

to the management; not to interfere with what management is doing, but rather to offer assistance by way of comment, and sometimes of criticism; but, at any rate, it is an opportunity of having fresher minds.

Hon. Mr. CHEVRIER: I believe that I can answer your question by saying that I believe, eventually, there will be some provision made for a greater number of directors on the board.

Mr. MACDONNELL: "Eventually" is such a long word.

Mr. POULIOT: What would be the number that you would suggest?

Mr. MACDONNELL: Well, Mr. Pouliot, I did not have it in mind to suggest any particular number, I was just dealing with the general idea of the possibility of a greater representation on the board of directors.

Mr. POULIOT: You are going on the assumption that the more numbers you have on the board the better will be the result. Speaking personally, I am for quality and not for quantity. The purpose of the board of directors is to advise the management, and, as I see it, the more advisers we have the more difficulties we may expect.

Mr. MACDONNELL: Not with a man like Mr. Gordon; he keeps the directors in their place.

Mr. POULIOT: But Mr. Gordon is not the only man. We must have a board of directors to give direction to the board of management. The board of directors cannot have any say in the operation of the road so what difference does it make anyway.

Mr. MACDONNELL: Let me put it this way, Mr. Gordon; again, I don't want to appear to be interfering with the management; that is to say, I think the president and the executive are responsible. On the other hand, there are a great many conclusions which Mr. Gordon has to make which are very far-reaching and which I presume he brings to the attention of the board from time to time asking for their advice. And when I say I do not want the board of directors to interfere with management, I do not mean that they should not make decisions. They could make very important decisions, but they are decisions to be carried out by the president.

Mr. GILLIS: Has it not been your experience, Mr. Macdonnell, that the more men you get around a table, the longer it takes to get a decision?

Mr. MACDONNELL: I think there is something in what you say.

Mr. GILLIS: It generally boils down to one fellow making a decision and the others agreeing with him.

Mr. GORDON: It is a fact that in the day to day operation it is necessary that the head of any organization should be free to exercise his own judgment in regard to the immediate situation. But on broad questions of policy, that is where the board of directors functions. There are questions of policy and questions of broad interest to the operation of the property as to which the board of directors certainly should express views. Speaking for myself, I make it a very definite point to bring before the board of directors any questions of that type. Therefore I do not want to let your comment pass, that the board of directors do not do anything, because they certainly do. They make a very valuable contribution in regard to the decisions taken in respect to general policy.

Mr. GILLIS: I did not mean to say that they do not do anything. I was simply drawing a conclusion from what Mr. Macdonnell had said. He wanted to have a big board, but with no right to make policies or to direct the management.