

dates of payment of the latter, stating the amount thereof, and requesting cancellation of the said hypothec *pro tanto*.

8. The association shall not sell, or disposes itself of, its immoveable property, unless after authorization of three-fourths in value of the shareholders present or represented at an annual meeting or at a special general meeting called after at least one notice of not less than ten days published in two newspapers in the said City of Montreal, and stating in any case that such business will be considered; but nothing in this section shall be deemed to interfere with the right of the directors to hypothecate the whole or any part of the property of the association, whether to secure bonds as in sections six and seven of this act provided or to secure loans effected otherwise.

Property of association can only be sold upon authorization of shareholders.

Proviso.

9. Subject to the foregoing provisions, the Joint Stock Companies General Clauses Act shall be deemed to form part of this act.

31 V., c. 24, to form part of this act.

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

Coming into force.

C A P. L X X .

An Act to incorporate the "Sainte-Marguerite Salmon Club."

[Assented to 21st June, 1886.]

WHEREAS Dr. J. H. Ashton, of Dobb's Ferry, New York, A. L. Barney, gentleman, of Irvington on Hudson, Henry S. Wilson, Banker, D. B. Van Emburg, Banker, E. M. Field, Produce Merchant, and William B. Williams, Broker, all four of the city of New York, in the state of New York, one of the United States of America; James Grant, of Ravenswood, Long Island, in the said State of New York, and Willis Russell, of the City of Quebec, have, by petition, represented that they, with others, are interested in a tract of land on the north-west branch of the Sainte Marguerite River, in the townships of Albert, Labrosse, and Champigny, in the counties of Chicoutimi and Saguenay, which now stands in the name of the said Willis Russell, and that they desire to promote fishing and hunting therein, and so to manage the same as to make the said land and surroundings available and attractive for the purposes of a club formed by them; and whereas such purposes can be better attained by the aid of a charter of incorporation, and it is their desire to be incorporated, and they have prayed for

Preamble.

the passing of an act to that end ; and whereas it is expedient that such prayer be granted ; Therefore, Her Majesty, by and with the advice and consent of the Legislature of Quebec, enacts as follows :

Persons incorporated.

Name.

Purposes and powers of club.

1. The said J. H. Ashton, A. L. Barney, Henry S. Wilson, D. B. Van Emberg, E. M. Field, William B. Williams, James Grant, and Willis Russell, together with such other persons as shall become members in the manner hereinafter provided, are constituted a body corporate and politic by the name of the " Sainte-Marguerite Salmon Club."

2. The purposes and the powers of the club, are :
1. To promote the health and recreation of its members by the pursuit of fishing and hunting ;
 2. To acquire from the said Willis Russell and hold as proprietors all the lands and property in the townships of Albert, Labrosse, and Champigny, bought by him from the provincial government of Quebec, and from the estate of the late Honorable David E. Price, and to exercise all riparian rights which may appertain to such lands ;
 3. To acquire and hold the right, to be exercised by the members, to fish on the north-west branch of the Sainte-Marguerite River, or in any part thereof, and to acquire and hold all licenses necessary for that purpose ;
 4. To acquire from time to time, and hold, with the approval of the Lieutenant-Governor in Council, such other real estate as the wants of the club may require ;
 5. To lease or sell the real estate belonging to the club, or any part or portion thereof ;
 6. To sublet the right it may have to fish in the said river, or to grant permission to such persons as it may see fit to fish in the said river or to shoot game on its lands ;
 7. To take such action or proceedings as may be necessary to protect the fish in the said river and the game on its lands ;
 8. To build, upon the lands held by the club, all houses or other buildings required, from time to time for the accommodation of the members and its agents, officers and servants ; and
 9. To improve and develop generally its property in the interest of the club.

Capital stock shares.

Increase of capital.

3. The capital stock shall consist of the sum of thirty thousand dollars, to be divided into thirty shares of one thousand dollars each, which may, however, be from time to time increased, as the wants of the club require, to an amount not exceeding fifty thousand dollars, by a two-thirds in value vote of all the members, at a meeting or

meetings called for that purpose; provided always that Proviso.
no such increase of stock shall be made until after the
whole amount of the original stock shall have been paid
in cash, and that any further increase shall be paid from
time to time in the same manner.

4. The capital stock shall be paid by the members when Payment of
and as the directors shall require, or as the by-laws may stock.
provide.

5. The stock shall be deemed personal property and be Stock personal
assignable in such manner only and subject to such condi- property.
tions and restrictions as the by-laws prescribe; but no Transfer of
share shall be assignable until paid in full, and until all stock.
all amounts due to the club have been paid; nor shall any
share of stock, although assigned, entitle the assignee to
any rights or privileges as a member, or to a voice in the
affairs of the club, until he shall have been duly elected a
member.

Any person transferring his stock shall cease to be a Person trans-
member of the club. ferring ceases
to be member.

