

An Act to Incorporate "The Agricultural Emporium of Ontario."

PREAMBLE.

WHEREAS William Weld, of the City of London, in the County of Middlesex; John Kennedy, of the Township of London; Henry Anderson, of the Township of Westminster; James Anderson, of the same place; John Pincombe, of the same place; Abdul G. Deadman, of the Township of Delaware; John Geary, of the City of London; William George of the Township of Westminster; Lucian McNames, of the same place; Frederick C. Rogers, of the Village of Delaware; Alfred Hebblethwaite, of the Township of London; Thomas W. Dyas, of the City of London, and others have by their petition applied for an Act of incorporation to enable them to establish a model agricultural or testing farm in the Province of Ontario; and whereas it is expedient to grant the prayer of the said petition:

Therefore Her Majesty, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

1. CERTAIN PERSONS INCORPORATED—NAME AND SEAL.

William Weld, John Kennedy, Henry Anderson, James Anderson, John Pincombe, Abdul G. Deadman, John Geary, William George, Lucian McNames, Frederick C. Rogers, Alfred Hebblethwaite, Thomas W. Dyas, and such other person or persons, bodies corporate or politic, as shall become shareholders in the corporation hereby incorporated, are hereby constituted and declared to be a body corporate and politic by and under the name of "The Agricultural Emporium of Ontario;" and the said corporation shall have a corporate seal.

2. OBJECTS OF COMPANY.

The said corporation is hereby constituted for the purpose of establishing a model agricultural or testing farm, with power to import and export grains, seeds, roots, plants, fruit trees, shrubs, fruit, horses, cattle, sheep, pigs, poultry, agricultural and horticultural implements, manures, feed or medicine for horses and cattle; and the purchasing and vending of articles of said where raised, made, grown or manufactured; and the purchasing and vending of all other the products of the forest, farm, dairy and garden; and the manufacture of farm and garden implements and all other machinery; to instruct and furnish information to farmers and others in agriculture; the dissemination of agricultural, mechanical and other useful information by means of publishing an agricultural newspaper or otherwise.

3. CORPORATION MAY HOLD LANDS.

The said corporation may purchase, acquire, lease, hold, use and enjoy for the purposes of said corporation, such stores, warehouses, offices and lands not exceeding one thousand acres, and make such improvements thereon and thereto as may be deemed advisable, or that may be requisite for the purposes of said corporation.

4. CAPITAL STOCK AND SHARES—APPLICATION OF CAPITAL.

The capital stock of the said corporation shall be twenty-five thousand dollars in twelve hundred and fifty shares of twenty dollars each, which stock shall be subscribed by such persons and corporations as may become shareholders in the said corporation; and the money so raised shall be applied in the first place to the payment of all fees, expenses and disbursements for procuring the passing of this Act and all the rest and residue of the said money shall be applied towards acquiring the real and personal property required in the undertaking and business of the said corporation.

5. INCREASE OF CAPITAL STOCK.

The directors of the corporation, if they see fit at any time after the whole capital stock shall have been subscribed and paid in, but not sooner, may make a by-law for increasing the capital stock of the corporation to any amount not exceeding one hundred thousand dollars, which they may consider requisite in order to the carrying out of the object of the corporation; such by-law shall declare the number and amount of the shares of the new stock.

6. SUCH BY-LAW TO BE SANCTIONED BY SHAREHOLDERS.

No by-law for increasing the capital stock of the corporation shall have any force or effect whatever until after it shall be sanctioned by a vote of not less than three-fourths in value of the shareholders at a general meeting of the corporation duly called for considering the same.

7. PROVISIONAL DIRECTORS AND THEIR POWERS.

William Weld, John Kennedy, Henry Anderson, James Anderson, John Pincombe, Abdul G. Deadman, John Geary, William George, Lucian McNames, Frederick C. Rogers, Alfred Hebblethwaite and Thomas W. Dyas, named

in the first section of this Act are hereby constituted the board of provisional directors of the said corporation, a majority of whom shall be a quorum; and the said provisional board of directors shall hold office as such until the first election of directors under this Act; and shall have power to open stock-books and procure subscriptions of stock for the undertaking, and to receive payment of the amount of stock subscribed, and to make calls upon such subscribers in respect of their stock, and generally to do all matters and things necessary for the full organization and working of the corporation.

