

been able to do, no doubt, if the general question proposed had been as generally answered.

In the present case the defendants as a corporation made a contract with the plaintiff for an addition to the school house. The work has been done, and all of the money paid but the trifling sum of \$75, which is the occasion of all this serious litigation.

To form a satisfactory opinion on the subject the Statutes must be carefully considered.

By Con. Stat. U. C. ch. 63, sec. 25, sub-sec. 7, the board of trustees of each grammar school may "employ in concurrence with the trustees of the school section, or the board of common school trustees in the township," &c., "in which such grammar school may be situate, such means as they may judge expedient for uniting one or more of the common schools of such township," &c., "or departments of them, with such grammar school; \* \* \* and the schools thus united shall be under the management of a joint board of grammar and common school trustees, who shall consist of and have the powers of the trustees of both the common and grammar schools; but when the trustees of the common school exceed six in number, six only of their number, to be by them selected, shall be the common school portion of such joint board."

By the Con. Stat. U. C. ch. 64, the trustees of common schools have in general the corresponding power which trustees of grammar schools have. The trustees of common schools may "take such steps as they may judge expedient to unite their school with any public grammar school, which may be within or adjacent to the limits of their section:" sec. 27, sub-sec. 7. And the board of school trustees of cities, towns and villages, may also "adopt at their discretion such measures as they judge expedient, in concurrence with the trustees of the county grammar school, for uniting one or more of the common schools of the city, town, or village, with such grammar school:" sec. 79, sub-sec. 9.

By 23 Vic. ch. 49, sec. 10, it is enacted: "It shall be lawful for any school trustee corporation to dispose by sale or otherwise of any school site or school property not required by them in consequence of a change of school site, and to convey the same under their corporate seal, and to apply the proceeds thereof for their lawful school purposes; and all sites and other property given or acquired, or which may be given or acquired for common school purposes, shall vest absolutely in the trustee corporation for this purpose; and in like manner, and for like purpose, it shall be lawful for any united board of grammar and common school trustees to dispose by sale or otherwise of any school site or school property belonging to the united board, or to the grammar school or common school trustees respectively."

By 29 Vic. ch. 23, sec. 5, it is enacted that "in all cases of the union of grammar and common school trustee corporations, all the members of both corporations shall constitute the joint board, seven of whom shall form a quorum; but such union may be dissolved at the end of any year by resolution of a majority present at any lawful meeting of the joint board called for that purpose. On the dissolution of such union between any grammar and common school, or department thereof, the school property held or

possessed by the joint board shall be divided or applied to public school purposes, as may be agreed upon by a majority of the members of each trustee corporation; or if they fail to agree within the space of six months after such dissolution, then by the municipal council of the city, town, or incorporated village within the limits of which such schools are situated, and, in the case of unincorporated villages, by the county council."

These statutes declare, that the schools thus united shall be under the management of a joint board of grammar and common school trustees: that this joint board shall consist of and have the powers of the trustees of both the common and grammar schools; that the board may have and hold property: that it may sell and dispose of such property in like manner and for like purposes as any school trustee corporation may sell or dispose of it: that it may sell and dispose of, in like manner and for such like purpose, the property belonging to the grammar or common school trustees respectively, composing such united board.

The conclusion I draw from these provisions is that the joint board when formed is a corporate body, having the powers of both the constituent corporations, and the possession, management, and power of sale and disposition of all the property of the newly constituted body, as well as of that of the constituent bodies.

The management of the affairs of the joint board being under the trustees of each subordinate corporation, cannot alone prevent the independent and separate existence of the new body, for every such corporation must be under the individual management of some persons, sometimes of a number of persons generally, sometimes of distinct integral bodies or persons, and sometimes of a select body or number.

The affairs of municipal corporations are under the management of the councils; of banks and such like bodies, under the management of directors; of school corporations, under the management of trustees; of these united boards under the management of a joint body, consisting of integral parts of the constituent corporations.

I think the language used with respect to the joint board and the powers conferred and the duties imposed on it, constitute a body corporate by implication of law: *The Conservators of the River Tone v. Ash*, 10 B. & C. 349; *Ex parte Newport Marsh Trustees*, 16 Sim. 346.

The language is somewhat the same in ch. 64, sec. 37, which enables the township councils to erect and support a township model school, "and in such event the members of such township council shall be the trustees of such model school, and shall possess the powers of common school trustees in respect to all matters affecting such model school."

I think it cannot be doubted that the members of the council would become a corporate body by the name of the "Trustees of the Township of — Model School."

In such a case, "The trustees of any one or more common schools may, at their discretion, and with the consent of such council, merge their schools into such model school:" sec. 38. And this would not have been provided for if the trustees of the common school being a corpora-