

contracts entered into by or for the company. As to the prospectus of an Ontario company, see the Directors' Liability Act, R.S.O., c. 216.

The above sketch though not exhausting all the minor differences between the two Acts will perhaps be found to set out in a convenient form the chief points of contrast and those characteristics which may be important to bear in mind in weighing the comparative value of the two charters.

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COLLATERAL NEGLIGENCE.

When a principal employs an independent contractor to perform a work and a third party is injured in its performance, through the negligence of the contractor or his servants, such negligence is said to be collateral to the work which the contractor was engaged to do, and the principal is not liable, if he parted with control over the work in course of its being carried out and interfered in no way at any stage of the process. The reason of the rule is that the damage arises from a collateral or casual omission not ordinarily incident to the work.

Like all general rules, however, the rule above stated is subject, to several exceptions. Chief among them is the following:—Where the work interferes with the rights of others and thus casts upon the principal the duty of seeing it properly executed, he cannot escape responsibility by delegating the performance of that duty to another. This branch of the doctrine of respondeat superior is thus clearly expressed by Wills, J., in the recent case of *Holliday v. National Telephone Company* (1899) 1 Q. B. 227. "There are many cases in which a person who employs another to do the work for him is not exempted from liability for accidents arising out of such work, because he has employed an independent person and has not retained any control over processes or details, nor even interfered in any way with the work at any stage. If a person orders a thing to be done which when done, or as done, is an interference with the safety or rights of another who at the time he is injured is in the exercise of his lawful rights, it is no answer to say, that the person for whom the offending thing has been done has procured it to be done by