8. FIRST GENERAL MEETING FOR ELECTION OF DIRECTORS—WHO MAY VOTE AT SAME—TERM OF OFFICE OF DIRECTORS.

When and so soon as the shares to the amount of fifteen thousand dollars of the capital stock of the company have been subscribed for, and twenty per centum thereon has been paid, the provisional board of directors shall call a general meeting of the shareholders of the corporation at the City of London for the election of directors of the corporation, giving at least ten days' notice of the time, place and purpose of the meeting previously thereto, in some newspaper published at or near as may be to the place of such meeting, and at the said meeting the shareholders who shall have subscribed stock in the books of the corporation, and paid twenty per centum thereon, shall elect not less than three nor more than five persons qualified as hereinafter provided, to be directors of the corporation, which persons shall constitute the board of directors of the corporation, and shall hold office until the first Monday in April next.

9. ANNUAL GENERAL MEETING.

On the first Monday of April in each year thereafter there shall be a general meeting held at the principal office of the said corporation or at such other place as may from time to time be appointed by by-laws of the said corporation, within the Province of Ontario, at which meeting the shareholders shall elect such number of directors, not less than three nor more than five, as may be determined on by by-law of the said corporation in the manner and qualified as hereinafter provided, and due notice of such a nual general meeting, and due notice shall be given by written notice being forwarded to the address of each shareholder at least ten days before the day of such meeting.

10. DIRECTORS TO BE ELECTED BY BALLOT—QUALIFICATION OF DIRECTORS.

The election of directors shall be by ballot, each shareholder being entitled to as many votes as he, she or they have shares in the corporation; and the persons so elected if qualified as hereinafter provided shall form the board of directors of the corporation; but no person shall be so elected unless he is a shareholder owning stock absolutely in his own right and not in arrears in respect of any calls thereon, and may vote in person or by proxy.

11. FAILURE TO ELECT DIRECTORS—HOW REMEDIED.

If at any time an election of directors be not made or do not take effect at the proper time, the corporation shall not be held to be thereby dissolved, but such election may take place at any general meeting of the shareholders called for that purpose, and the retiring directors shall continue in office until their successors be appointed.

12. WHO MAY VOTE AT MEETINGS.

No shareholder shall be qualified to vote at any meeting in respect of any share unless all calls made thereon at the time of such meeting shall have been paid.

13. QUORUM OF DIRECTORS.

At all meetings of the board of directors a majority of the members of the board shall form a quorum for the transaction of business, and the board may employ one or more of their number as paid directors.

14. CHAIRMAN, OFFICERS OF THE COMPANY.

The directors shall elect from amongst themselves a chairman, and the corporation shall also have such subordinate officers as the by-laws thereof require.

15. OFFICERS TO GIVE SECURITY.

The subordinate officers shall be appointed by the directors and required to give such security for the faithful performance of the duties of their respective offices as may be provided by the by-laws of the corporation.

16. BY-LAWS.

The directors of the said corporation may make such by-laws as they deem proper;

1. For the management and disposition of the stock business of the corporation;
2. For the appointment of officers and prescribing their duties and the duties of all artificers and servants who may be employed by and for carrying on all kinds of business within the objects and purposes of the corporation; and
3. For the amending, altering or repealing any by-law of the corporation.

17. EVIDENCE OF BY-LAWS.

A copy of any by-law of the corporation purporting to be under the hand of the chairman of the corporation or other officers and having the corporate seal of the corporation affixed to it shall be received as prima facie evidence of such by-laws in all the courts of law or equity in this Province.

18. CALLS ON STOCK—FORFEITURE.

The directors of the said corporation may call in and demand from the shareholders thereof respectively all sums of money by them subscribed at such times and in such payments or instalments as may be provided in accordance with any by-law of the corporation; payment shall be made by the shareholders within sixty days after a personal demand or after notice requiring such payment has been published for six successive weeks in a newspaper published in the place where the business of the corporation is carried on as aforesaid, under the penalty of forfeiting the shares of stock subscribed for and all previous payments made thereon.

