

No. 52.

4th Session, 1st Parliament, 34 Victoria, 1871.

BILL.

An Act to incorporate the Board of Trade of
the City of Kingston.

PRIVATE BILL.

MR. KIRKPATRICK.

OTTAWA:

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1871.

An Act to Incorporate the Kingston Board of Trade.

WHEREAS, George M. Kinghorn, Henry C. Voigt, John Carruthers, John Fraser, Roderick M. Rose, Henry Cunningham, William B. Simpson, Edwin Chown, R. M. Ford, William Ford, jun., John McKay, jun., George Robertson, jun., Jas. Greenfield, James Richardson, Wm. Harty and others, hereinafter named, residents in the City of Kingston, have by their petition to the Legislature represented that they have associated themselves together for many years past for the purpose of promoting such measures as they have deemed important towards developing the general trade and commerce of this Dominion and the City of Kingston in particular, and have further represented that the said Association would be more efficient in its operations should an Act of incorporation conferring certain powers on them and their successors be granted, and whereas, it is expedient that the prayer of the said petition should be granted; Therefore, Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. The said George M. Kinghorn, Archibald Livingston, Henry Charles Voigt, John Carruthers, John Fraser, James Grant MacDonald, Roderick M. Rose, Henry Cunningham, William B. Simpson, Edwin Chown, George S. Fenwick, W. R. McRae, R. M. Ford, James Macnee, D. D. Calvin, Alexander Ross, R. M. Moore, Chas. F. Gildersleeve, George Robertson, William Ford, jun., James Fisher, John McKay, jun., George Robertson, jun., G. W. Andrews, Michael Doran, W. P. Lacey, Isaac Simpson, Jas. Greenfield, William Irwing, J. Penfold, James Richardson, P. R. Henderson, William Stewart, L. N. Putnam, Ira Breck, J. C. Clark, George Chaffey, John McMillan, William Harty, John Muckleston, John McKelvey, Weir Anderson, Edwin Rose and George M. Wilkinson, and such other persons residents in the City of Kingston or in the County of Frontenac, as are or shall be associated with the persons above named, for the purposes of this Act, in the manner hereinafter provided, and their successors, shall be and are hereby constituted a body politic and corporate, by the name of "The Kingston Board of Trade," for the purposes mentioned in the preamble and may by that name, sue and be sued, implead and be impleaded, answer and be answered, defend and be defended in all Courts of Law and Equity, and all other places whatsoever, in all manner of actions, suits, complaints, matters and causes whatsoever, and by that name they and their successors shall have perpetual succession, and may have a Common Seal, and the same may make, alter and change at their will and pleasure; and they and their successors by their corporate name shall have power to purchase, take, receive, hold, and enjoy any estate whatsoever, real or personal, and alienate, sell, convey, lease or otherwise dispose of the same, or any part thereof from time to time and as occasion may require, and other estate real or personal to acquire instead thereof: Provided always, that that the clear annual value of the real estate held by the said Corporation at one time shall not exceed

Preamble.

Incorporation and general powers.

Proviso as to property.