6. Every member, except the original incorporators herein- Election of
named, and such other persons as are now interested in members.
the said lands and property jointly with them, must be
elected, in such form and manner as the by-laws shall
prescribe.

No person, although elected, shall become a member Qualification
until he shall be the owner of at least one share of stock of members.
upon the books of the club, and if any person, so elected,
shall not cause to be transferred to himself at least one
share of stock within thirty days after notice of his election,
the same shall be void.

7. At all meetings of the club every member shall be Right to vote.
entitled to one vote only, and all votes may be given in Proxies.
person or by proxy; provided always the proxy is held by
a member, and is in conformity with the by-laws.

8. The said D. B. Van Emburg, E. M. Field, William B. Directors of
Williams, James Grant, Willis Russell, J. H. Ashton, A. club.
L. Barney and Henry S. Wilson shall be the directors of
the club until replaced by others duly elected in their
stead.

9. The affairs of the club shall be administered by a Management
board of not less than seven nor more than ten directors, of affairs.
being members of the club.

Election of directors.

They shall be elected by ballot at the first general meeting (of which each shareholder shall have ten days' notice by letter mailed to his address), and thereafter by ballot at each annual meeting, and shall hold office until their successors are elected ; and they may always be re-elected.

**Quorum.
Vacancies in board.**

Three members of the board shall constitute a quorum. In case of the death, resignation, removal, or disqualification of any director, the board may fill the vacancy, until the next annual meeting, by any member ; but a failure to elect directors, or any failure of directors shall not dissolve the club, and an election may be had at any general meeting of the club called for the purpose.

Officers of club.

10. The board of directors shall, from time to time, elect, from among themselves, a president, a vice-president, a secretary and a treasurer (which two latter offices may be filled by one person), and an executive committee of four members.

Annual dues payable by members.

The board shall have power, from time to time, to fix the amount, if any, which shall be paid by each member to the club as annual dues, not to exceed fifty dollars for each member in any one year.

Penalties and forfeitures.

The board shall have full power to affix penalties for non-payment of the said annual dues, and may forfeit the stock of any member who, after notice, shall fail to pay the same, and expel such member.

Power of board to forfeit membership.

The board, after notice in writing of thirty days to the party offending, shall have power to forfeit the membership of any member whose conduct shall be pronounced, by a vote of two-thirds of the members of the board present, to have endangered the welfare, interest, or character of the club.

Further general powers of board.

The board shall further have full power in all things to administer the affairs of the club, and to make, or cause to be made, any purchase or contract in conducting the club ; to adopt a common seal ; and to make, from time to time, any and all by-laws (not contrary to law or to resolutions of the club) regulating the payment of stock, the issue and registration of certificates of stock ; the forfeiture of stock for non-payment of any amount due thereon or any amount due to the club ; the disposal of forfeited stock and the proceeds thereof ; the transfer of stock ; the appointment, functions, duties, and removal of the executive committee and of all agents, officers, and servants of the club ; their remuneration ; the time and place for holding the general, annual, and other meetings of the club or the meetings of the directors or executive committee, which may be held either in the Province of Quebec, or the State

of New York; the calling of meetings of the club and of the board of directors; the quorum; the requirements as to proxies; the procedure in all things at such meetings; the site of any office which the club may require to have in the State of New-York; the imposition and recovery of all penalties and forfeitures admitting of regulation by by-laws; the rights and duties of members, and the conduct, in all other particulars, of the affairs of the club;

Every copy of any by-law under the seal of the club, ^{Copies of by-laws to be evidence.} and purporting to be signed by any officer of the club, shall be received in all courts of law as *prima facie* evidence of such by-law.

11. The seat or domicile of the club is fixed at the ^{Head office.} St. Louis Hotel, in the city of Quebec, in the Province of Quebec.

12. This act shall come into force on the day of its sanc- ^{Coming into force.} tion.

CAP. LXXI.

An Act to incorporate "The St. Lawrence Fire Insurance Company."

[Assented to 21st June, 1886.]

WHEREAS the persons hereinafter mentioned have by ^{Preamble.} their petition, prayed for an act to incorporate them and others under the style and title of "The St. Lawrence Fire Insurance Company," to carry on the business of Inland Fire Insurance, and whereas it has been considered that the establishment of such an association would be beneficial to the interests of the Province of Quebec; Therefore, Her Majesty, by and with the advice and consent of the Legislature of Quebec, enacts as follows:

1. L. A. Sénécal, John McDougall, G. Drolet, R. Préfontaine, J. B. Vallée, F. Gauthier and E. Mathieu, all of the city of Montreal, esquires, and all other such persons, corporations and bodies politic, as shall, from time to time, be possessed of shares of the stock of the said association, are hereby constituted, and shall be a body politic and corporate under the name of "The St. Lawrence Fire In- ^{Persons incor-} surance Company," and under that name shall have perpetual succession and a common seal, with power to break ^{Name.} and renew the same at pleasure, and may sue and be sued, ^{Seal.} plead and be impleaded, in any court whatsoever, ^{Power to sue, &c.}