

CANADA - LAWS, STATUTES, ETC.

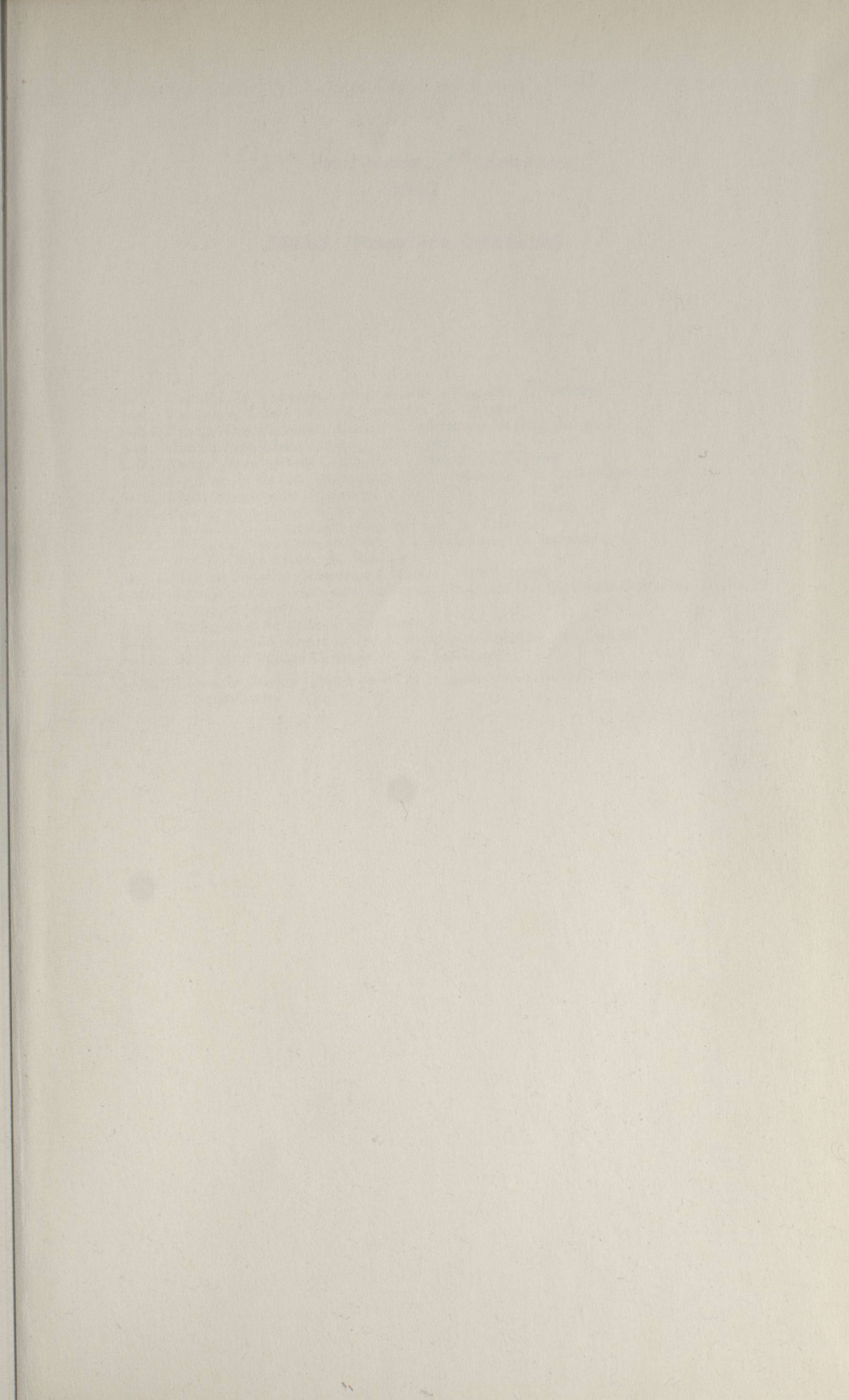
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CANADA
SÉNAT

24^e Parlement, 5^e Session
1962

BILLS (Première Lecture)

- S-3. *Mutual Life*, compagnie d'assurance du Canada. M. Weichel
S-4. *Westmount Life Insurance Company*. M. Webster
S-5. *Evangelical Mennonite Mission Conference*. M. Muir (Lisgar)
S-6. *Cochin Pipe Lines Limited*. M. Nugent
S-7. *Muttart Development Corporation Limited*. M. Maloney
S-8. Sun Life du Canada, compagnie d'assurance-vie. M. Lafrenière
S-9. *Brock Acceptance Company*. M. Smith (Winnipeg-Nord)
S-10. *Garand Acceptance Company*. M. Smith (Winnipeg-Nord)
S-11. Armée du Salut (conseil de direction). M. Wratten
S-12. *Reliance Compagnie canadienne d'Assurance*. M. Lafrenière
S-13. *Polaris Pipe Lines*. M. Baldwin
S-14. *Canada Security Assurance Company*. M. Stefanson
S-15. *Indemnité Compagnie canadienne et Canadian Fire Insurance Company*. M. Smith
(Winnipeg-Nord)
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S-17. *Compagnie de chemin de fer du Pacifique-Canadien*. M. Stewart
S-18. *Greymac Mortgage Corporation*. M. McCleave
S-19. *Grains du Canada (graine de colza et graine de moutarde)*. Ministre de
l'Agriculture *Non inclus*

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Fifth Session, Twenty-Fourth Parliament, 10 Elizabeth II, 1962.

THE SENATE OF CANADA

BILL S-2.

An Act to make Provision for the Disclosure of
Information in respect of Finance Charges.

Read a first time, Wednesday, 31st January, 1962.

Honourable Senator CROLL.

ROGER DUHAMEL, F.R.S.C.
QUEEN'S PRINTER AND CONTROLLER OF STATIONERY
OTTAWA, 1962

THE SENATE OF CANADA

BILL S-2.

An Act to make Provision for the Disclosure of Information in respect of Finance Charges.

HER Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

- Short title. **1.** This Act may be cited as the *Finance Charges (Disclosure) Act*. 5
- Definitions. **2.** In this Act,
“credit financier”. (a) “credit financier” means any person who in the ordinary course of his business, whether operated separately or in conjunction with some other business, enters into a transaction with another person arising out of a sale or agreement for the sale of personal property, or the provision or agreement for the provision of services, to such other person, either for present or future delivery or performance, whereby the whole or part of the price or remuneration therefor is to become payable to such person after the transaction is complete; 15
- “finance charges”. (b) “finance charges” means the total cost of the credit to the consumer thereof, and includes interest, fees, bonuses, service charges, discounts and any other type of charge; 20
- “person”. (c) “person” means any individual, partnership, association, business trust, corporation or unincorporated organization.
- Statement in writing. **3.** Every credit financier, on entering into a transaction extending credit to another person, as referred to in paragraph (a) of section 2, shall in accordance with regulations made under section 5 and before the transaction is complete, furnish such other person with a clear statement in writing setting forth 25 30

EXPLANATORY NOTES.

The sole purpose of this bill is to require every person who carries on the business of extending consumer credit to disclose in writing to the consumer of such credit the total cost thereof, expressed both as a lump sum and in terms of simple annual interest.

The bill is restricted to the field of consumer credit and has no application to cash loans, mortgages on real estate, etc.

No criminal liability would flow from non-compliance with the bill but in the event of non-disclosure a credit financier would be unable to recover or retain any finance charges whatever on any unpaid balance in respect of which he has extended credit.

- (a) the total amount of the unpaid balance outstanding;
- (b) the total amount of the finance charges to be borne by such other person in connection with the transaction; and
- (c) the percentage relationship, expressed in terms of simple annual interest, that the total amount of the finance charges bears to the unpaid balance outstanding under the transaction. 5

Recovery of
finance
charges.

4. (1) No credit financier who fails to provide the written statement referred to in section 3 to a person to whom he is extending credit shall have any right, remedy or cause of action either in law or equity with respect to any finance charges whatsoever under the transaction. 10

(2) Where a credit financier has failed to provide the written statement referred to in section 3 to a person to whom he is extending credit, and such person has paid some or all of the finance charges to such credit financier, such person shall have a right of action against such credit financier whereby he may recover back the finance charges so paid. 20

Regulations.

5. The Governor in Council may make regulations prescribing

- (a) the form and manner in which the written statement referred to in section 3 is to be made;
- (b) the manner of calculating the total amount of the finance charges to be borne and the manner of calculating the simple annual interest thereon in respect of any transaction or type of transaction; and 25
- (c) the degree of accuracy within which the total amount of the finance charges and the annual interest thereon shall be calculated. 30

Fifth Session, Twenty-Fourth Parliament, 10-11 Elizabeth II, 1962.

THE SENATE OF CANADA

BILL S-3.

An Act respecting The Mutual Life Assurance Company
of Canada.

Read a first time, Thursday, 8th February, 1962.

Honourable Senator BEAUBIEN (*Bedford*).

ROGER DUHAMEL, F.R.S.C.
QUEEN'S PRINTER AND CONTROLLER OF STATIONERY
OTTAWA, 1962

THE SENATE OF CANADA

BILL S-3.

An Act respecting The Mutual Life Assurance Company of Canada.

Preamble.
1878, c. 33;
1889, c. 96;
1894, c. 123;
1900, c. 112;
1903, c. 159;
1925, c. 67.

WHEREAS The Mutual Life Assurance Company of Canada, hereinafter called "the Company", has by its petition prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— 5

Name in French.

1. The Company may use, in the transaction of its business, either the name The Mutual Life Assurance Company of Canada or the name La Mutual Life, compagnie d'assurance du Canada, in either of which names it may sue or be sued, and any transaction, contract or obligation heretofore or hereafter entered into or incurred by the Company in either of the said names shall be valid and binding on the Company. 10 15

Existing rights saved.

2. Nothing contained in section 1 of this Act shall in any way impair, alter or affect the rights or liabilities of the Company, except as therein expressly provided, nor in any way affect any suit or proceeding now pending or judgment existing, either by or in favour of or against the Company, which, notwithstanding the provisions of section 1 of the Act, may be prosecuted, continued, completed and enforced as if this Act had not been passed. 20

EXPLANATORY NOTE.

The sole purpose of this bill is to add a French version to the name of The Mutual Life Assurance Company of Canada.

Fifth Session, Twenty-Fourth Parliament, 10-11 Elizabeth II, 1962.

THE SENATE OF CANADA

BILL S-4.

An Act to incorporate Westmount Life Insurance Company.

Read a first time, Thursday, 8th February, 1962.

Honourable Senator HUGESSEN.

ROGER DUHAMEL, F.R.S.C.
QUEEN'S PRINTER AND CONTROLLER OF STATIONERY
OTTAWA, 1962

THE SENATE OF CANADA

BILL S-4.

An Act to incorporate Westmount Life Insurance Company.

Preamble.

WHEREAS the persons hereinafter named have by their petition prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— 5

Incorporation.

1. Joseph Dickstein, insurance executive, Denis Dennis, insurance executive, both of the city of Montreal, in the province of Quebec, Robert Chaut, executive, of the city of New York, in the state of New York, one of the United States of America, John Geoffrey Notman, executive, and Harry Heward Stikeman, one of Her Majesty's Counsel, both of the city of Westmount, in the province of Quebec, together with such persons as become shareholders in the company, are incorporated under the name of Westmount Life Insurance Company, hereinafter called "the Company". 10 15

Corporate name.

Provisional directors.

