

for any reason at the said annual meeting, at any other general meeting of the corporation called for that purpose, and one of the said board of management shall be chosen by the corporation as the director of the garden. The said secretary or secretary-treasurer, as the case may be, may or may not be a member of the said corporation.

8. The said corporation shall determine, from time to time, by by-law, whether the director shall be chairman of the board of management or not. Chairman of board.

9. No member or officer of the said corporation shall be personally liable for any debt or obligation of the corporation. Liability limited.

CAP. LXIV.

An Act to incorporate the Eastern Townships' Agricultural Association.

[Assented to 9th May, 1885.]

WHEREAS the Honorable John Henry Pope, M. P., Preamble.
Cyrus A. Bailey and Rufus H. Pope, of Eaton, the Honorable Joseph G. Robertson, M. P. P., Robert N. Hall, M. P., and Richard W. Heneker, of Sherbrooke, C. C. Colby, M. P., of Stanstead, the Honorable M. H. Cochrane, Senator, James A. Cochrane and Selah J. Pomroy, of Compton, J. A. Camirand, of Orford, Artemus Stevens, Norbert Bourque, James Lyster and W. H. Green, of Ascot, and James Mairs, of Melbourne, all of the District of Saint Francis, the Honorable G. B. Baker, M. P., of Missisquoi, Sydney A. Fisher, M. P., and Hiram S. Foster, of Brome, and T. A. Knowlton, of Waterloo, all of the District of Bedford, and John Wadleigh, of Ulverton, in the District of Arthabaska, have petitioned for the passing of an act to incorporate a company, having for its object the establishment and maintenance upon a permanent basis, of an Agricultural and Industrial Exhibition, for the Eastern Townships of the Province of Quebec and such other localities as may contribute thereto or compete thereat; and represented that stock-books have already been opened and subscriptions obtained towards the capital stock of such a company, to be called the Eastern Townships' Agricultural Association, said subscriptions being made payable to Robert H. Tylee, as trustee for the said company or association, and it is expedient to grant their petition; Therefore, Her Majesty, by and with the advice and consent of the Legislature of Quebec, enacts as follows:

- Certain persons incorporated.
Name. **1.** The persons who have already signed, or who may hereafter sign the said stock-books, and become members of said Association, are hereby incorporated under the name of the "Eastern Townships' Agricultural Association," with
- Capital stock. an authorized capital stock of twenty-five thousand dollars, divided into two thousand five hundred shares of ten dollars each, and may organize and commence operations as
- Commencement of operations. such incorporated company as soon as six thousand dollars towards the said capital stock shall have been *bona fide* subscribed upon the books, already opened, or which may be hereafter opened, for the purpose of securing said subscriptions.
- Convocation of first meeting of subscribers. **2.** As soon as the said sum of six thousand dollars has been *bona fide* subscribed towards the said capital stock, the said Robert H. Tylee, as interim trustee for the said association, may convene a meeting of said subscribers at the city of Sherbrooke, by a notice inserted for two weeks in two or more newspapers published in one or more of the districts above named, giving in said notice the time and place where the said meeting will be held.
- Right to vote. At such meeting, all the subscribers to said capital stock, who shall have paid in to the said trustee ten per cent upon the amount of their said subscriptions, shall be entitled to act and vote in the organization of the said association.
- Power to hold, &c., real estate. **3.** The said corporation shall have power to purchase and lease real estate for the purposes of the association, to mortgage the land and premises which it may acquire, if found necessary, and to sell or lease the same or any portion thereof, if found advisable so to do.
- Power to issue debentures to certain amount. **4.** It may also, in place of or to discharge a mortgage, or for other purposes connected with the business of the association, issue bonds or debentures to an extent not exceeding three-fourths of the paid up and expended share capital of the association, or of the appraised value of its real assets; the said debentures to be a privileged claim against the property and income of the said association.
- Power to hold exhibitions. **5.** It shall have the right to organize and conduct exhibitions of an agricultural, horticultural, industrial, or other similar character, or to lease its grounds and premises or portions thereof for exhibitions or other purposes to other companies or individuals; to charge and collect entrance fees to its grounds, and to control, within the limits of the land owned or leased by it during any such exhibition, the right to vend refreshments, food, or commodities of any kind, the whole in conformity with the laws of the province.

6. It shall also have the right to organize and conduct sales by auction, or otherwise, of cattle, horses, sheep or other animals, or agricultural products or implements, and to collect a revenue therefor, either by commission or otherwise.

Right to hold certain auction sales.

7. It shall be lawful for the said association, with the consent of the Commissioner of Agriculture and Public Works, to receive from existing agricultural societies, organized under the general act for the Province of Quebec, the whole or any portion of their annual grant; and the said agricultural societies or any of them are and is hereby specially authorized and empowered by the vote of its directors to donate or transfer to said association, the whole or any portion of its annual grant, from year to year, upon such terms and conditions as may be mutually agreed upon between the said society and the said association.

Power to receive grants of agricultural societies with consent of Commissioner.

8. All the provisions of the Joint Stock Companies General Clauses Act shall apply to this company, except the fifth and sixth sections.

31 V., c. 35, to apply except §§ 5 and 6.

9. The directors of the company may consist of any number determined by the by-laws of the shareholders adopted at their first meeting—or as validly changed from time to time.

Number of directors.

10. The said directors may, from among their own number, select and appoint an executive committee, and give to such committee, from time to time, as full and ample power as the united body of directors itself possesses; but may revoke said power at any time, upon a majority vote of a regularly convened meeting of the said directors.

Executive committee.

Proviso.

11. The subscriptions already made towards the capital stock of the Eastern Townships' Agricultural Association shall be and are hereby made valid and binding, and may be enforced by the corporation of that name, hereby constituted.

Certain subscriptions vested in association.

12. The following nine persons shall be the provisional directors of the said association, namely: Robert N. Hall, of Sherbrooke, Charles C. Colby, of Stanstead, Rufus H. Pope, of Eaton, James A. Cochrane, of Compton, J. Alphonse Camirand, of Orford, Robert H. Tylee, of Ascot, T. A. Knowlton, of Waterloo, James Mairs, of Melbourne, and John Wadleigh, of Ulverton.

Provisional directors.