec board shall remain in office during the five years following their election; they shall be eligible for re-election after their term of office has expired as often as they may be willing to accept such, but in all cases they shall remain in office until the election of their successors.

Filling of  
vacancies in  
boards.

**19.** Any vacancy which may occur in either of the two boards of directors during the quinquennial term, either through death, illness, incapacity or resignation of a director,

or through the removal of his legal domicile for over six months from within the limits of the Province of Quebec, shall be filled by a person chosen from among the delegates to the general board of management and elected for this purpose by a majority of the members of the board of directors. The board of directors shall not transact any business until such vacancy is filled. Such new director shall act as such until the next quinquennial meeting.

**20.** The archbishop or ordinary of the place where the board meets shall preside at the meeting of the board of directors; such archbishop or ordinary is *ex-officio* member and president of the board of directors.

Presiding officer at meetings of boards.

The board shall meet in the month of September in each year. At their first meeting the directors shall appoint a managing director and a secretary-treasurer. The directors shall not proceed to business unless they have a quorum present, which shall consist of not less than three members exclusive of the president. If the president be absent the directors may elect one of their member to preside at such meeting.

When boards meet.  
Managing director.  
Secretary.  
Quorum.  
Absence of president provided for.

**21.** The management of these boards as well as their procedure shall be regulated by by-laws adopted by the general board of management.

By-laws to regulate boards.

**22.** An annual statement of the accounts of the association shall be printed and forwarded to each one of the insured. The general meeting may require an audit to be made if it consider it necessary.

Annual statement.  
Audit.

**23.** The expenses incurred by the directors in attending the meetings of the board of directors shall be paid out of the reserve fund. The expenses incurred by the delegates in attending the meetings of the general board of management are paid by the board of directors which manages the affairs of the association in the diocese which he represents.

Payment of expenses of directors in attending meetings.  
Expenses of delegates.

**24.** When authorized by the general board of management, the board of directors may, in making an assessment on the insured, make provision for the creation and maintenance of a reserve fund, sufficient to provide for the expenses of administration and insure the proper working of the association.

Reserve fund.

#### MISCELLANEOUS

**25.** The services of all writs shall be made on the secretary treasurer of the board of directors concerned.

Service of writs, &c.

Signatures to policies.

**26.** All policies of insurance to be valid and obligatory shall be signed by the managing director and the secretary-treasurer of the board of directors who issues it, and shall bear the seal of the association.

Offices of boards.

**27.** The office of the Quebec board of directors shall be at the Archbishop's Palace in Quebec, and the office of the Montreal board of directors shall be at the Archbishop's Palace in Montreal.

Meetings where to be held.

The meetings of these boards shall be held respectively at Quebec and Montreal.

Application of act.

**28.** This act shall apply only to corporations, educational and charitable institutions and religious communities belonging to the Roman Catholic religion.

Coming into force.

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

## CHAP. 95

### An Act to incorporate *La Sauvegarde Life Insurance Company.*

[Assented to 25th April, 1903]

Preamble.

**WHEREAS** *La Sauvegarde*, a mutual life insurance company, incorporated in virtue of the act 62 Victoria, chapter 32, and authorized, at Quebec, on the 17th October, 1901, by the Lieutenant-Governor in council, having its head office in Montreal, has, by its petition, represented that it wishes to extend its field of operations and give greater security to the public, and, to attain such end, it has prayed to be incorporated as a joint stock company, under the name of *La Sauvegarde*.

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

Persons incorporated.

**1.** Guillaume N. Ducharme, of St. Cunégonde ; Israel L. Lafleur, Alexandre Prudhomme, Philorum Bonhomme, L. Arsène Lavallée, of Montreal ; Joseph A. Descarries, of Lachine ; J. Ulric Lalonde, of St. Cunégonde of Montreal ; A. Ferdinand Jeannotte, Joseph Lussier, Damien Lalonde, Clovis Laporte and the Honorable Narcisse Pérodeau, of Montreal, and Henri Bourassa, of Papineauville, and all other persons and corporations who may afterwards become shareholders in the company, are hereby incorporated and