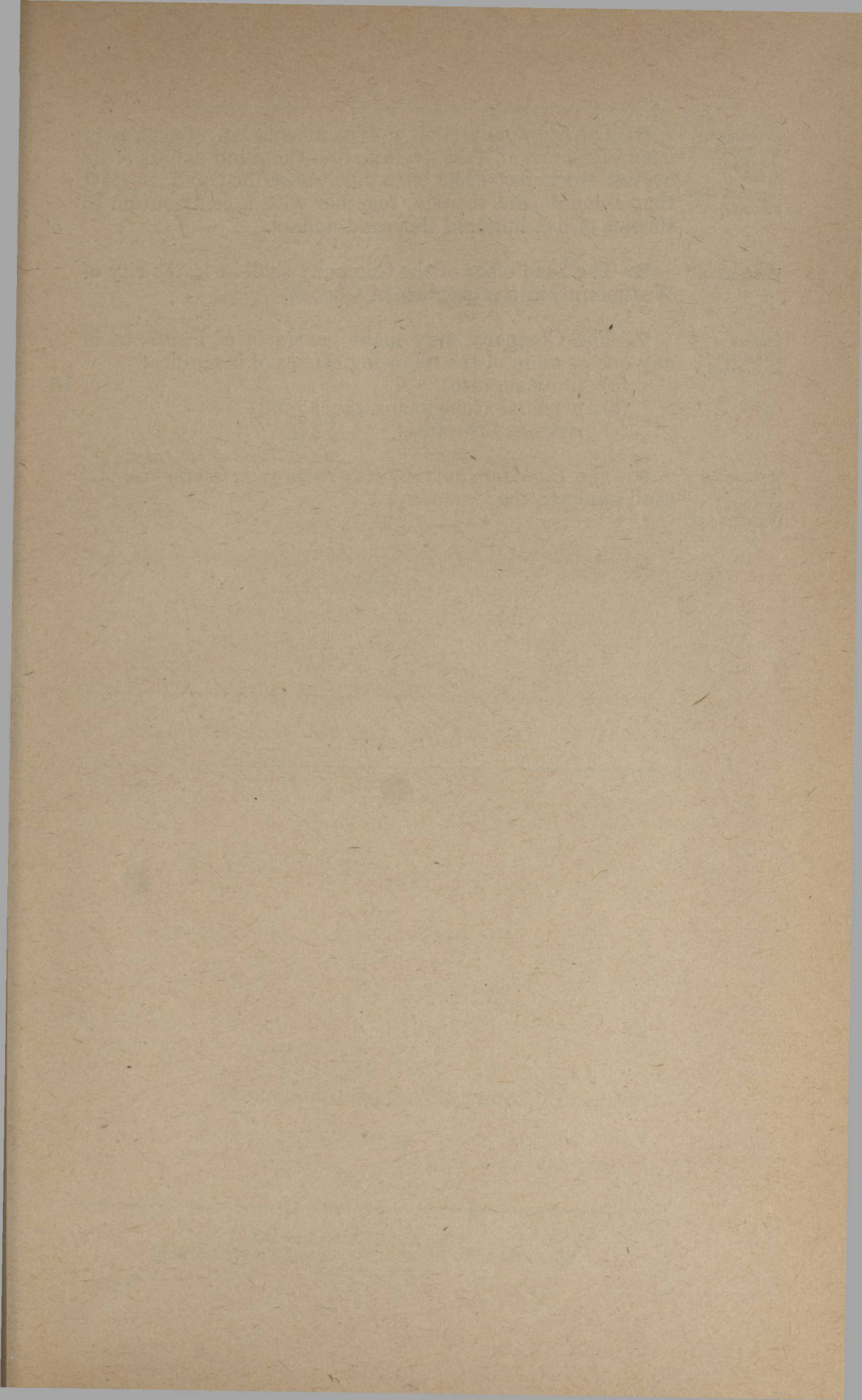
2. The persons named in section 1 shall be the provisional directors of the Company.

Capital stock.

3. The capital stock of the Company shall be one million dollars divided into shares of one hundred dollars each, which capital stock may be increased to two million dollars divided into shares of one hundred dollars each. 20

Subscription before general meeting.

4. The amount to be subscribed before the general meeting for the election of directors is called shall be five hundred thousand dollars. 25



Subscription
and payment
of capital
before
commencing
business.

5. The Company shall not commence any business of insurance until at least five hundred thousand dollars of its capital stock has been bona fide subscribed and at least that amount paid thereon, together with a contribution to surplus of five hundred thousand dollars.

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Head office.

6. The head office of the Company shall be in the city of Westmount, in the province of Quebec.

Classes of
insurance
authorized.

7. The Company may make contracts of insurance in any one or more of the following classes of insurance:

- (a) life insurance;
- (b) personal accident insurance; and
- (c) sickness insurance.

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R.S., c. 31;
1956, c. 28;
1957-58, c. 11;
1960-61, c. 13.

8. The *Canadian and British Insurance Companies Act* shall apply to the Company.

Fifth Session, Twenty-Fourth Parliament, 10-11 Elizabeth II, 1962.

THE SENATE OF CANADA

BILL S-5.

An Act to incorporate Evangelical Mennonite Mission
Conference.

Read a first time, Monday, 12th February, 1962.

Honourable Senator BEAUBIEN (*Provencher*).

ROGER DUHAMEL, F.R.S.C.
QUEEN'S PRINTER AND CONTROLLER OF STATIONERY
OTTAWA, 1962

THE SENATE OF CANADA

BILL S-5.

An Act to incorporate Evangelical Mennonite Mission Conference.

- Preamble.** WHEREAS the persons hereinafter named have by their petition prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— 5
- Incorporation.** 1. John David Friesen, clergyman, of the city of Saskatoon, in the province of Saskatchewan, George Henry Penner, clergyman, of the town of Altona, and Bernard Wiebe Sawatsky, contractor, of the city of Winnipeg, both in the province of Manitoba, are hereby incorporated under the name of Evangelical Mennonite Mission Conference, hereinafter called "the Corporation". 10
- Corporate name.**
- Directors.** 2. The persons named in section 1 shall be the first directors of the Corporation. 15
- Head office.** 3. (1) The head office of the Corporation shall be in the town of Altona, in the province of Manitoba, or at such other place within Canada as the Corporation may determine by by-law from time to time.
- Notice of change.** (2) Notice in writing shall be given to the Secretary of State by the Corporation of any change of the head office and such notice shall be published forthwith in the *Canada Gazette*. 20
- Objects.** 4. The objects of the Corporation shall be (a) to promote, maintain, superintend and carry on, in accordance with the Christian faith, doctrines, constitution, acts and rulings of the Corporation, any or all of the work of that body; 25

- (b) to advance and increase the diffusion of the Christian faith of the Corporation in all lawful ways;
- (c) to promote, organize, establish, maintain, carry on, conduct and assist the Corporation in all its branches and activities including missions, seminaries, schools, colleges, hospitals, dispensaries, parsonages, orphanages and homes for the aged, and any other institutions for religious, educational, congregational, social or recreational purposes or any of them; 5
- (d) to promote the erection and purchase of houses of worship and parsonages; 10
- (e) to administer the property, business and other temporal affairs of the Corporation and its congregations;
- (f) to establish, support and maintain a publishing house for the purpose of printing and disseminating Gospel literature for the support of the doctrines and faith of the Corporation; and 15
- (g) to promote generally the spiritual welfare of all the members, congregations and mission fields of the Corporation. 20

Power to
make
by-laws.

5. The Corporation may from time to time make by-laws, not contrary to law, for

- (a) the administration, management and control of the property, business and other temporal affairs of the Corporation; 25
- (b) the appointment, functions, duties and remuneration of all officers, agents and servants of the Corporation;
- (c) the appointment or deposition of an executive committee or any special committees or boards from time to time created for the purposes of the Corporation, and defining the powers of such committees or boards; 30
- (d) the calling of regular or special meetings of the Corporation or of the executive and other committees or boards thereof;
- (e) fixing the necessary quorum and the procedure to be followed at all meetings referred to in the preceding paragraph; 35
- (f) determining the qualifications of members of the Corporation;
- (g) defining and applying the principles, doctrine, faith and religious standards of the Corporation; and 40
- (h) generally carrying out the objects and purposes of the Corporation.

Executive
committee.

6. Subject to and in accordance with the by-laws enacted by the Corporation under section 5, an executive committee consisting of such persons as the Corporation may from time to time elect or appoint thereto shall manage all the temporal affairs of the Corporation. 45

The first section of the report deals with the general principles of the law of contract, and the second section deals with the law of tort.

Page 10

The third section of the report deals with the law of property, and the fourth section deals with the law of succession.

Page 15

The fifth section of the report deals with the law of evidence, and the sixth section deals with the law of procedure.

Page 20

The seventh section of the report deals with the law of criminal law, and the eighth section deals with the law of public law.

Page 25

The ninth section of the report deals with the law of international law, and the tenth section deals with the law of comparative law.

Page 30

The eleventh section of the report deals with the law of constitutional law, and the twelfth section deals with the law of administrative law.

Page 35

Incidental powers.

7. The Corporation may do all such lawful acts and things as are incidental or as may be conducive to the attainment of its objects.

Committees.

8. The Corporation may exercise all its powers by and through an executive committee or through such boards or committees as may from time to time be elected or appointed by the Corporation for the management of its affairs. 5

Power to acquire and hold property.

9. (1) The Corporation may purchase, take, have, hold, receive, possess, retain and enjoy property, real and personal, corporeal and incorporeal, and any or every estate or interest whatsoever, given, granted, devised or bequeathed to it, or appropriated, purchased or acquired by it in any manner or way whatsoever, to, for or in favour of the uses and purposes of the Corporation, or to, for or in favour of any religious, educational, eleemosynary or other institution established or intended to be established or assisted by, under the management of, or in connection with the uses or purposes of the Corporation. 10 15

(2) The Corporation may also hold such real property or estate therein as is bona fide mortgaged to it by way of security, or conveyed to it in satisfaction of debts or judgments recovered. 20

Investment in and disposal of property.

10. Subject always to the terms of any trust relating thereto, the Corporation may also sell, convey, exchange, alienate, mortgage, lease or demise any real property held by the Corporation, whether by way of investment for the uses and purposes of the Corporation or not; and may also, from time to time, invest all or any of its funds, or moneys, and all or any funds or moneys vested in or acquired by it for the uses and purposes aforesaid, in and upon any security by way of mortgage, hypothec or charge upon real property; and for the purpose of such investment may take, receive and accept mortgages or assignments thereof, whether made and executed directly to the Corporation or to any corporation, body, company or person in trust for it; and may sell, grant, assign and transfer such mortgages or assignments either in whole or in part. 25 30 35

Application of mortmain laws.

11. In regard to any real property which, by reason of its situation or otherwise, is subject to the legislative authority of the Parliament of Canada, a licence in mortmain shall not be necessary for the exercise of the powers granted by this Act; but otherwise the exercise of the said powers shall in any province of Canada be subject to the laws of such province as to the acquisition and holding of lands by religious corporations, insofar as such laws apply to the Corporation. 40 45

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1. The Corporation may make a gift of or lend any of its property, whether real or personal, for or to assist any other person, charitable, educational, scientific, literary, or fraternal institution, having the same or similar objects and powers as the Corporation, upon such terms and conditions as it may deem expedient, including a power to incur the cost of maintenance of any building or buildings of such institution.

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2. Any deed or other instrument relating to real property or to any interest therein which is executed within 10 days of the date of the incorporation of the Corporation, and which is intended to be in full effect, shall be deemed to be in full effect if it is executed in the presence of any officer of the Corporation duly authorized for such purpose.

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3. The Corporation may make a gift of or lend any of its property, whether real or personal, for or to assist any other person, charitable, educational, scientific, literary, or fraternal institution, having the same or similar objects and powers as the Corporation, upon such terms and conditions as it may deem expedient, including a power to incur the cost of maintenance of any building or buildings of such institution.