- Proviso Corporate powers limited to this Act.** Five thousand dollars ; and provided also, that the said Corporation shall not have or exercise any corporate powers whatsoever, except such as are expressly conferred on them by this Act or may be necessary for carrying the same into effect according to its true intent and meaning. 5
- Application of funds.** 2. The funds and property of the said Corporation shall be used and applied to and for such purposes only as may be calculated to promote and extend the lawful Trade and Commerce of this Dominion generally, and of the City of Kingston in particular, or as may be necessary to obtain the objects for which the said Corporation is constituted according to the true intent and meaning of this Act. 10
- Domicile.** 3. The usual place of meeting of the said Corporation shall be held to be the legal domicile thereof, and service at such place of any notice or process of any kind addressed to the said Corporation shall be held to be sufficient service of such notice or process on the Corporation. 15
- Council of the Corporation.** 4. For the management of the affairs and business of the said Corporation, there shall be a Council to be called "the Council of the Board of Trade," which shall, from and after the first election hereinafter mentioned, consist of a President, Vice-President, Secretary and seven other members of the Council, all of whom shall be members of the said Corporation and shall have the powers and perform the duties hereinafter mentioned and assigned to the said Council. 20 25
- Presiding officers and members of the Council.** 5. The said George M. Kinghorn shall be President, the said Archibald Livingston shall be Vice-President, and the said H. C. Voigt, John Carruthers, Edwin Chown, Henry Cunningham, W. R. McKrae, William B. Simpson, R. M. Ford, the other members of the Council, until the first election, to be had under the provisions of this Act; and the Council hereby appointed shall, until the said election, have all the powers assigned to the Council by this Act. 30
- General meeting and election of officers. Time and place of meeting.** 6. The members of the said Corporation shall meet annually in the city buildings in the City of Kingston, or in such other place as may be decided by By-law of the Corporation (of which due notice shall be given by the Secretary), on the second Tuesday in the month of January, and they, or a majority of them, shall then and there choose by separate ballot, or in such other way as shall be fixed by the By-laws of the Corporation elect from among the members of the Corporation one President, one Vice-President, one Secretary-Treasurer, and seven other members of the Council, who, with the said President, Vice-President, and Secretary-Treasurer, shall form the Council of the said Corporation; and shall hold their offices until others be elected at the next annual meeting in their stead, or until they shall be removed from office, or shall vacate the same under the provisions of any By-laws of the Corporation; provided always, that if the said election shall not take place on the second Tuesday of January in any year, the Corporation shall not thereby be dissolved, but such election may be had at any general meeting of the Corporation, and the members of the Council then in office shall remain so until the election shall be had. 35 40 45 50
- Proviso.** The Corporation shall not be dissolved if such election do not take place on the day appointed. 50

7. If any member of the said Council shall die, resign his office, or be absent for six months continuously from the said City of Kingston or County of Frontenac, it shall be lawful for the said Corporation, if they shall see fit, at any general meeting, to elect a member of the Corporation to be a member of the Council in the place of the member so dying or resigning, or being absent, and the member so elected shall hold office until the next annual election and no longer, unless re-elected.
8. At any annual or other general meeting of the Corporation, whether for the purpose of electing members of the Council or for any other purpose, any seven or more members of the Corporation shall form a quorum and shall be competent to do and perform all acts which, either by this Act or by any By-law of the Corporation, are or shall be directed to be done at any such general meeting; and all general meetings of the Corporation shall be held at the place then appointed by By-laws thereof for the annual meeting aforesaid.
9. It shall be lawful for the said Corporation, or the majority of them present at any general meeting, to make and enact such By-laws, rules and regulations for the government of the said Corporation, providing for the admission and expulsion or the retirement of members, and for the management of its Council, officers and affairs, and all other By-laws in accordance with the requirements of this Act, or the laws of Canada, as such majority shall deem advisable, and such By-laws shall be binding on all members of the said Corporation, its officers and servants, and all other persons whomsoever lawfully under its control; provided that no By-laws shall be made or enacted by the said Corporation without notice, in writing, thereof having been given by one member and seconded by another member at a previous meeting, and duly entered in the books of the said Corporation as a Minute of the said Corporation.
10. Each and every person then resident in the City of Kingston or in the County of Frontenac, and being or having been a merchant, trader, mechanic, manager of a Bank, or accountant shall be eligible to become a member of the said Corporation; and at any general meeting of the said Corporation it shall be lawful for any member of the said Corporation to propose any such person as aforesaid as a candidate for becoming a member of the said Corporation, and if such proposition shall be carried by a majority of the members of the said Corporation then present, he shall thenceforth be a member of the Corporation, and shall have all the rights and be subject to all the obligations which the other members possess, or are subject to; provided always, that any person not being a merchant or trader, mechanic, manager of a bank, or accountant shall be eligible to become a member of the said Corporation in manner aforesaid, in case such person shall be recommended by the Council of the Board of Trade at any such meeting.
11. It shall be lawful for the President, or a majority of the said Council, by a circular letter signed by the Secretary of the said Corporation, to each member and mailed one day previous to the said meeting, to call a general meeting of the said Corporation for any of the purposes of this Act.

