

no desire to sever my connection with the bank, and the directors have been good enough to arrange for a continuance of my services for some time yet to come. I can assure you that the best services I can give will still be rendered to the bank in the way of supervision and direction, and the exercise of a somewhat long banking experience.

I have a large interest in the bank as a stockholder, but I have a larger interest in the way of reputation, and reputation to a banker is as important as credit to a merchant. The best energies of my life have been devoted to its business. I have never ceased to watch over its affairs. Even in times of rest by the seaside, I have repeatedly spent laborious hours in examination of the work that was being done, and in correspondence about it. This has been the case even when I have gone abroad, which I have never done without arranging for a system of cable ciphers. These have reached me time and again when in England or Scotland, or even France and Italy, and had to be dealt with there and then.

The bank has been on my mind and on my heart for twenty years past, and if I may be permitted to hold office in it, I hope it may continue to be so, in some form or other, as long as I live.

#### THE DISCUSSION.

The president having invited discussion, Mr. John Morrison said that he very much approved of the course adopted by Mr. Hague in securing the services of a successor. He had, during the last two or three years, frequently thought that such a course should be adopted, as in order to take over the management of such an institution as this bank, some previous knowledge of its workings was necessary. In this respect Mr. Hague, who was still an active man, would be able to guide the gentleman who had been appointed his coadjutor.

Mr. John Crawford considered that the report of the directors was, under the circumstances, a satisfactory one, though it would be well if it could be issued a little earlier, so as to give the shareholders an opportunity of perusing it. He advocated the payment of quarterly dividends, and said that it was a matter which should favorably be considered by the board of directors. It was a reasonable request, and he saw no valid reason why it should not be granted. He spoke of the need of economy in the management of a banking institution, and went on to refer to the revision of the Banking Act, saying that when the time for that revision came it would be well to amend it in regard to the electing of directors. When persons filled the same office year after year they naturally fell into a groove, from which is required a herculean effort to extract themselves. If a system of rotation were adopted, this would be avoided, and it would act as a stimulus to each of the directors to qualify himself for the office of president. He believed that the shareholders were well satisfied with the report, although the year's transactions had not reached the point of former years.

The motion for the adoption of the report was carried unanimously, after which Mr. John Crawford moved:

"That the thanks of the shareholders are due and are hereby tendered to the president, vice-president and directors for the manner in which they have conducted the institution during the past year, and to the general manager for his efficient management during the year."

He had, he said, abundant pleasure in moving that resolution, and not the less so because of the last paragraph. He was glad that it had been included, although he was sometimes very aggressive on general managers; but there were exceptions sometimes. On the whole, he remarked, he was satisfied with his dividend.

The motion was seconded by Mr. James Williamson, and was unanimously concurred in.

The General Manager—With regard to Mr. Crawford's remark about the report not being in the hands of the shareholders earlier, you will remember that last year the time of the annual meeting was changed to a week earlier, and that is the reason why the report and financial statement were not in your hands until one or two days ago. It takes a long time to prepare them, and previously we had a week longer, and consequently you had the statements in your hands longer. Now it has been thought desirable to go back to the old time of holding the meeting, the change having been found inconvenient. About the matter of charges, I can assure you that the utmost vigilance is used in looking after the

charges at all our branches, and the utmost economy pervades every department. In England and Scotland the charges are nearly all above ours. Only two are lower, and many are much higher. One of the latter is the Bank of Scotland, whose charges are much higher in proportion to the gross profits than ours, and so are those of the National Bank of Scotland; so are those of the London & Westminster; so are those of the London Joint Stock, and so are those of the London and County. I just want to say, for I have been looking into the matter, that there is not a bank in England or Scotland that shows what its losses have been, and a number of them do not show what their charges are. The Bank of England reports exactly as we do, and so does the National Provincial Bank, which is the next largest to the Bank of England.

Mr. John Crawford—How long does the president of the Bank of England remain in office.

The General Manager—The office of chairman is taken in rotation.

Mr. Crawford—For only one year?

The General Manager—One year.

Mr. John Morrison—You mentioned the National Provincial. Has it not a reserve fund and paid-up capital of \$60,000,000?

The General Manager—Its capital is £3,000,000. I don't know exactly what the reserve fund is. Its deposits are fifteen times as much as the capital, while the deposits of the Bank of Montreal, about which Mr. Morrison appeared to be excited the other day, are only three times as much.

The General Manager then continued:—With regard to this matter of electing directors by rotation, it is a question for the board; but I will assure Mr. Crawford that it is not always safe to follow English precedent. Our circumstances are different. The banks in England and Scotland that have a system of rotation, nearly always announce that so-and-so is retiring by rotation, but is eligible for re-election; and the old directors are nearly always re-elected. Mr. Morrison made some reference to expenses and the Queen's diamond jubilee. All the expenses that this bank will incur will be for illuminating it. A few hundred dollars will do that. Mr. Crawford spoke about appointments, and thought that the shareholders should be consulted in such matters. The reply would probably come better from the directors, but I may say that the banking Act places the responsibility of the appointments entirely on the directors. To submit appointments to a meeting of the shareholders would be utterly unworkable.