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4. The Corporation may, from time to time, for the purpose of the Corporation:

- (a) borrow money upon the credit of the Corporation;
- (b) issue or borrow the amount of the borrowings;
- (c) make, issue, accept, endorse or become party to, or indorse, notes and bills of exchange and every such note or bill made, drawn, accepted or indorsed by the party to be authorized by the by-laws of the Corporation, and authorized by the proper party thereto, authorized by the by-laws of the Corporation, when the amount of such notes, bills or bills of exchange has been determined or estimated by a proper authority and the amount of such notes, bills or bills of exchange is shown, and is paid in full, and the amount of such notes, bills or bills of exchange is shown, and is paid in full;
- (d) invest the proceeds of any property of the Corporation, real or personal, in bonds, stocks, or any other investment authorized by the by-laws of the Corporation;
- (e) issue bonds, debentures or other securities of the Corporation;
- (f) make or sell such bonds, debentures or other securities as may be authorized by the by-laws of the Corporation.

Transfer of
property
held in
trust.

12. Insofar as authorization by the Parliament of Canada is necessary, any person or corporation, in whose name any property, real or personal, is held, in trust or otherwise, for the uses and purposes of the Corporation, or any such person or corporation to whom any such property devolves, may, subject always to the terms and conditions of any trust relating to such property, transfer such property or any part thereof to the Corporation. 5

Execution of
documents.

13. Any deed or other instrument relating to real property or to any interest therein shall, if executed within the jurisdiction of the Parliament of Canada, be deemed to be duly executed if there is affixed thereto the seal of the Corporation and there is thereon the signature of any officer of the Corporation duly authorized for such purpose. 10

Disposition
of property
by gift or
loan.

14. The Corporation may make a gift of or lend any of its property, whether real or personal, for or to assist any other religious, charitable, educational, congregational, social or recreational institutions, having the same or similar objects and powers as the Corporation, upon such terms and conditions as it may deem expedient, including assistance in the erection or maintenance of any building or buildings of such institution. 15
20

Borrowing
powers.

15. (1) The Corporation may, from time to time, for the purposes of the Corporation

- (a) borrow money upon the credit of the Corporation; 25
- (b) limit or increase the amount to be borrowed;
- (c) make, draw, accept, endorse or become party to promissory notes and bills of exchange, and every such note or bill made, drawn, accepted or endorsed by the party thereto, authorized by the by-laws of the Corporation, and countersigned by the proper party thereto, authorized by the by-laws of the Corporation, shall be binding upon the Corporation and shall be presumed to have been made, drawn, accepted or endorsed with proper authority until the contrary is shown, and it shall not be necessary in any case to have the seal of the Corporation affixed to any such note or bill; 30
35
- (d) mortgage, hypothecate or pledge any property of the Corporation, real or personal, to secure the repayment of any money borrowed for the purposes of the Corporation; 40
- (e) issue bonds, debentures or other securities of the Corporation;
- (f) pledge or sell such bonds, debentures or other securities for such sums and at any such prices as may be deemed expedient; 45

to the extent of the assets of the trust, and the trustee shall have the right to sell or otherwise dispose of the assets of the trust in order to pay the obligations of the trust.

(A) Upon the termination of the trust, the trustee shall distribute the assets of the trust to the beneficiaries in accordance with the terms of the trust instrument.

(B) Nothing in this section shall be construed to limit the power of the trustee to borrow money on the credit of the trust, or to pledge the assets of the trust as security for any debt or obligation of the trust.

10. The trustee shall have the right to sue and be sued in its own name, and to defend itself in any such suit, and to recover its costs and expenses in any such suit.

(C) The trustee shall have the right to execute any instrument which may be necessary or proper for the purposes of the trust, and to sign any document which may be necessary or proper for the purposes of the trust.

(D) The trustee shall have the right to make any investment which may be in the best interests of the trust, and to exercise any power which may be conferred upon the trustee by the trust instrument.

11. The trustee shall have the right to sue and be sued in its own name, and to defend itself in any such suit, and to recover its costs and expenses in any such suit.

- (g) acquire by gift or purchase, have, hold, receive, possess, retain and enjoy lands, tenements, hereditaments, rents, annuities, and other property, moveable and immoveable, real and personal, corporeal and incorporeal, and any land and every estate and interest whatsoever given, granted, devised or bequeathed to it, or appropriated, purchased or acquired by it in any manner or way whatsoever, to, for or in favour of the Corporation; 5
- (h) adopt a corporate seal and change it at will; and 10
- (i) do any and all other things as are incidental or conducive to the attainment of the objects for which the Corporation is established.

Limitation. (2) Nothing in the preceding subsection shall be construed to authorize the Corporation to issue any note or bill payable to the bearer thereof, or any promissory note intended to be circulated as money or as the note or bill of a bank, or to engage in the business of banking or insurance. 15

Investment of funds.

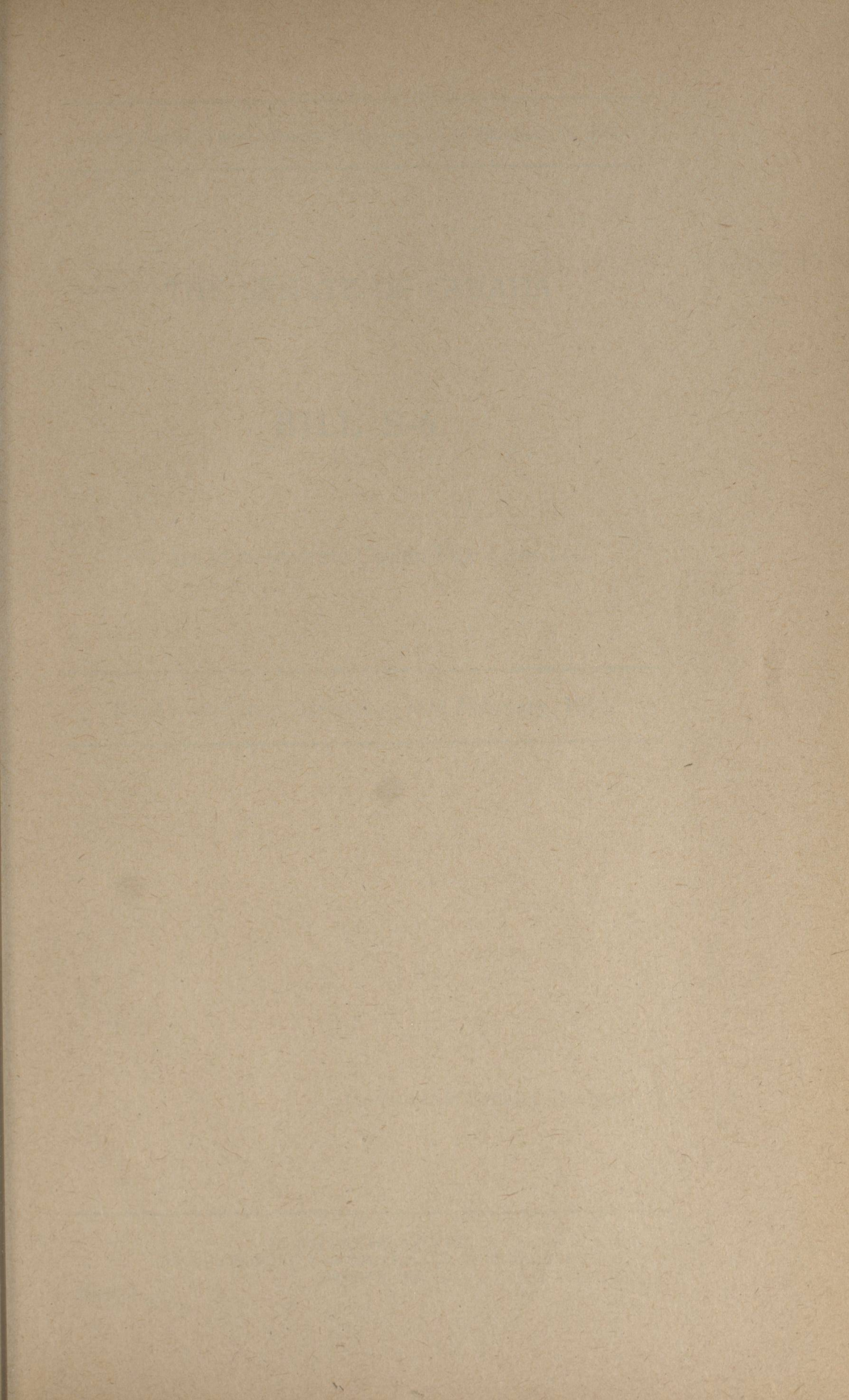
16. The Corporation may invest and reinvest any of its funds 20

- (a) in any bonds or debentures of any municipality or public school corporation or district in Canada, or in securities of or guaranteed by the Government of Canada or of any province thereof; 25
- (b) in first mortgages on freehold property in Canada, and for the purposes of the same may take mortgages or assignments thereof whether such mortgages or assignments be made directly to the Corporation in its own corporate name or to some company or person in trust for it, and may sell and assign the same; 30
- (c) in any securities in which life insurance companies are authorized from time to time by the Parliament of Canada to invest funds subject to the limitation on investments in stocks, bonds and debentures set out in the *Canadian and British Insurance Companies Act*. 35

R.S., c. 31;
1956, c. 28;
1957-58, c. 11;
1960-61, c. 13.

Jurisdiction.

17. The Corporation may exercise its functions throughout Canada.



Fifth Session, Twenty-Fourth Parliament, 10-11 Elizabeth II, 1962.

THE SENATE OF CANADA

BILL S-6.

An Act to incorporate Cochin Pipe Lines Ltd.

Read a first time, Thursday, 15th February, 1962.

Honourable Senator BUCHANAN.

ROGER DUHAMEL, F.R.S.C.
QUEEN'S PRINTER AND CONTROLLER OF STATIONERY
OTTAWA, 1962

THE SENATE OF CANADA

BILL S-6.

An Act to incorporate Cochin Pipe Lines Ltd.

Preamble.

WHEREAS the persons hereinafter named have by their petition prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— 5

Incorporation.

1. Ronald K. Banister, executive, Ancel John Cressey, executive, Olaf Johanson, executive, Mackenzie A. Downey, barrister-at-law, and John C. Prowse, barrister-at-law, all of the city of Edmonton, in the province of Alberta, together with such persons as become shareholders in the company, are incorporated under the name of Cochin Pipe Lines Ltd., hereinafter called "the Company". 10

Corporate name.

Provisional directors.

2. The persons named in section 1 of this Act shall be the first directors of the Company. 15

Capital stock.

3. The capital stock of the Company shall consist of four million shares without nominal or par value.

Head office and other offices.

4. (1) The head office of the Company shall be in the city of Edmonton, in the province of Alberta, which head office shall be the domicile of the Company in Canada; and the Company may establish such other offices and agencies elsewhere within or without Canada as it deems expedient. 20

(2) The Company may, by by-law, change the place where the head office of the Company is to be situate.

(3) No by-law for the said purpose shall be valid or acted upon until it is sanctioned by at least two-thirds of the votes cast at a special general meeting of the shareholders duly called for considering the by-law and a copy of the by-law certified under the seal of the Company has been filed with the Secretary of State and published in the *Canada Gazette*. 25 30

Pipe lines
legislation
to apply.
1959, c. 46.

5. The Company shall have all the powers, privileges and immunities conferred by, and be subject to all the limitations, liabilities and provisions of the *National Energy Board Act*, and any other general legislation relating to pipe lines enacted by Parliament with respect to the transmission and transportation of oil and gas and other liquid or gaseous hydrocarbons. 5

Power to
construct and
operate
pipe lines.

