

for such purpose, empower and authorize any such agent or agents to do and perform any act or thing, or to exercise any powers which the Directors themselves or any of them may lawfully do, perform and exercise, except the power of making By-laws, and all things done by any such agent by virtue of the powers in him vested by such By-law, shall be valid and effectual to all intents and purposes as if done by such Directors themselves, anything in this Act to the contrary notwithstanding. 5

Defects in election, &c., of Director not to affect his acts as such.

XIX. And be it enacted, That all acts done by any person or persons acting as Directors or Director, shall, notwithstanding there was some defect in the appointment of any such persons or person, or that they or any of them were disqualified, be as valid as if every such persons or person had been duly appointed and was qualified to be a Director. 10

English Rules of Evidence to apply in Lower Canada.

XX. And be it enacted, That in all actions or suits at law by or against the Company, or to which the said Company may be a party instituted in Lower Canada, recourse shall be had to the Rules of Evidence laid down by the laws of England as recognized by the Courts in Lower Canada in Commercial cases, and no Shareholder shall be deemed an incompetent witness either for or against the Company unless he be incompetent otherwise than as a Shareholder. 15 20

As to writs of *Saisie Arrêt*, &c., upon the Company.

XXI. And be it enacted, That if any writ of *Saisie Arrêt* or attachment shall be served upon the said Company, it shall be lawful for the President, or for the Secretary or the Treasurer thereof, or any agent to be appointed as hereinbefore provided, in any such case to appear in obedience to the said writ, to make the declaration by law required according to the exigency of such case, which said declaration or the declaration of the said President, shall be taken and received in all Courts of Justice in Lower Canada as the declaration of the Company, and in causes in which Interrogatories, *sur faits et articles*, or the *serment décisoire* may be served upon or required of the Company, the Directors shall have the power, by a vote or resolution entered among the minutes of the proceedings of any meeting, to authorize the President, Secretary or Treasurer, or such agent as aforesaid, to appear and answer such Interrogatories, or take or refer such *serment décisoire*, and the answers on oath of the President, Secretary or Treasurer, or such agent as aforesaid so authorized, shall be held and taken to be the answers on oath of the Company to all intents and purposes, as if the formalities by law required had been complied with, and the production of a copy of any such resolution, certified by the Secretary, with the said answers, shall be sufficient evidence of such authorization. 25 30 35 40

*Faits et articles.*

Answers.

Execution of contracts, policies, &c., on behalf of the Company.

XXII. And be it enacted, That every contract, policy, agreement, engagement or bargain by the Company, or by any one or more of the Directors on behalf of the Company, or by any agent 49