How vacancies in the Council, occasioned by the death, absence, &c., of any member, shall be filled.

Quorum.

Powers of making By-laws for certain purposes.

Proviso; notice of By-laws to be proposed.

Members of the Corporation, qualification of.

Special general meeting, how called, &c.

Meetings of
the Council,
how called.

12. It shall be competent to the said Council to hold meetings from time to time, and to adjourn the same when necessary, and at the said meetings to transact such business as may by this Act, or the By-laws of the Corporation, be assigned to them; and such meetings of the Council shall be convened by the Secretary at the instance of the President; or upon the request of any two members of the Council, and the said Council shall, in addition to the powers hereby expressly conferred on them, have such powers as shall be assigned to them by any By-law of the Corporation, except only the power of enacting or altering any By-law or admitting any member, which shall be done in the manner provided for by this Act and no other; and any five or more members of the Council, lawfully met, and of whom the President or Vice-President shall be one, or in case of their absence, any five or more members lawfully met shall be a quorum, and any majority of such quorum may do all things within the powers of the Council; and at all meetings of the said Council, and at all general meetings of the Corporation the President, or in his absence the Vice-President, or if both be absent, any member of the Council then present who may be chosen for the occasion, shall preside, and shall in all cases of equality of votes upon any division have a casting vote.

Quorum.

President
and casting
vote.

Council to
frame By-
laws and
submit them
to Corpora-
tion.

13. It shall be the duty of the said Council, as soon as may be after the passing of this Act, to frame such By-laws, rules and regulations as shall seem to the Council best adapted to promote the welfare of the said Corporation and the purposes of this Act, and to submit the same for adoption at a general meeting of the said Corporation called for that purpose in the manner hereinbefore provided.

Meetings of
the Council
to be open.

Minutes to be
kept.

14. The meetings of the members of the Council shall be open to all members of the said Corporation who may attend at the same, but who shall take no part in any proceedings thereat; and Minutes of the proceedings at all meetings, whether of the said Council or the said Corporation, shall be entered in books to be kept for that purpose by the Secretary of the said Corporation; and the entry thereof shall be signed by the President of the said Council, or such other person who at the time shall preside over any such meeting; and all such books shall be open at all reasonable hours to any member of the said Corporation, free from any charge.

Board of
Examiners of
Inspectors of
articles sub-
ject to inspec-
tion.

15. From and after the passing of this Act, it shall be lawful for the Council of the said Corporation to appoint five persons to constitute a Board of Examiners for the City of Kingston or County of Frontenac, for the year commencing on the first day of September then next, and ending on the thirty-first day of August following, to examine applicants for the office of Inspector of flour and meal, or any other article subject to inspection, and for the said Council to do all such other Acts, matters and things connected with the inspection of flour and meal, or any other article, and have a full power and be subject to the same conditions as those conferred upon and required of the Councils of the Boards of Trade by virtue of the Act, *chapter forty-seven of the Consolidated Statutes of Canada*, and the said Examiners and Inspectors shall also be subject to all the conditions, requirements, oaths, matters and things (touching their offices) set forth in *the said Act*.

16. Any person who may by law, in other cases, make a solemn affirmation in any case, where, by this Act, an oath is required; and any person hereby authorized to administer an oath, may, in such cases as aforesaid, administer such solemn affirmation; and any person who shall wilfully swear or affirm falsely, in any case where an oath or solemn affirmation is required or authorized by this Act, shall be guilty of wilful perjury.

17. Nothing in this Act shall affect any rights of Her Majesty, her heirs or successors, or of any party or persons whomsoever, such right only excepted as are herein expressly mentioned and affected.