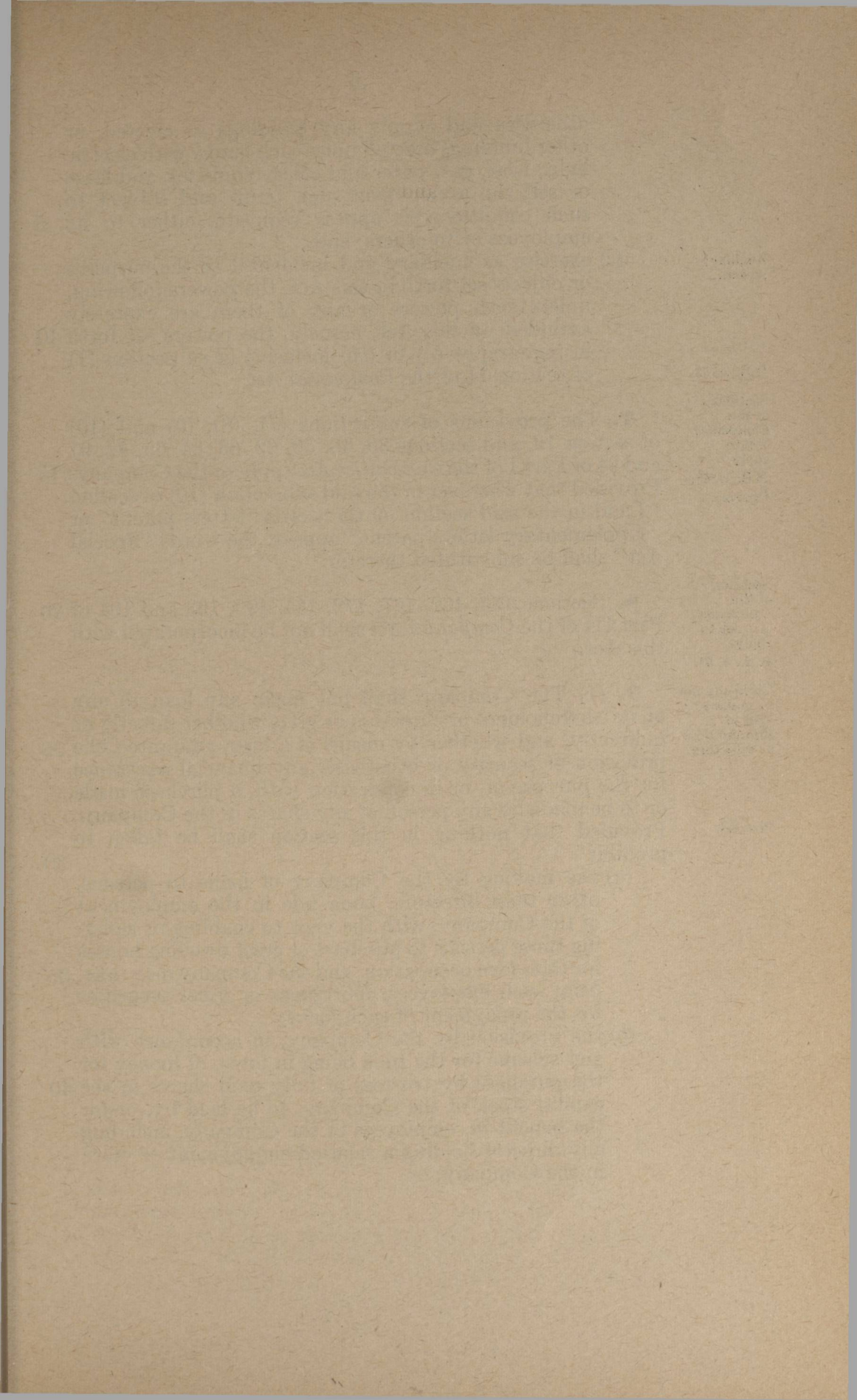
6. The Company, subject to the provisions of any general legislation relating to pipe lines for the transmission and transportation of oil and gas and other liquid or gaseous hydrocarbons which is enacted by Parliament, may 10

(a) within or outside Canada construct, purchase, lease or otherwise acquire and hold, develop, operate, maintain, control, lease, mortgage, hypothecate, create liens or other security upon, sell, convey, 15 or otherwise dispose of and turn to account any and all interprovincial, extra-provincial and/or international pipe lines and all appurtenances relative thereto for the gathering, transmitting, transporting storing and delivering of any natural or artificial 20 gas and oil or any products thereof or by-products thereof or any of them; including pumping stations, terminals, storage tanks or reservoirs and all works relative thereto for use in connection with the said pipe lines; and buy or otherwise acquire, transmit, 25 transport and sell or otherwise dispose of and distribute natural and artificial gas and oil and any products or by-products thereof; and own, lease, sell, operate and maintain aircraft and aerodromes for the purpose of its undertaking, together with the 30 facilities required for the operation of such aircraft and aerodromes; and own, lease, operate and maintain interstation telephone, teletype, telegraph and microwave or television communication systems and, 35 subject to the *Radio Act*, and any other statute relating to radio, microwave or television, own, lease, operate and maintain interstation radio, microwave or television communication facilities;

R.S., c. 233.

Power to
hold land.

(b) purchase, hold, lease, sell, improve, exchange or otherwise deal in real property or any interest or 40 rights therein legal or equitable or otherwise howsoever, and deal with any portion of the lands and property so acquired, and may subdivide the same into building lots and generally lay the same out 45 into lots, streets and building sites for residential purposes or otherwise and may construct streets thereon and necessary sewerage and drainage systems and build upon the same for residential purposes or



otherwise and supply any buildings so erected, or other buildings erected upon such lands, with electric light, heat, gas, water and other requisites, and lease or sell the same, upon such terms and subject to such conditions as appear requisite, either to its employees or to others; and

Ancillary powers.

- (c) exercise as ancillary and incidental to the purposes or objects set forth in this Act, the powers following, unless such powers or any of them are expressly excluded by this Act, namely, the powers set forth in paragraphs (a) to (bb) inclusive of subsection (1) of section 14 of the *Companies Act*.

R.S., c. 53.

Sections of the *Companies Act* to apply.

R.S., c. 53. Proviso.

7. The provisions of subsections (7), (8), (9) and (10) of section 12, and sections 39, 40, 59, 62, 63, 64, 65, 84, 91 and 94 of Part I of the *Companies Act* apply to the Company: Provided that wherever in the said subsection (10) of section 12 and in the said section 59 the words "letters patent" or "supplementary letters patent" appear, the words "Special Act" shall be substituted therefor.

Sections of the *Companies Act* not to apply.

R.S., c. 53.

8. Sections 153, 162, 167, 172, 184, 190, 193 and 194 of Part III of the *Companies Act* shall not be incorporated with this Act.

Company not to make a loan to shareholders or directors.

9. (1) The Company shall not make any loan to any of its shareholders or directors or give, whether directly or indirectly, and whether by means of a loan, guarantee, the provision of security or otherwise, any financial assistance for the purpose of, or in connection with, a purchase made or to be made by any person of any shares in the Company: Provided that nothing in this section shall be taken to prohibit

Proviso.

- (a) the making by the Company of loans to persons, other than directors, bona fide in the employment of the Company, with the view to enabling or assisting those persons to purchase or erect dwelling houses for their own occupation; and the Company may take from such employees, mortgages or other securities for the repayment of such loans;
- (b) the provision by the Company, in accordance with any scheme for the time being in force, of money for the purchase by trustees of fully paid shares in the capital stock of the Company, to be held by, or for the benefit of, employees of the Company, including any director holding a salaried employment or office in the Company; or

(c) the making by the Company of loans to persons other than directors, bona fide in the employment of the Company, with a view to enabling those persons to purchase fully paid shares in the capital stock of the Company, to be held by themselves by way of beneficial ownership. 5

(2) The powers under paragraphs (b) and (c) of subsection (1) of this section shall be exercised by by-law only.

(3) If any loan is made by the Company in violation of the foregoing provisions, all directors and officers of the Company making the same or assenting thereto, shall, until repayment of the said loan, be jointly and severally liable to the Company and to its creditors for the debts of the Company then existing or thereafter contracted: Provided that such liability shall be limited to the amount of said loan with interest. 15

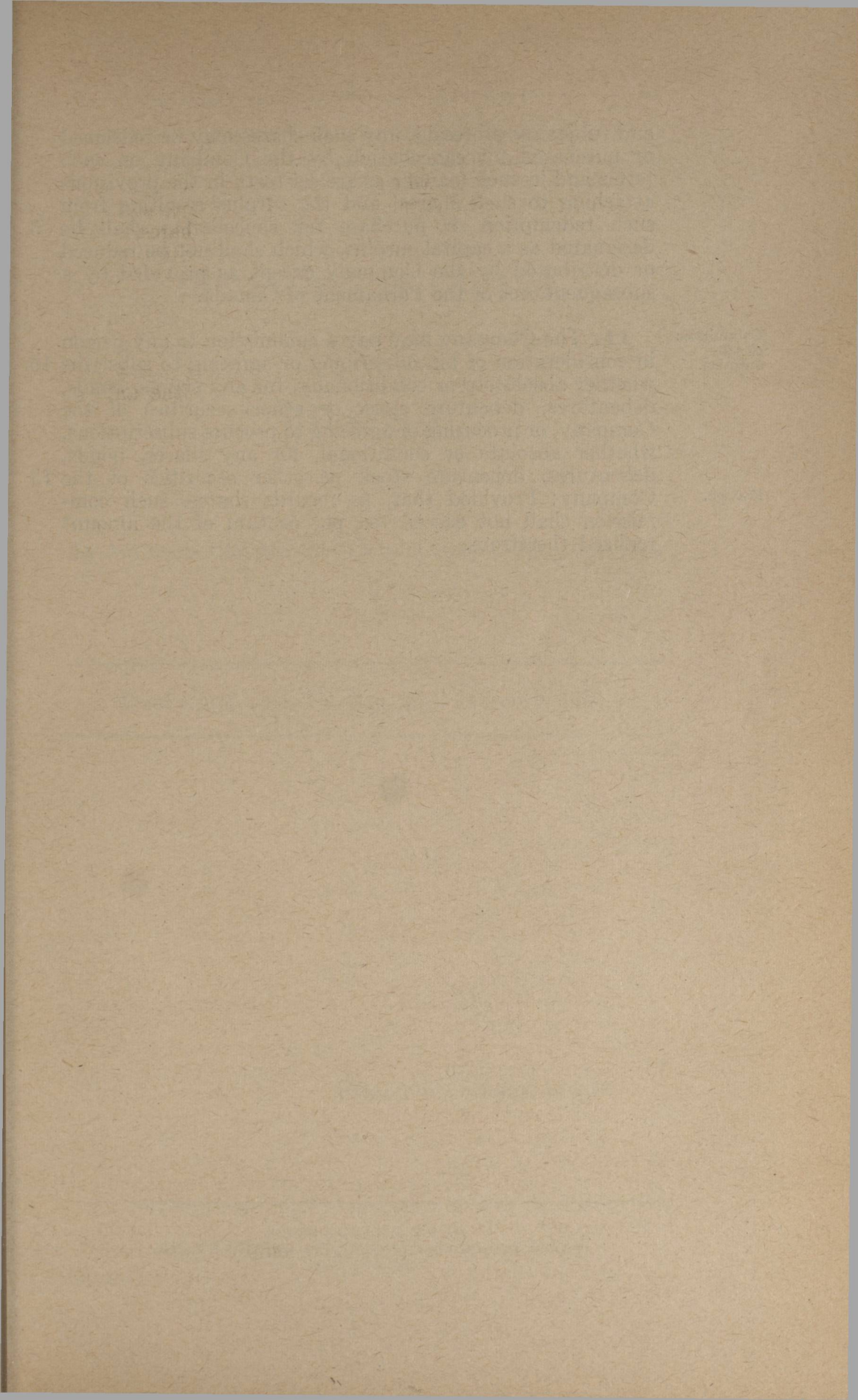
Proviso.

