

it was decided that the officers actually engaged in the management of the company should receive a salary to be agreed upon thereafter, the salary to date from the 1st May, 1909. No agreement has ever been made as contemplated by that resolution.

At this same meeting Mr. G. M. Deeks was elected President, Mr. Cook General Manager, and Mr. Hinds Secretary-Treasurer. This minute, it may be observed, was of a directors' meeting; and salary could not be given to directors without the assent of the shareholders; and, so far as the evidence discloses, the resolution was never confirmed by the shareholders. It is also important to notice that Mr. A. B. Cook was then re-elected to the office of General Manager, although not actively concerned in the conduct of the company's affairs in any way, and Mr. G. S. Deeks, who with Mr. Hinds bore the burden of the actual management, had no office save that of director.

Matters went on in much the same way, the feeling against Mr. Cook growing all the time stronger. A letter of September 14th, 1909, written shortly before this meeting, indicates the way Messrs. Deeks and Hinds regarded Mr. Cook; and the idea not unnaturally developed in the minds of the other three, particularly in the minds of Messrs. G. S. Deeks and Hinds—who took far more part than Mr. G. M. Deeks—that as soon as possible they must cut free from Mr. Cook and leave him to his own resources. The result was that no new contracts were entered into on behalf of the company, the whole energies of the concern being bent to the closing of the work then in hand.

Had this determination then been openly announced to Mr. Cook, no exception to the conduct of his colleagues could have been taken in law or in morals. He was reaping where he had not sown, and his conduct throughout was such as to justify, if any justification were needed, the determination of the defendants to part company with him. Nothing, however, was said to him, and matters were allowed to drift along quietly. As Mr. Hinds put it in evidence, "the fact that a change was impending must have been evident to everyone, and nothing but Cook's colossal egoism prevented him from apprehending it."

I do not go as far as Mr. Hinds in assigning the cause, but Mr. Cook apparently did not realize the situation.