Mr. Hector Mackenzie then moved:

"Whereas it has been found inconvenient to hold the annual meeting of the shareholders so early as the second Wednesday in June,

"Be it resolved that the by-law relating thereto be amended so as to provide for the annual meeting being held in future on the third Wednesday."

This was seconded by Mr. Jonathan Hodgson, and agreed to unanimously.

Mr. M. S. Foley moved:

"That Messrs. James Williamson and Michael Burke be appointed scrutineers for the election of directors about to take place, and that they proceed to take the vote immediately; that the ballot shall close at 3 o'clock p.m., but if an interval of ten minutes elapse without a vote being tendered, the ballot shall be closed immediately."

The motion having been concurred in, Mr. Charles Alexander moved, seconded by Mr. James Williamson:

"That the thanks of this meeting are due and hereby tendered to the chairman for his efficient conduct of the business of the meeting."

The motion was carried unanimously, and the president having thanked the shareholders for their consideration, the scrutineers shortly afterwards reported that the following had been duly elected as directors: Andrew Allan, Hector Mackenzie, Jonathan Hodgson, John Cassils, H. Montagu Allan, James P. Dawes, T. H. Dunn, Robert Mackay, Thomas Long.

The meeting then adjourned.

The new directors met in the afternoon, when Mr. Andrew Allan was re-elected president, and Mr. Hector Mackenzie was re-elected vice president.

—Further reports of meetings will be found on pages 1643 and 1650. The Eastern Townships Bank report appears next week.

#### TRUST—RESTRAINT OF TRADE.

In the case of Gates vs. Hooper, recently decided by the Supreme Court of Texas it appeared that the plaintiff and defendant, merchants doing business in the same town, made an agreement by which the latter bound himself to retire from business in the town for twelve months and to secure his patronage to the plaintiff. Within a year he resumed business and the plaintiff sued. The trial court held that the contract was void, as being in restraint of trade, but this decision was reversed by the Supreme Court, which said: "It is not contended that the contract would be void if tested by the common law, but that it is a 'trust' under our statute as construed by this court."

To constitute a trust within the meaning of the statute there must be a 'combination of capital, skill or acts by two or more.' 'Combination' as here used means union or association. If there be no union or association by two or more of their 'capital, skill or acts,' there can be no combination, and hence no trust. When we consider the purposes for which the combination must be formed to come within the statute, the essential meaning of the word 'combination,' and the fact that a punishment is prescribed for each day that the trust continues in existence, we are led to the conclusion that the union or association of 'capital, skill or acts' denounced is where the parties in the particular case designed the united cooperation of such agencies, which might have been otherwise independent and competing, for the accomplishment of one or more of such purposes. In the present case there is no 'combination.'

#### A CONSCIENTIOUS SORT OF CONSCIENCE.

"A few days ago," says a local paper, "a man walked into the Clark street ticket office of the Canadian Pacific and handed Ticket Agent C. L. Williams a five-dollar note. He said he had ridden over a stretch of the Canadian Pacific a few years ago without paying for the ride and his conscience had been troubling him. He refused to give his name or address, but told Mr. Williams that five dollars would cover his indebtedness to the railroad." The man in whose heart of hearts there dwells an upbraiding conscience and the memory of a ride that was never paid for, is an intermittent but familiar correspondent of all railways. Seldom, however, does he materialize beyond the hazy personality of a remorse stricken letter writer, who essays to make his lasting peace, and to work out reparation, under the modest shelter of a postage stamp. To know that there has been found in the streets of the metropolis—in Chicago—in Clark street—a conscience, in exact working order, and of that exceptional type that could not down with the memory of five dollars to the good saved by wicked diplomacy, from a railroad, is to refresh the soul of the wayfaring man with a glimpse of the better side of human nature, and, incidentally, to set in the sky of the street railway companies the bow of promise for an exceeding weight of nickels that they have not thus far obtained, but which may, in this manner, later, rain down upon them unsolicited.—*Railway and Engineering News.*

SAVED HIS RETAINER.—A countryman went to a lawyer, laid before him a case in dispute, and then asked him if he would undertake to win the suit. Lawyer: "Most certainly I will undertake the case. We are sure to win." Peasant: "Do you really think it is a good case?" Lawyer: "Undoubtedly. I am prepared to guarantee you will get a verdict in your favor." Peasant: "Well, then, sir, I don't think I'll go to law this time, for, you see, I have just given you my opponent's case, and not my own."—*Pearson's Weekly.*

WOMAN'S SUPERIOR ACUMEN.—"Just look at that!" exclaimed Mrs. Wallace. "At what?" asked Wallace. "At that ridiculous sign—'An \$80 cigar for 10 cents.' We women may be easily deceived by bargain advertisements, but no palpable lie like that would ever take us in." And she was so happy over it that he had not the cruelty to tell her that the "eighty" stood for the price by the thousand.—*Cincinnati Enquirer.*

SOME assignments among minor traders in Toronto are those of George Hall, tailor; Joseph Lebarge, grocer; Kate MacMillan, milliner, and Robert Smith, dyer.