When redemption or purchase not a reduction of paid-up capital.

10. The redemption or purchase for cancellation of any fully paid preferred shares created by this Act or by by-law pursuant to the provisions of this Act, in accordance with any right of redemption or purchase for cancellation reserved in favour of the Company in the provisions attaching to such preferred shares, or the redemption or purchase for cancellation of any fully paid shares of any class, not being common or ordinary shares, and in respect of which the by-laws provide for such right of redemption or purchase, in accordance with the provisions of such by-laws, shall not be deemed to be a reduction of the paid-up capital of the Company, if such redemption or purchase for cancellation is made out of the proceeds of an issue of shares made for the purpose of such redemption or purchase for cancellation, or if, 20

(a) no cumulative dividends on the preferred shares or shares of the class in respect of which such right of redemption or purchase exists and which are so redeemed or purchased for cancellation are in arrears; and 35

(b) if such redemption or purchase for cancellation of such fully paid shares is made without impairment of the Company's capital by payments out of the ascertained net profits of the Company which have been set aside by the directors for the purposes of such redemption or of such purchase for cancellation, and if such net profits are then available for such application as liquid assets of the Company, as shown by the last balance sheet of the Company, certified by the Company's auditors, and being made up to a date not more than ninety days prior to such redemption or purchase for cancellation, and after giving effect to such redemption or purchase for cancellation; 40 45 50



and subject as aforesaid, any such shares may be redeemed or purchased for cancellation by the Company on such terms and in such manner as are set forth in the provisions attaching to such shares, and the surplus resulting from such redemption or purchase for cancellation shall be designated as a capital surplus, which shall not be reduced or distributed by the Company except as provided by a subsequent Act of the Parliament of Canada. 5

Commission
on sub-
scription.

11. The Company may pay a commission to any person in consideration of his subscribing or agreeing to subscribe 10 whether absolutely or conditionally, for any shares, bonds, debentures, debenture stock or other securities of the Company, or procuring or agreeing to procure subscriptions, whether absolute or conditional, for any shares, bonds, debentures, debenture stock or other securities of the 15 Company: Provided that, as regards shares, such commission shall not exceed ten per centum of the amount realized therefrom.

Proviso.

Fifth Session, Twenty-Fourth Parliament, 10-11 Elizabeth II, 1962.

THE SENATE OF CANADA

BILL S-7.

An Act respecting Muttart Development Corporation Ltd.

Read a first time, Tuesday, 20th February, 1962.

Honourable Senator BRUNT.

ROGER DUHAMEL, F.R.S.C.
QUEEN'S PRINTER AND CONTROLLER OF STATIONERY
OTTAWA, 1962

THE SENATE OF CANADA

BILL S-7.

An Act respecting Muttart Development Corporation Ltd.

Preamble.

WHEREAS Muttart Development Corporation Ltd., a body corporate created by Letters Patent under the *Companies Act*, hereinafter called "the Company", has by its petition prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— 5

Corporate name.

1. The Company shall be converted into and shall be deemed to be a loan company incorporated by Special Act 10 of the Parliament of Canada under the name of Muttart Mortgage Corporation, hereinafter called "the Corporation".

Directors.

2. The directors of the Corporation shall continue to be Merrill Davis Muttart, executive, Gladys Edith Muttart, 15 executive, Herbert Edward Mildon, executive, all of the city of Edmonton, in the province of Alberta, Merrill Horace Edmund Muttart, executive, of the city of Calgary, in the province of Alberta, William Kerr, retired executive, of the village of Port Stanley, William John Shave, retired 20 executive, of the city of London, John Aubrey Medland, executive, of the village of Forest Hill, and Harold Hardie Alexander, chartered accountant, of the township of Scarborough, all in the province of Ontario, and they shall hold office until the first annual general meeting of the Corpora- 25 tion and, if otherwise qualified, are eligible for re-election.

Capital stock.

3. (1) The authorized capital stock of the Company, namely, two million shares of the par value of one dollar each, is hereby converted into authorized capital stock of the Corporation of two hundred thousand shares of the 30 par value of ten dollars each.

EXPLANATORY NOTE.

The purpose of this bill is to convert Muttart Development Corporation Ltd., which was incorporated by Letters Patent issued by the Secretary of State for Canada, dated the 21st day of August, 1958, into a loan company, so that it will have all the powers, privileges and immunities conferred by and be subject to all the limitations, liabilities and provisions of the *Loan Companies Act*.

The name of the Company will be changed to Muttart Mortgage Corporation.

(2) Each shareholder of the Company shall be entitled to one share of the capital stock of the Corporation for each ten shares of the Company now held by him.

Increase
in capital
stock.

4. The authorized capital stock of the Corporation shall continue to be two million dollars, which may be increased to six million dollars. 5

Head office.

5. The head office of the Corporation shall be in the municipality of Metropolitan Toronto, in the county of York, in the province of Ontario.

Cancellation
of certain
powers.

6. The powers granted to the Company by its Letters Patent are hereby cancelled. 10

Powers and
limitations.

R.S., c. 170;
1952-53, c. 5;
1958, c. 35;
1960-61, c. 51.

7. The Corporation shall have all the powers, privileges and immunities conferred by and be subject to all the limitations, liabilities and provisions of the *Loan Companies Act*.

Coming
into force.

R.S., c. 170;
1952-53, c. 5;
1958, c. 35;
1960-61, c. 51.

8. This Act shall come into force on the date that a certificate is issued to the Corporation by the Minister of Finance, pursuant to the provisions of section 13 of the *Loan Companies Act*. 15

Fifth Session, Twenty-Fourth Parliament, 10-11 Elizabeth II, 1962.

THE SENATE OF CANADA

BILL S-8.

An Act respecting Sun Life Assurance Company of Canada.

Read a first time, Tuesday, 20th February, 1962.

Honourable Senator CHOQUETTE.

ROGER DUHAMEL, F.R.S.C.
QUEEN'S PRINTER AND CONTROLLER OF STATIONERY
OTTAWA, 1962

THE SENATE OF CANADA

BILL S-8.

An Act respecting Sun Life Assurance Company of Canada.

Preamble.
1870, c. 58;
1871, c. 53;
1882, c. 100;
1897, c. 82;
1929, c. 83.

WHEREAS Sun Life Assurance Company of Canada, and in French, Compagnie Canadienne d'Assurance sur la vie dite du Soleil, a company incorporated by chapter 43 of the statutes of the former Province of Canada, 28 Victoria, 1865, hereinafter called "the Company", has by its petition prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

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Change of
name in
French.

Existing
rights
saved.

1. The name of the Company in French is hereby changed to Sun Life du Canada, compagnie d'assurance-vie, but such change in name shall not in any way impair, alter or affect the rights or liabilities of the Company, nor in any way affect any suit or proceeding now pending, or judgment existing, either by, or in favour of, or against the Company, which, notwithstanding such change in the name of the Company, may be prosecuted, continued, completed and enforced as if this Act had not been passed, and any suit or legal proceeding that might have been commenced or continued by or against the Company by its former name may be commenced or continued by or against it by its new name.

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EXPLANATORY NOTE.

The sole purpose of this bill is to change the name of the Company in French from *Compagnie Canadienne d'Assurance sur la vie dite du Soleil*, to *Sun Life du Canada, compagnie d'assurance-vie*.

Fifth Session, Twenty-Fourth Parliament, 10-11 Elizabeth II, 1962.

THE SENATE OF CANADA

BILL S-9.

An Act to incorporate Brock Acceptance Limited.

Read a first time, Tuesday, 20th February, 1962.

Honourable Senator THORVALDSON.

ROGER DUHAMEL, F.R.S.C.
QUEEN'S PRINTER AND CONTROLLER OF STATIONERY
OTTAWA, 1962

THE SENATE OF CANADA

BILL S-9.

An Act to incorporate Brock Acceptance Limited.

Preamble.

WHEREAS the persons hereinafter named have by their petition prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— 5

Incorporation.

1. Beatrice Harriet Cohen, spinster, Arthur John Arkin, manager, and Jack Isaac Arkin, manager, all of the city of Winnipeg, in the province of Manitoba, together with such other persons as become shareholders in the company, are incorporated under the name of Brock Acceptance Company, hereinafter called "the Company". 10

Corporate name.

Provisional directors.

2. The persons named in section 1 shall be the provisional directors of the Company.

Capital stock.

3. The capital stock of the Company shall be two hundred and fifty thousand dollars. 15

Amount to be subscribed before general meeting.

4. The amount to be subscribed before the provisional directors may call a general meeting of the shareholders shall be one hundred thousand dollars.

Amount to be subscribed and paid before commencement.

5. The Company shall not commence business until two hundred and fifty thousand dollars of the capital stock have been subscribed and one hundred thousand dollars paid thereon. 20

Head office.

6. The head office of the Company shall be in the city of Winnipeg, in the province of Manitoba. 25

R.S., c. 251;
1956, c. 46.

7. The Company is incorporated pursuant to Part II of the *Small Loans Act*, and to it all the provisions of that Act shall extend and apply.

Fifth Session, Twenty-Fourth Parliament, 10-11 Elizabeth II, 1962.

THE SENATE OF CANADA

BILL S-10.

An Act to incorporate Gerand Acceptance Company.

Read a first time, Tuesday, 20th February, 1962.

Honourable Senator THORVALDSON.

ROGER DUHAMEL, F.R.S.C.
QUEEN'S PRINTER AND CONTROLLER OF STATIONERY
OTTAWA, 1962

THE SENATE OF CANADA

BILL S-10.

An Act to incorporate Gerand Acceptance Company.

Preamble.

WHEREAS the persons hereinafter named have by their petition prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— 5

Incorporation.

1. Andrew Osher Schwartz, manager, Lillian Schwartz, housewife, and Gerald Schwartz, student, all of the city of Winnipeg, in the province of Manitoba, together with such other persons as become shareholders in the company, are incorporated under the name of Gerand Acceptance Company, hereinafter called "the Company". 10

Corporate name.

Provisional directors.

2. The persons named in section 1 shall be the provisional directors of the Company.

Capital stock.

3. The capital stock of the Company shall be two hundred and fifty thousand dollars. 15

Amount to be subscribed before general meeting.

4. The amount to be subscribed before the provisional directors may call a general meeting of the shareholders shall be one hundred thousand dollars.

Amount to be subscribed and paid before commencement.

5. The Company shall not commence business until two hundred and fifty thousand dollars of the capital stock have been subscribed and one hundred thousand dollars paid thereon. 20

Head office.

6. The head office of the Company shall be in the city of Winnipeg, in the province of Manitoba. 25

R.S., c. 251;
1956, c. 46.

7. The Company is incorporated pursuant to Part II of the *Small Loans Act*, and to it all the provisions of that Act shall extend and apply.

Fifth Session, Twenty-Fourth Parliament, 10-11 Elizabeth II, 1962.

THE SENATE OF CANADA

BILL S-11.

An Act respecting The Governing Council of The Salvation
Army, Canada East, and The Governing Council of
The Salvation Army, Canada West.

Read a first time, Wednesday, 28th February, 1962.

Honourable Senator WILSON.

ROGER DUHAMEL, F.R.S.C.
QUEEN'S PRINTER AND CONTROLLER OF STATIONERY
OTTAWA, 1962

THE SENATE OF CANADA

BILL S-11.

An Act respecting The Governing Council of The Salvation Army, Canada East, and The Governing Council of The Salvation Army, Canada West.