19. PAYMENT OF CALLS.

The said corporation shall have power to enforce the payment of all calls on the capital stock subscribed by action in any of the courts of law; and in any such action it shall be competent for any of the shareholders to be examined as a witness on behalf of the plaintiff.

20. STOCK BOOK.

The directors of the corporation shall cause a book to be kept containing in alphabetical order the names of all persons who are or have been shareholders of the corporation and shewing:

1. Their place of residence;
2. The number of shares of stock held by them respectively;
3. The time when they respectively became the owners of the shares, and
4. A statement of all the existing debts and liabilities of the corporation, and of the amount of its stock actually paid in.

21. DIRECTORS—THEIR POWERS AND DUTIES—CONFIRMATION OF BY-LAWS—PROVISO FOR CALLING SPECIAL GENERAL MEETING.

The directors of the corporation shall have full power in all things to administer the affairs of the corporation, and may make, or cause to be made, for the corporation, any description of contract which the corporation may, by law, enter into; and may, from time to time, make by-laws not contrary to law nor to this Act, for the calling of meetings, regular and special, of the board of directors and of the shareholders, the requirements as to proxies and the procedure in all things at such meetings; and the place or places where the business of the corporation other than farming shall be carried on; and generally all such by-laws as shall appear to them proper and necessary, touching the well ordering and conduct in all other particulars of the affairs of the corporation; and may from time to time, repeal, amend and re-enact the same; but no such by-law nor any repeal, amendments or re-enactment thereof, except for the purpose of regulating the working of the said corporation, the appointment, functions, duties and removal of officers and servants of the corporation, the security to be given by them to the corporation, and their remuneration, shall have any force or effect, until confirmed at the annual general or special meeting called for the purpose of taking the same into consideration, and confirming or annulling the same, and in default of confirmation thereof, shall be of no force or effect; Provided always, that one-fourth part in value of the shareholders of the corporation shall, at all times have the right to call a special meeting thereof, for the transaction of any business specified in such written requisition and notice as they may issue to that effect.

22. STOCK PERSONAL PROPERTY.

The stock of the corporation shall be deemed personal estate and shall be transferable in such manner only, and subject to all such conditions as by this Act, or by-laws of the corporation are or shall be prescribed.

23. ENFORCEMENT OF PAYMENT OF CALLS BY ACTION.

The said corporation may enforce payment of all calls and interest thereon, by action in any competent court, and in such action it shall not be necessary to set forth the special matter, but it shall be sufficient to declare that the defendant is the holder of one share or more, stating the number of shares, and is indebted in the sum of money to which the calls in arrear amount, in respect of one call or more upon one share or more, stating the number of calls and the amount of each, whereby an action hath accrued to the corporation under this Act; and a certificate under seal and purporting to be signed by the chairman or any officer of the corporation, to the effect that the defendant is a shareholder, that such call or calls has, or have been made, and that so much is due by him, her or them and unpaid thereon, shall be received in all courts of law or equity as prima facie evidence to that effect.

24. SHAREHOLDERS IN ARREAR NOT TO VOTE.

No shareholder being in arrear in respect of any call, shall be entitled to vote at any meeting of the said corporation.

25. CONTRACTS BY CORPORATION.

Every contract, agreement, engagement, or bargain made, and every bill of exchange drawn, accepted or endorsed, and every promissory note and cheque made by the chairman of the corporation, and countersigned by two other directors or such officers of the corporation as may be by by-law authorized to perform such or the like duties, and under the authority of a majority of a quorum of the directors shall be binding on the said corporation; and every such promissory note or bill of exchange shall be presumed to have been made by proper authority until the contrary be shown; and in no case shall it be necessary to have the seal of the corporation affixed to any such contract, agreement, engagement, bargain, bill of exchange, promissory note or check; nor shall the said chairman, directors or other officers be thereby subjected individually to any liability whatever to any third party therefor; Provided that nothing in this Act shall be construed to authorize the said corporation to issue any note payable to the bearer thereof, or any promissory note intended to be circulated as money, or as the note of a bank, or to engage in the business of banking or insurance.

