

NO. 1771

2nd Session, 3rd Parliament, 12 Victoria, 1849.

BILL.

An Act to incorporate *The Horticultural Society* of Montreal.

Received and Read, a first time, Friday, 16th
March, 1849.

Second Reading, Wednesday, 21st March, 1849.

HON. MR. BADGLEY.

PRINTED BY LOVELL AND GIBSON.

B I L L .

An Act to incorporate *The Horticultural Society*, of Montreal.

WHEREAS the establishment of a So- Preamble.
 ciety, in the City of Montreal, for the
 encouragement and advancement of Horti-
 culture and the Arts and Sciences therewith
 5 connected, would greatly promote that branch
 of science: And whereas the persons here-
 inafter mentioned have associated themselves
 for the purpose of forming such a Society,
 under the name of *The Canadian Horticul-*
 10 *tural Society*, and have represented that they
 cannot effectually carry out the object they
 have in view without an Act of incorpora-
 tion vesting in them such powers as may be
 necessary for the purposes aforesaid, and
 15 have prayed that such Act be passed, and it
 is right and expedient to grant their prayer :
 Be it therefore enacted, &c.

And it is hereby enacted by the authority of
 the same, That John S. McCord, L. Ville- Certain per-
 20 neuve, Honble. W. Badgley, Honble. A. N. sons incorpo-
 Morin, George Desbarats, John Boston, rated.
 George Shepherd, Tancredè Bouthillier, Jo-
 seph Savage, John Torrance, John Frothing-
 ham, S. Jones Lyman, William Lyman, Jas.
 25 Cowper, James Ferrier the younger, George
 Garth, and such other persons as are now
 members of the Society aforesaid, together
 with all such persons as shall hereafter from
 time to time become members of the
 30 Corporation hereby constituted, according
 to the provisions of this Act and of the
 By-laws of the said Corporation, shall be
 and are hereby declared to be a body
 corporate and politic in name and in fact,
 35 by the name and style of *The Horticultural* Corporate
Society of Montreal, and all corporate rights name and
powers.

and powers which by any Act or law are vested in bodies corporate generally, shall vest in such Corporation to all intents, constructions and purposes as if the same had been specially mentioned in this Act. 5

Real property of the Corporation limited. II. And be it enacted, That the said Corporation shall have power to acquire and hold real property to the extent of two thousand pounds in value and no more, and the same and also all their movable property shall be 10 held by the said Corporation for the purposes herein mentioned, or for other objects and uses legitimately connected with such purposes, and for no other.

Transfer of the property and liabilities of the said Society to the said Corporation. III. And be it enacted, That all the property of the Society mentioned in the Pre- 15 amble to this Act, movable and immovable, and all the rights, claims and debts active thereof, shall be transferred to and are hereby vested in the Society hereby incorporated, 20 and all the liabilities and debts passive of the said first mentioned Society shall be and are hereby transferred to and shall be borne by the Society hereby incorporated, which shall be in the place and stead of the said 25 first mentioned Society to all intents and purposes whatsoever.

By-laws and Officers of the Society to be those of the Corporation. IV. And be it enacted, That the By-laws 30 of the said first mentioned Society, in so far as they may not be inconsistent with this Act, shall be the By-laws of the Corporation hereby created, until repealed or altered in 35 the manner hereinafter provided; and that the Officers of the said first mentioned Society shall be the Officers of the Corporation hereby created until others shall be appointed or elected in their stead, according to 40 the By-laws of the Corporation.

Objects for which the Corporation is established. V. And be it enacted, That the objects 40 and purposes of the said Corporation shall be,—the improvement of the system of Horticulture and garden produce and of horticultural

implements, the introduction of useful inventions applicable to Horticulture, and of such new plants and seeds as may be adapted to Lower Canada, and also the diffusion of
 5 sound and useful knowledge on all subjects connected with Horticulture and the sciences and arts connected therewith; the holding of Horticultural Shows and Meetings, and the awarding and giving of prizes at such shows and
 10 meetings, or for the doing of any thing relative to the objects aforesaid for which they shall think proper to award such prizes, and generally to do all such things as may be legitimately and fairly adapted to improve the
 15 science and practice of Horticulture.

VI. And be it enacted, That the affairs and property of the Society shall be managed by
 20 Directors, to be elected every year by and from among the members of the Corporation, and who shall, as soon as may be after their election, elect from among themselves one President, four Vice-Presidents, a Secretary and a Treasurer, who shall remain in office until the next yearly
 25 election of Directors; and of the said Directors, any four of whom the President or one of the Vice-Presidents shall be one, at any meeting of the Directors held according to the By-laws of the Corporation then in force,
 30 shall be a *quorum* for the transaction of business of the Society, and any majority of such *quorum* may exercise all the powers hereby or by the By-laws of the Corporation vested in the Directors; and the said Directors may
 35 empower the President or any Vice-President to sign and the Secretary to countersign any *acte* or document, and to affix the common seal of the Corporation thereto; and any
 40 *acte* or document so signed and sealed shall be deemed the *acte* of the said Corporation, nor shall the authority of the persons signing or affixing the seal of the Corporation thereto, to sign or seal the same, be liable to be called in question except by the Corporation or some
 45 Director thereof.

Directors to be appointed to manage the affairs of the Corporation.

Quorum and its powers.

Further powers of Directors.

Power to fill vacancies among the officers or Directors.

VII. And be it enacted, That the said Directors shall have full power to fill any vacancy which may exist or may happen among the Officers or Directors between the annual elections aforesaid, by electing or appointing such officer or officers from among themselves, and such Director or Directors from among the members of the Corporation as the case may require. 5

Elections to be by ballot.

VIII. And be it enacted, That all elections under this Act shall be by ballot, and the person or persons having the majority of votes of the persons present and entitled to vote at the election, shall (if duly qualified as members) be deemed to be the person or persons elected. 10

Directors to frame By-laws, and submit them to the general meetings of the Corporation for confirmation.

IX. And be it enacted, That it shall be the duty of the Directors from time to time to frame such By-laws as they shall deem best adapted to advance the interests of the Corporation, and the object for which it is established,—and to submit the By-laws so framed to an annual or special general meeting of the members of the Corporation by whom the same may be allowed, disallowed or amended at such general meeting; and such By-laws as shall be passed at any such general meeting shall be put into writing, and signed by the person having presided thereat, and shall thereafter be binding on all members and officers of the Corporation, until repealed or altered by other By-laws to be made and passed in like manner; and any copy of any By-law or By-laws, in print or in writing, purporting to be certified by the Secretary of the Corporation for the time being, and to bear the seal of the Corporation, shall be *prima facie* evidence of such By-law or By-laws to all intents and purposes, and in all Courts and places whatsoever. 25 30 35 40

How By-Laws may be proved.

Certain things may be done by By-laws.

X. And be it enacted, That by such By-laws the said Corporation may assign to the

Directors any power not inconsistent with this Act hereby vested in the Corporation, and may direct the manner in which such powers shall be exercised, and may appoint
 5 the times and places of the annual general meetings of the Corporation and the mode of calling special general meetings, the mode of auditing and examining the accounts of the Corporation, and may appoint the common
 10 seal and motto or device thereof.

XI. And be it enacted, That the said Cor- Reports to be
 poration shall annually, during the three first made to the
 weeks of each Session of the Provincial Legislature,
 Legislature, lay before the Governor and
 15 each House thereof, a report of their doings under the authority of this Act since their
 then last report.

XII. And be it enacted, That this Act Public Act,
 shall be a Public Act, and as such shall be
 20 judicially noticed by all Judges, Justices of the Peace and others, without being specially
 pleaded.