Preamble.
1909, c. 132;
1916, c. 63;
1916, c. 64;
1957, c. 55.

WHEREAS The Governing Council of The Salvation Army, Canada East, and The Governing Council of The Salvation Army, Canada West, hereinafter called "the Corporation", have by their petition prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— 5

Addition of
Newfound-
land.

1. Section 1 of chapter 132 of the statutes of 1909, as amended by section 2 of chapter 63 of the statutes of 1916, is further amended by striking out the words "in the provinces of Ontario, Quebec, New Brunswick, Nova Scotia and Prince Edward Island" and substituting therefor "in the provinces of Ontario, Quebec, New Brunswick, Nova Scotia, Newfoundland and Prince Edward Island". 10 15

2. Section 8A of chapter 132 of the statutes of 1909, as amended by section 7 of chapter 63 of the statutes of 1916, is further amended by adding thereto the following subsection:

Receipt of
monies, etc.

"(2) The Corporation may receive and accept for its own use, as to the principal sum or corpus thereof, any monies or other personal properties subject to and in consideration of the payment of interest thereon or of an annuity in respect thereof." 20

EXPLANATORY NOTES.

The purpose of the bill is to add Newfoundland to the territorial jurisdiction of the Corporation of The Governing Council of The Salvation Army, Canada East, in order that the affairs of The Salvation Army in Newfoundland may be transferred to the Corporation of The Governing Council of The Salvation Army, Canada East.

The purpose of the bill is also to permit The Salvation Army to enter into the field of annuities as defined in the proposed bill, by adding powers to receive monies or other personal property, subject to and in consideration of the payment of interest thereon or an annuity in respect thereof, and to enlarge its powers to permit The Salvation Army to invest its funds as it may deem advisable to the greatest benefit of The Salvation Army in the light of existing economic conditions. It is felt that the present powers to invest funds may limit the work of The Salvation Army, having in mind today's investment conditions. The bill also would bring its investment powers in line with those enjoyed by comparable religious and charitable organizations, and by clause 6 would add the powers to deal in annuities and invest their funds retroactively.

3. Section 9 of chapter 64 of the statutes of 1916 is amended by adding thereto the following subsection:

Receipt of monies, etc.

“(2) The Corporation may receive and accept for its own use, as to the principal sum or corpus thereof, any monies or other personal properties subject to and in consideration of the payment of interest thereon or of an annuity in respect thereof.” 5

Repeal.

4. Section 15 of chapter 132 of the statutes of 1909 is repealed and the following substituted therefor:

Investment of funds.

“**15.** The Corporation may invest its funds, or any portion thereof, either directly in the name of the Corporation or indirectly in the name of trustees, in the purchase of such securities as it may deem advisable, and may lend its funds or any portion thereof on any such securities.” 10

Repeal.

5. Section 16 of chapter 64 of the statutes of 1916 is 15 repealed and the following substituted therefor:

Investment of funds.

“**16.** The Corporation may invest its funds, or any portion thereof, either directly in the name of the Corporation or indirectly in the name of trustees, in the purchase of such securities as it may deem advisable, and may lend 20 its funds or any portion thereof on any such securities.”

Powers of investment.

6. There shall not be and shall be deemed not to have been in the past any limitation of the powers of The Governing Council of The Salvation Army, Canada East, or The Governing Council of The Salvation Army, Canada 25 West, to invest or lend funds or to receive and accept for its own use, as to the principal sum or corpus thereof, any monies or other personal properties subject to and in consideration of the payment of interest thereon or of an annuity in respect thereof. 30

Fifth Session, Twenty-Fourth Parliament, 10-11 Elizabeth II, 1962.

THE SENATE OF CANADA

BILL S-12.

An Act respecting Reliance Insurance Company of Canada.

Read a first time, Tuesday, 13th March, 1962.

Honourable Senator BEAUBIEN (*Bedford*).

ROGER DUHAMEL, F.R.S.C.
QUEEN'S PRINTER AND CONTROLLER OF STATIONERY
OTTAWA, 1962

THE SENATE OF CANADA

BILL S-12.

An Act respecting Reliance Insurance Company of Canada.

Preamble.
1920, c. 94.

WHEREAS Reliance Insurance Company of Canada, hereinafter called "the Company", has by its petition prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— 5

Name in
French.

1. The Company may use, in the transaction of its business, either the name Reliance Insurance Company of Canada or the name La Reliance, Compagnie canadienne d'assurance, in either of which names it may sue or be sued, and any transaction, contract or obligation heretofore or hereafter entered into or incurred by the Company in either of the said names shall be valid and binding on the Company. 10 15

Existing
rights saved.

2. Nothing contained in section 1 of this Act shall in any way impair, alter or affect the rights or liabilities of the Company, except as therein expressly provided, nor in any way affect any suit or proceeding now pending or judgment existing, either by or in favour of or against the Company, which, notwithstanding the provisions of section 1 of the Act, may be prosecuted, continued, completed and enforced as if this Act had not been passed. 20

EXPLANATORY NOTE.

The sole purpose of this bill is to add a French version to the name of Reliance Insurance Company of Canada.

THE SENATE OF CANADA

BILL S-13.

An Act to incorporate Polaris Pipe Lines.

Read a first time, Tuesday, 13th March, 1962.

Honourable Senator THORVALDSON.

THE SENATE OF CANADA

BILL S-13.

An Act to incorporate Polaris Pipe Lines.

Preamble.

WHEREAS the persons hereinafter named have by their petition prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, 5 enacts as follows:—

Incorporation.

1. James Christopher Saks, executive, Maurice Frederick Strong, executive, Neil Vasey Story, executive, all of the city of Calgary, in the province of Alberta, David Donald Diplock, barrister, and Albert Benjamin Rutter Lawrence, 10 barrister, both of the city of Ottawa, in the province of Ontario, together with such persons as become shareholders in the company, are incorporated under the name of Polaris Pipe Lines, hereinafter called “the Company”.

Corporate name.

Directors.

2. (1) The persons named in section 1 of this Act shall 15 be the first directors of the Company.

(2) No person shall be elected as a director unless he is a shareholder owning shares absolutely in his own right, and not in arrear in respect of any call thereon; and the majority of the directors of the Company so chosen shall, at all times, 20 be persons resident in Canada and Canadian citizens.

Capital stock.

- 3.** (1) The capital stock of the Company shall consist of
- (a) ten million common shares without nominal or par value, and
 - (b) five hundred thousand preferred shares of the par 25 value of one hundred dollars per share.
- (2) The Company may by by-law
- (a) provide for the issue of the preferred shares in one or more classes and/or in one or more series with such preferences, privileges, rights, restrictions, 30

10 conditions of business, including in each case
 and of other articles, with regard to dividends
 voting rights of shares, or otherwise as in the
 articles may be deemed fit.
 15 (b) Individuals or corporations who are of similar or
 larger pay value and who are in the employ of the
 company, shall not be eligible for election as directors
 of the business, unless they have been
 20 nominated or appointed by the shareholders
 attached to any number of shares.
 25 Provided that no such person shall be elected or voted
 upon until it has been shown that he has two-thirds
 of the votes cast in a special meeting called for the
 purpose of the Company, and that he has been
 30 nominated and elected by a majority of the
 shareholders of the Company, and that he has been
 elected with the majority of the
 35 (c) The directors of the Company may by resolution
 determine within the limits set forth in any by-law passed
 under subsection (2) of this section, the term of office
 and powers, professional services, rights, restrictions,
 40 conditions or limitations, whether with regard to dividends,
 voting rights of capital or otherwise of any class or
 series of preferred shares.
 45 (4) Except to the extent that such rights may be
 vested by any by-law passed under subsection (2) of this
 section, the holders of any class or series of shares
 shall not be entitled to vote or to receive notice
 50 of or to attend any meetings of the shareholders of the
 Company.
 55 (5) The Company may at any time and from time to time
 pass any law or by-law whereby the provisions, rights,
 60 rights, restrictions, conditions or limitations which may
 be herein attached to any class or series of shares preferred
 shares may be altered, amended or repealed or the ap-
 65 plication thereof may be extended, but no such law shall be valid
 or enforceable if it has been passed by a less than
 a majority of the Company, unless called for the purpose
 70 and until it has been sanctioned by at least two-thirds of
 the votes cast at a special meeting of the holders of
 the shares and outstanding preferred shares of such class
 and of shares fully paid for, called for the purpose
 75 and unless such law has been passed with the
 consent of such
 80 (6) Where an association with any class of shares
 or business for cancellation is provided in favour of the Com-
 85 pany in the provisions relating to liquidation, or in any other
 and referred or provided in the articles of the Company,
 they shall be thereby amended and the amended and the
 90 amended articles of the Company shall be thereby amended.

conditions or limitations attaching to each class and/or series whether with regard to dividends, voting, return of capital or otherwise as in the by-law may be declared, and

- (b) subdivide or consolidate into shares of smaller or larger par value and reclassify into another or different class and/or series any unissued preferred shares and amend, vary, alter or change any of the preferences, privileges, rights, restrictions, conditions or limitations which may have been attached to any unissued preferred shares: 5 10

Proviso.

Provided that no such by-law shall be valid or acted upon until it has been sanctioned by at least two-thirds of the votes cast at a special general meeting of the shareholders of the Company duly called for considering the same, and until a certified copy of such by-law has been filed with the Secretary of State. 15

(3) The directors of the Company may by resolution prescribe, within the limit set forth in any by-law passed under subsection (2) of this section, the terms of issue and precise preferences, privileges, rights, restrictions, conditions or limitations, whether with regard to dividends, voting, return of capital or otherwise, of any class and/or series of preferred shares. 20

(4) Except to the extent that such rights may be provided by any by-law enacted under subsection (2) of this section, the holders of preferred shares of any class or series shall not as such have the right to vote or to receive notice of or to attend any meetings of the shareholders of the Company. 25 30

(5) The Company may at any time and from time to time pass a by-law or by-laws whereby the preferences, privileges, rights, restrictions, conditions or limitations which may have been attached to any class or series of issued preferred shares may be altered, amended or repealed or the application thereof suspended, but no such by-law shall be valid or acted upon until it has been sanctioned by at least two-thirds of the votes cast at a special general meeting of the shareholders of the Company duly called for the purpose, and until it has been sanctioned by at least two-thirds of the votes cast at a special general meeting of the holders of the issued and outstanding preferred shares of such class and/or series duly called for considering the same, and until a certified copy of such by-law has been filed with the Secretary of State. 35 40 45

(6) Where, in accordance with any right of redemption or purchase for cancellation reserved in favour of the Company in the provisions attaching to them, preferred shares are redeemed or purchased for cancellation by the Company, they shall be thereby cancelled, and the authorized and the issued capital of the Company shall be thereby decreased. 50

11. The Board of Directors of the Company shall have the authority to...
12. The Company shall have the authority to...
13. The Company shall have the authority to...

11

14. The Company shall have the authority to...
15. The Company shall have the authority to...

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16. The Company shall have the authority to...
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18. The Company shall have the authority to...
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20. The Company shall have the authority to...
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22. The Company shall have the authority to...
23. The Company shall have the authority to...

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24. The Company shall have the authority to...
25. The Company shall have the authority to...

24

Head office
and other
offices.

4. (1) The head office of the Company shall be in the city of Calgary, in the province of Alberta, which head office shall be the domicile of the Company in Canada; and the Company may establish such other offices and agencies elsewhere within or without Canada as it deems expedient. 5

(2) The Company may, by by-law, change the place where the head office of the Company is to be situate to any other place in Canada.

(3) No by-law for the said purpose shall be valid or acted upon until it is sanctioned by at least two-thirds of the votes cast at a special general meeting of the shareholders of the Company duly called for considering the by-law, and a copy of the by-law certified under the seal of the Company has been filed with the Secretary of State and published in the *Canada Gazette*. 10 15

Pipe lines
legislation
to apply.
1959, c. 46.

