

Province of Ontario.

HIGH COURT OF JUSTICE.

Trial of action, Street. J.]

[April 19.

RITCHIE v. VERMILLION MINING CO.

Company—Directors—Powers to sell property of company.

The directors of a mining company incorporated under R.S.O. 1887, c. 156, have a discretionary power to sell all the lands of the company as a part of their duty and authority to manage the affairs of the company after honestly coming to the conclusion that a sale is in the interests of the company; and the directors or such a company having in this case decided so to do, an injunction to restrain the sale was refused.

Where the question is one of mere irregularity in the conduct of the affairs of a company, and where there is undoubted power in the company to do what is proposed to be done, there the company is the proper plaintiff to complain of the irregularity and not individual shareholders, and the practical results of this rule is that unless the persons complaining can shew themselves to have a majority of the votes of the company their complaints receive no attention from the courts, for a minority is not entitled to use the company's name in litigation.

Aylesworth, K.C., and Davidson, for plaintiffs. Nesbitt, K.C., Riddell, K.C., and McKay, for defendants.

Boyd, C., Ferguson, J., Meredith J.]

[May 6.

IN RE EDUCATION DEPARTMENT ACT AND SEPARATE SCHOOLS ACT.

*Schools—Separate schools—Withdrawal of supporter—
Continuance of liability.*

Questions submitted by the Minister of Education for the opinion of the court:—1. Does property which was owned by a separate school supporter, and so assessed, remain liable for rates for the support of separate schools or separate school libraries or for the erection of any separate school house imposed under by-laws passed before the time at which the separate school supporter has withdrawn his support from the separate school? 2. If the property does not remain liable in the case mentioned in the preceding question, is the person who has withdrawn his support personally liable?

Held, that the first question is to be considered with reference to s. 61 rather than s. 47 of the Separate Schools Act, R.S.O. c. 294. The rate to be levied under a by-law does not form a continuing lien on the property of the separate school supporter at the time when a loan is effected. *He*