26. LIABILITY OF SHAREHOLDERS.

Each shareholder, until the whole amount of his stock has been paid up, shall be individually liable to the creditors of the corporation to an amount equal to that not paid up thereon, but shall not be liable to an action therefor by any creditor until an execution against the corporation has been returned unsatisfied in whole or in part; and the amount of stock not paid up with costs shall be the sum recoverable against such shareholder.

27. LIABILITY OF SHAREHOLDERS LIMITED.

The shareholders of the said corporation shall not as such be held responsible for any act, default or liability whatsoever of the corporation, or for any engagement, claim, payment, loan, injury, transaction, matter or thing whatsoever related to or connected with the said corporation, beyond the amount of their respective shares in the capital stock thereof.

28. LIABILITY OF SHAREHOLDERS.

The shareholders of the corporation shall be jointly and severally individually liable for all debts due and owing to any of the labourers, servants and employees thereof for services performed for such corporation; but no shareholder shall be personally liable in the foregoing or any other of the cases in which personal liability is imposed by this Act for the payment of any debt contracted by the corporation, which is not to be paid within one year from the time the debt is contracted, nor unless a suit for the collection of such debt be brought against the corporation within one year after the debt became due; and no suit shall be brought against any shareholder for any debt so contracted, unless the same be commenced within one year from the time he ceased to be a shareholder in the said corporation nor until an execution against the corporation has been returned unsatisfied in whole or in part.

29. POWER TO BORROW MONEY—PROVISOR.

The directors of the corporation are hereby authorized and empowered from time to time to borrow for the purposes of the corporation any sum of money, and for the repayment of the money borrowed and the payment of the interest thereon, to mortgage the real or personal estate or both of said corporation; Provided always that the consent of two-thirds in value of the shareholders of the corporation shall be first had and obtained at a special meeting to be called and held for that purpose; Provided also that the said corporation shall not be authorized at any time to borrow a sum exceeding one-half the amount of the capital stock then paid up.

30. MUNICIPAL CORPORATIONS MAY TAKE STOCK

Any municipal corporation may take and subscribe for stock in the said corporation.

31. MUNICIPAL CORPORATION MAY EXEMPT PROPERTY OF CORPORATION FROM TAXES.

The municipal corporation in which the said corporation shall establish their model farm, may in their discretion exempt the lands and personal property connected therewith from the payment of all taxes and municipal rates so long as the said land shall be used as such model farm.

THERE is a great tide of emigration to the Red River Valley and Manitoba, and it is confidently predicted that they will soon become two of the garden spots of the Continent. As an indication of the productiveness of the soil, the fact may be mentioned that fifty bushels of wheat to an acre have been raised in Manitoba this year, and the grain of the best quality.

wood. It is easiest in his work of mis-

good deal of attention to cauliflowers, tomatoes, transplanted. Beans should be sown at regular supply. Bushes should be sown at regular supply. Fresh hellebore. Fresh hellebore. Fresh hellebore.

plants are apt to be bug unless well. They may be got lime or plaster by being picked off

P FLY. in Eng- in Newman's Ento-

of 1870 the turnip (Nemorum) has throughout the bor- might be sown early extreme there was no might prevailed; and ce for the mainten- myriads, kept up gling existence. It vent of showers long mosphere, that the d at length out-grew r; for not only did lobes, but continued and delay the growth e singled out, some lds till there were

amage was not so My own Swedes own; but, as for the mere dint of perse- round got covered at fields here produce ch" (Sinapis arven- be a great preserva- plants, in allowing a leaf unbitten. The the mustard as to r natural food; and Swedes were nearly e mustard obtained to this, although the on plants like gun- and thinning the I have heard that in stard is in the soil, that it is not an un- such seasons as the ick sowing in fields

ere remarkably free the small caterpillar is absent. In a few crop of rocks, which d places, I had a death entirely eaten stripped the leaves inned, leaving only ds and potatoes all ll some change took sition of wings by the nuisance abated. and used to hide soil, the fork at the d there at the sur- clods or small stones. bers with their hoes, rooks and jackdaws e spot. This hap- side of stone walls, holed for some dis-

recently held in the ar Sarmia, a flock of sold for \$433. The or any one pair was

acts the potato in the ers. The tuber, as s could be desired, in- robust shoot, develops tender filament of the read, which soon dis- the tuber itself decay- potatoes are called productiveness.