

10. On the second Tuesday in June in each year, at the Office of the said Company, there shall be chosen by the shareholders, seven Directors in the manner hereinafter provided; and notice of such annual elections, shall be published one month before the day of election, in one newspaper published in the City of Toronto, and in the *Canada Gazette*; and all elections for Directors shall be by ballot, and the persons who shall have the greatest number of votes at any election shall be Directors; and if it shall happen that two or more shall have an equal number of votes, the shareholders shall determine the election by another or other votes, until a choice is made; and if a vacancy shall at any time take place among the Directors by death, resignation or removal from the Province, such vacancy shall be filled for the remainder of the year, by a vote of the majority of the Directors, and the said seven Directors shall form a Board of Directors.

11. The number of Directors which shall form a quorum for the transaction of business may be regulated by the By-laws of the Company, and until such By-laws shall be passed, a majority of the Directors shall form such quorum; Provided that the Directors may employ one of their number as a paid Director.

12. No shareholder shall be eligible to be elected a Director under this Act, unless he shall be a *bona fide* stockholder in the said Company to the amount of at least one thousand dollars and shall have paid up all calls on such stock.

13. No call of money from the shareholders, shall exceed ten per centum on their shares, nor shall more than one call be made within sixty days.

14. Each shareholder in his own right, shall be entitled to a number of votes equal to the number of shares which he shall have in his own name, two weeks prior to the time of voting.

15. The said Company shall have power to become parties to promissory notes and bills of exchange, for sums not less than one hundred dollars, and every such promissory note made or endorsed, and such bill of exchange drawn, accepted or endorsed by the President or Vice-President of the Company, and countersigned by the Secretary and Treasurer, and under the authority of a majority of a quorum of the Directors, shall be binding on the Company, and every such promissory note or bill of exchange, made, drawn, accepted or endorsed by the President or Vice-President of the said Company and countersigned by the Secretary and Treasurer as such, after the passing of this Act, shall be presumed to have been properly made, drawn, accepted or endorsed, as the case may be, for the Company, until the contrary be shewn; and in no case shall it be necessary to have the seal of the Company affixed to any such bill of exchange or promissory note, nor shall the President, Vice-President, or Secretary or Treasurer of the Company so making, drawing, accepting or endorsing any such promissory note or bill of exchange be thereby subjected individually to any liability whatever; Provided always, that nothing in this section shall be construed to authorize the said Company to issue any note payable to bearer, or any promissory note intended to be circulated as money, or as the notes of a Bank.

16. The capital stock of the Company shall be seven millions of dollars divided into seventy thousand shares of one hundred dollars each.