5. The Company shall have all the powers, privileges and immunities conferred by, and be subject to all the limitations, liabilities and provisions of, the *National Energy Board Act* and any other general legislation relating to pipe lines enacted by Parliament. 20

Power to
construct and
operate pipe
lines.

6. The Company, subject to the provisions of any general legislation relating to pipe lines enacted by Parliament, may

(a) within or outside Canada construct, purchase, lease or otherwise acquire and hold, develop, operate, 25 maintain, control, lease, mortgage, hypothecate, create liens or other security upon, sell, convey or otherwise dispose of and turn to account any and all interprovincial, extra-provincial and/or international pipe lines and all appurtenances relative thereto for 30 the gathering, processing, refining, treating, transmitting, transporting, storing and delivering of gases, liquids and solids or any of them including, without limiting the generality of the foregoing, any natural and artificial gas and oil and hydrocarbons and 35 related substances or any of them and any products or by-products thereof and all works relative thereto for use in connection with the said pipe lines; and buy or otherwise acquire, process, refine, treat, transmit, transport and sell or otherwise dispose of and 40 distribute any natural and artificial gas and oil and hydrocarbons and related substances or any of them and any products or by-products thereof; and own, lease, sell, operate and maintain aircraft and aerodromes for the purpose of its undertaking, together 45 with the facilities required for the operation of such aircraft and aerodromes; and own, lease, operate and

and otherwise of the same nature as the provisions of section 101 and 102 of the Copyright Act, 1909, and shall be subject to the same provisions of law.

(3) The copyright in any work shall be subject to the provisions of section 103 of the Copyright Act, 1909, and shall be subject to the same provisions of law.

(4) The copyright in any work shall be subject to the provisions of section 104 of the Copyright Act, 1909, and shall be subject to the same provisions of law.

(5) The copyright in any work shall be subject to the provisions of section 105 of the Copyright Act, 1909, and shall be subject to the same provisions of law.

(6) The copyright in any work shall be subject to the provisions of section 106 of the Copyright Act, 1909, and shall be subject to the same provisions of law.

(7) The copyright in any work shall be subject to the provisions of section 107 of the Copyright Act, 1909, and shall be subject to the same provisions of law.

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- maintain interstation telephone, teletype, telegraph and microwave or television communication systems, and, subject to the *Radio Act*, and any other statute relating to radio, microwave or television, own, lease, operate and maintain interstation radio, microwave or television communication facilities; 5
- R.S., c. 233.
- Power to hold land. (b) purchase, hold, lease, sell, improve, exchange or otherwise deal in any property, real or personal, movable or immovable, or any interest and rights therein, legal or equitable or otherwise howsoever, 10 and deal with any portion of the lands and property so acquired, and may subdivide the same into building lots and generally lay the same out into lots, streets and building sites for residential purposes or otherwise, and may construct streets thereon and 15 necessary sewerage and drainage systems and build upon the same for residential purposes or otherwise, and supply any buildings so erected, or other buildings erected upon such lands, with electric light, heat, gas, water or other requisites, and lease or sell the same, 20 upon such terms and subject to such conditions as appear requisite, either to its employees or to others; and
- Ancillary powers. (c) exercise, as ancillary and incidental to the purposes or objects set forth in this Act, the powers following, 25 unless such powers or any of them are expressly excluded by this Act, namely, the powers set forth in paragraphs (a) to (bb) inclusive of subsection (1) of section 14 of the *Companies Act*.
- R.S., c. 53.
- Sections of the *Companies Act* to apply. R.S., c. 53. 7. The provisions of subsections (7), (8), (9), (10), (11), 30 (12) and (13) of section 12, and subsection (2) of section 14, and section 15, and subsection (1) of section 20, and sections 35, 36, 37, 39, 40, 62, 63, 64, 65, 84, 87, 91, 94 and 96, and subsection (a) of section 103, and subsection (6) of section 108, and section 110 of Part I of the *Companies Act* apply 35 to the Company: Provided that wherever in the said sections and subsections the words "letters patent" or "supplementary letters patent" appear, the words "Special Act" shall be substituted therefor.
- Proviso. 8. Sections 153, 155, 162, 163, 167, 172, 180, 184, 189, 190, 40 193 and 194 of Part III of the *Companies Act* shall not be incorporated with this Act.
- Sections of the *Companies Act* not to apply. R.S., c. 53. 9. The Company is authorized with respect to any fully 45 Share warrants. paid shares to issue under the seal of the Company a warrant stating that the bearer of the warrant is entitled to the

14. For the amount of any dividend that the directors may lawfully declare payable in money they may use the amount of the last dividend or any other dividend if the amount of such dividend on the shares of the Company is not fully paid and the liability of the holders of such shares thereon shall be reduced by the amount of such dividend, if the directors have been authorized to do so by a by-law that has been sanctioned by at least two-thirds of the shareholders at a general meeting of the shareholders of the Company duly called for such purpose.

15. The Company may pay a commission to any person in connection with the subscription or purchase of shares, whether in cash or otherwise, for any shares, debentures, deposits, stock or other securities of the Company, or procuring or agreeing to procure subscriptions, whether absolute or conditional, for any shares, debentures, deposits, stock or other securities of the Company, and it may, however, that in regard to such commission, the directors may exercise the power of the amount.

share or shares therein specified with all the powers, privileges and immunities conferred by but subject to all the limitations and provisions of section 35 of Part I of the *Companies Act*.

Stock
dividends.

10. For the amount of any dividend that the directors may lawfully declare payable in money they may issue therefor shares of the Company as fully paid up, or they may credit the amount of such dividend on the shares of the Company already issued but not fully paid up, and the liability of the holders of such shares thereon shall be reduced by the amount of such dividend, if the directors have been authorized to do so by a by-law that has been sanctioned by at least two-thirds of the votes cast at a special general meeting of the shareholders of the Company duly called for considering the same.

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Commission
on sub-
scription.

11. The Company may pay a commission to any person in consideration of his subscribing or agreeing to subscribe, whether absolutely or conditionally, for any shares, bonds, debentures, debenture stock or other securities of the Company, or procuring or agreeing to procure subscriptions, whether absolute or conditional, for any shares, bonds, debentures, debenture stock or other securities of the Company: Provided, however, that as regards shares, such commission shall not exceed ten per centum of the amount realized therefrom.

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Proviso.

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THE SENATE OF CANADA

BILL S-14.

An Act respecting Canada Security Assurance Company.

Read a first time, Tuesday, 13th March, 1962.

Honourable Senator IRVINE.

THE SENATE OF CANADA

BILL S-14.

An Act respecting Canada Security Assurance Company.

Preamble.
1920, c. 85.

WHEREAS Canada Security Assurance Company, hereinafter called "the Company", has by its petition prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— 5

Capital
stock.

1. Section 3 of chapter 85 of the statutes of 1920 is repealed and the following substituted therefor:

"3. The capital stock of the Company shall be two million dollars." 10

Classes of
insurance
authorized.

2. Section 5 of chapter 85 of the statutes of 1920 is repealed and the following substituted therefor:

"5. The Company may undertake, transact and make contracts of insurance in any one or more of the following classes of insurance: 15

- (a) fire insurance;
- (b) accident insurance;
- (c) aircraft insurance;
- (d) automobile insurance;
- (e) boiler insurance; 20
- (f) credit insurance;
- (g) earthquake insurance;
- (h) explosion insurance;
- (i) falling aircraft insurance;
- (j) forgery insurance; 25
- (k) guarantee insurance;
- (l) hail insurance;
- (m) impact by vehicles insurance;
- (n) inland transportation insurance;
- (o) live stock insurance; 30

EXPLANATORY NOTES.

The Company has, since its incorporation in 1920, transacted the business of fire, automobile and certain classes of casualty insurance. It is now considered desirable to be in a position to extend operations to other fields of insurance and the Company seeks power to transact business in all of the usual classes of insurance except life insurance.

Clause 1: The present authorized capital of the Company is five hundred thousand dollars and may be increased to one million dollars. In view of the requirements of the Company, it is considered desirable that the authorized capital should be increased to two million dollars.

Clause 2: The new section 5 will permit the Company to transact business in all the usual classes of insurance except life insurance.

- (p) machinery insurance;
- (q) marine insurance;
- (r) personal property insurance;
- (s) plate glass insurance;
- (t) real property insurance; 5
- (u) sickness insurance;
- (v) sprinkler leakage insurance;
- (w) theft insurance;
- (x) water damage insurance;
- (y) weather insurance; 10
- (z) windstorm insurance."

3. Subsections (1), (2) and (3) of section 6 of chapter 85 of the statutes of 1920 are repealed and the following substituted therefor:

When
Company
may transact
certain
classes of
business.

"6. (1) When the amount paid upon the capital stock of 15
the Company is at least seven hundred and fifty thousand
dollars the Company may transact the business of fire in-
surance, accident insurance, automobile insurance, boiler
insurance, explosion insurance, guarantee insurance, hail
insurance, inland transportation insurance, personal proper- 20
ty insurance, plate glass insurance, real property insurance,
sickness insurance, sprinkler leakage insurance, theft in-
surance, windstorm insurance, and in addition thereto,
earthquake insurance, falling aircraft insurance, impact by
vehicles insurance, water damage insurance and weather 25
insurance limited to the insurance of the same property as
is insured against the risk of fire under a policy of the Com-
pany.

Additional
amounts for
certain
other classes
of business.

(2) The Company shall not commence business in any of
the other classes of insurance authorized by section 5 of this 30
Act until the paid capital, or the paid capital together with
the surplus, exceeds seven hundred and fifty thousand
dollars by an amount or amounts depending upon the nature
of the additional class or classes of business, as follows, that
is to say:—for aircraft insurance, not less than forty thou- 35
sand dollars; for credit insurance, not less than forty thou-
sand dollars; for earthquake insurance, not less than ten
thousand dollars; for falling aircraft insurance, not less than
ten thousand dollars; for forgery insurance, not less than
forty thousand dollars; for impact by vehicles insurance, not 40
less than ten thousand dollars; for live stock insurance, not
less than forty thousand dollars; for machinery insurance,
not less than forty thousand dollars; for marine insurance,
not less than one hundred thousand dollars; for water
damage insurance, not less than twenty thousand dollars; 45
and for weather insurance, not less than twenty thousand
dollars.

Clause 3: The present paid-up capital of the Company amounts to seven hundred and fifty thousand dollars and subsection (1) of section 6 authorizes the transaction of business in certain classes of insurance when the paid-up capital equals or exceeds this amount.

Subsection (2) prescribes the amount of increase in paid-up capital and surplus required before business may be transacted in the additional classes of insurance therein listed.

When
Company
may transact
any or all
classes of
insurance
business.

(3) Notwithstanding anything to the contrary contained in this section, the Company may transact business in any one or more of the classes of insurance authorized by section 5 of this Act when the paid capital amounts to at least five hundred thousand dollars and the paid capital together with the surplus amounts to at least one million dollars." 5

Repeal.

4. Section 9 of chapter 85 of the statutes of 1920 is repealed.

R.S., c. 31;
1956, c. 28;
1957-58, c. 11;
1960-61, c. 13.

5. The *Canadian and British Insurance Companies Act* shall apply to the Company. 10

Subsection (3) authorizes the Company to transact all classes of insurance when the paid-up capital amounts to at least five hundred thousand dollars and the paid-up capital together with the surplus amounts to at least one million dollars.

