

it in the words used by Lord *Eldon*, is not to be confined to the case of one or more private individuals who have been by some express appointment constituted trustees, or agents for others, to buy and sell property, or to transact any other business for them. An express appointment to be trustee is not necessary to constitute the relation of trustee in the view of equity, or impose the responsibility attached to it.

1856.

Bowes
v.
City Toronto

I think it clear, too, that the directors or members of the governing body of a corporation may be regarded and treated (as in some cases they have been), as trustees for those whose property and interests are committed to their management; for instance, as trustee for the shareholders in what are called trading corporations.

If such directors misapply the estates or funds of the corporation, "or deal with their trust" (to use Lord *Eldon's* words) "so as to benefit themselves," I have no doubt they are within the control of a court of equity, as other trustees are; by which I understand to be meant in general, though perhaps not exclusively, if *they deal with the estates or funds* of the institution so as to benefit themselves.

In enforcing the doctrine that I have just stated, courts of equity have often used the very comprehensive language which the plaintiffs rely upon as supporting their case; and have declared it to be a plain violation of the duty of a trustee to place himself in any position which shall bring his own interest in conflict with that of his *cestui que trust*.

That language, however, we must remember, has been commonly, if not always, used in cases where the plainest principles of equity have been violated; as where a trustee or agent has sold to himself the property which he