Clause 4: This repeals section 9 of chapter 85 of the statutes of 1920 which reads as follows:—

“9. Except as otherwise provided by this Act, the Company shall have all the powers, privileges and immunities and shall be subject to all liabilities and provisions set out in *The Insurance Act, 1917*, so far as they may be applicable to the Company.”

THE SENATE OF CANADA

BILL S-15.

An Act respecting The Canadian Indemnity Company
and the Canadian Fire Insurance Company.

Read a first time, Wednesday, 14th March, 1962.

Honourable Senator THORVALDSON.

THE SENATE OF CANADA

BILL S-15.

Preamble.
1916, c. 52;
1918, c. 64;
1946, c. 79.

1897, c. 76;
1904, c. 58;
1946, c. 78.

R.S., c. 31;
1956, c. 28;
1957-58, c. 11;
1960-61, c. 13.

An Act respecting The Canadian Indemnity Company
and the Canadian Fire Insurance Company.

WHEREAS The Canadian Indemnity Company and the Canadian Fire Insurance Company, hereinafter called "the predecessor Corporations", have agreed to amalgamate under the provisions of section 108 of the *Canadian and British Insurance Companies Act* by virtue of an Agreement dated the 26th day of July, 1961; 5

And whereas the predecessor Corporations have by their joint petition prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— 10

Confirma-
tion of
Agreement.

1. The Agreement between the predecessor Corporations, a copy of which is set out in the Schedule to this Act, hereinafter called "the Agreement", is confirmed and shall have the force of law; and the amalgamated company resulting therefrom is declared to be one corporate entity under the name of The Canadian Indemnity Company, and, in French, L'Indemnité Compagnie Canadienne, hereinafter called "the continuing Corporation". 15 20

Corporate
name.

Corporation
deemed in-
corporated by
Special Act.

2. The continuing Corporation shall be deemed to be a company incorporated by Special Act of the Parliament of Canada, and, subject to this Act and to the Agreement, shall have all the powers of the predecessor Corporations.

Powers.

3. The continuing Corporation may carry on the combined businesses of the predecessor Corporations and may transact the business of insurance in all its forms and branches except the business of life insurance.

R.S., c. 31;
1956, c. 28;
1957-58, c. 11;
1960-61, c. 13.

4. The *Canadian and British Insurance Companies Act* shall apply to the continuing Corporation. 30

EXPLANATORY NOTE.

The Canadian Indemnity Company and the Canadian Fire Insurance Company entered into an Amalgamation Agreement dated July 26th, 1961, a copy of which Agreement is included as a Schedule to this bill. The purpose of this bill is to confirm such Amalgamation Agreement.

SCHEDULE.

THIS AGREEMENT MADE THIS 26TH DAY OF JULY A.D. 1961

BETWEEN

THE CANADIAN INDEMNITY COMPANY, incorporated by the Parliament of Canada by Chapter 52 of the statutes of Canada, 1916, as amended.

of the FIRST PART,

— and —

THE CANADIAN FIRE INSURANCE COMPANY, incorporated by the Parliament of Canada by Chapter 76 of the statutes of Canada, 1897, as amended.

of the SECOND PART.

WHEREAS The Canadian Indemnity Company and The Canadian Fire Insurance Company, were each incorporated by private Act of the Parliament of Canada and having the same or similar objects within the scope of said Acts and acting under the authority contained therein and having the power to amalgamate under the provisions of Section 108 of The Canadian and British Insurance Companies Act, and having been granted the permission of The Minister as required by that section, have agreed to amalgamate on the terms and conditions hereinafter set out;

AND WHEREAS the authorized capital of The Canadian Indemnity Company is One Million Dollars (\$1,000,000.00) divided into One Hundred Thousand (100,000) shares of a par value of Ten (\$10.00) Dollars each, of which there are at the date hereof Fifty Thousand (50,000) shares issued and outstanding as fully paid;

AND WHEREAS the authorized capital of The Canadian Fire Insurance Company is One Million Dollars (\$1,000,000.00) divided into One Hundred Thousand (100,000) shares of a par value of Ten (\$10.00) Dollars each, of which there are at the date hereof One Hundred Thousand (100,000) shares issued and outstanding as fully paid;

AND WHEREAS The Canadian Indemnity Company and The Canadian Fire Insurance Company have each made full disclosure to the other of all their respective assets and liabilities;

AND WHEREAS it is desirable in the interests of the parties hereto and their respective shareholders that such amalgamation should be effected on the terms and conditions of this agreement entered into for that purpose;

THE CANADIAN PATENT ACT

The Canadian Patent Act, 1900, and the amendments thereto, are hereby published for general information. The Act is divided into sections, and the amendments are indicated by the words "amended" and "inserted".

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NOW, THEREFORE, THIS AGREEMENT WITNESSETH:

1. The Canadian Indemnity Company and The Canadian Fire Insurance Company (hereinafter referred to as the predecessor corporations) agree to amalgamate and do hereby amalgamate to form and continue as one corporation upon the terms and conditions hereinafter set out and as may be set out in a private Act of the Parliament of Canada, as provided in article seventeen hereof the corporation resulting from such amalgamation being hereinafter referred to as the continuing corporation.

2. The name of the continuing corporation shall be The Canadian Indemnity Company and said corporation may use in the transaction of its business either the name The Canadian Indemnity Company or the name L'Indemnité Compagnie Canadienne, in either of which names it may sue or be sued, and any transaction, contract or obligation entered into or incurred by said corporation in either of said names shall be valid and binding on it.

3. The authorized capital of the continuing corporation shall be Five Million Dollars (\$5,000,000.00) divided into Five Hundred Thousand (500,000) shares of a par value of Ten (\$10.00) Dollars each.

4. The Head Office of the continuing corporation shall be at the City of Winnipeg, in the Province of Manitoba.

5. The general by-laws regulating the conduct of the affairs of the continuing corporation shall be those of the Canadian Indemnity Company, the party of the FIRST PART herein, subject to repeal, amendment, alteration or addition as provided therein or by law.

6. The Board of Directors of the continuing corporation, until otherwise determined by By-law, shall consist of nine members, and the first Directors of the continuing corporation with their names, callings and places of residence shall be the following:

HARRY CROWSON ASHDOWN, Esq.,
President, The J. H. Ashdown
Hardware Co. Limited,
Winnipeg, Manitoba.

JAMES ALEXANDER CROWE, Esq.,
Broker,
Winnipeg, Manitoba.

PETER DUNCAN CURRY, Esq.,
President, The Sovereign Life
Assurance Company of Canada,
Winnipeg, Manitoba.

WILLIAM LAWRENCE PALK, Esq.,
Executive,
Winnipeg, Manitoba.

JAMES ARMSTRONG RICHARDSON,
Esq.,
Vice President, James Richardson
& Sons Limited,
Winnipeg, Manitoba.

CONRAD SANFORD RILEY, Esq.,
President, Dominion Tanners
Limited,
Winnipeg, Manitoba.

WILLIAM CULVER RILEY, Esq.,
Executive,
Winnipeg, Manitoba.

CHARLES GORDON SMITH, Esq.,
Vice President, The Monarch
Life Assurance Company,
Winnipeg, Manitoba.

THOMAS BRUCE ROSS, Esq.,
Executive,
Winnipeg, Manitoba.

7. The said first Directors shall hold office until the first annual meeting of the continuing corporation or until such earlier time as may be determined by the shareholders thereof, and subsequent directors shall be elected at either a special general meeting or the annual meeting of the shareholders by majority vote of the shares represented at such meeting, which such first Directors shall hold office until their successors are elected.

8. The assets of each of the predecessor corporations and the liabilities to which the same are subject are as particularly set forth in their respective balance sheets as of December 31, 1960, with such changes as may be necessary to reflect the results of operations and transactions of each company respectively, in the ordinary course of business since such date.

9. The assets, liabilities and surplus of the continuing corporation shall be the aggregate of the assets, liabilities and surpluses of the predecessor corporations, all as appearing from their respective books on the effective date of this agreement.

10. The issued and outstanding capital stock of the predecessor corporations on and from the effective date of this agreement shall be exchanged for 150,000 shares of the capital stock of the continuing corporation by each holder of one share in the predecessor corporation The Canadian Indemnity Company, of the first part hereto, being deemed to be the holder of one and one-half shares in the continuing corporation and each holder of a share in the predecessor corporation The Canadian Fire Insurance Company, of the second part hereto, being deemed to be the holder of three-quarters of one share in the continuing corporation.

The Shareholders of the predecessor corporations shall, when and as required by the Directors of the continuing corporation, surrender the certificates representing the shares held by them on the effective date of this agreement, and in lieu of and in substitution therefor and upon such surrender there shall be issued to them forthwith certificates in respect of the shares in the capital stock of the continuing corporation which they are then deemed to be the holders.

11. The continuing corporation shall possess all the property, assets, undertakings, businesses, rights, privileges and franchises and shall be subject to all the liabilities, contracts, disabilities and duties of each of the predecessor corporations.

11. The Board of Directors shall have the authority to...

12. The Board of Directors shall have the authority to...

13. The Board of Directors shall have the authority to...

14. The Board of Directors shall have the authority to...

15. The Board of Directors shall have the authority to...

16. The Board of Directors shall have the authority to...

17. The Board of Directors shall have the authority to...

18. The Board of Directors shall have the authority to...

12. All rights of creditors to obtain payment of their claims out of the assets of the predecessor corporations liable therefor and all liens upon the assets of either or both of such corporations shall be unimpaired by such amalgamation and all debts, contracts, liabilities and duties of each of such corporations shall thenceforth attach to the continuing corporation and may be enforced against it to the same extent as if incurred or contracted by it.

13. No action or proceeding by or against either of the predecessor corporations shall abate or be affected by such amalgamation but for all purposes of such action or proceeding such corporation shall be deemed still to exist or the continuing corporation may be substituted in such action or proceeding in the place thereof.

14. The continuing corporation shall pay and discharge all and every of the liabilities of the predecessor corporations (other than liabilities in respect of capital stock) and all expenses of and incidental to their amalgamation as provided for herein.

15. This agreement shall be placed before and considered by the shareholders of each of the predecessor corporations at a special general meeting of each such corporation duly called for the purpose of considering the same, and there shall be recorded in the minutes of the meeting the number of votes for and the number of votes against confirmation.

16. This agreement shall be submitted to The Treasury Board of the Government of Canada for its sanction thereof; provided, however, that this agreement shall not be so submitted but shall become void and of no effect:

- (a) Unless the holders of at least 90% of the outstanding shares of capital stock of each of the predecessor corporations shall have approved it, by affirmative vote whether in person or by proxy.
- (b) If in the opinion of the Board of Directors of either of the predecessor corporations, evidenced in either case by a resolution adopted by a majority of the entire Board of Directors, consummation of the amalgamation would be unwise.

17. Forthwith upon the shareholders of the predecessor corporations respectively approving this agreement and the certification of such fact upon a copy hereof by the secretary of each of such corporations under their respective corporate seals and after sanction by The Treasury Board of the Government of Canada, a joint petition of said corporations to the Parliament of Canada shall be made for a private Act confirming this agreement. Prior to the effective date of this agreement, neither corporation shall incur any liability or enter into any transaction other than in the ordinary and usual course of business.

This agreement shall be null and void if the date of the private sale is later than the date of the public sale. This Agreement may be amended by the Director of the Company in full and void and of no force and effect.

The Warranted Shares are hereby assigned to the assignee to be assigned by their duly authorized officers and their respective heirs to be hereinafter named, all as of the day and year first above written.

THE CANADIAN IMPUNITY COMPANY

"W. C. [Name]"
"W. B. [Name]"

(SIGNED)

THE CANADIAN FIRE INSURANCE COMPANY

"W. C. [Name]"
"W. B. [Name]"

(SIGNED)

18. This agreement shall become effective upon the date that such private Act comes into force. In the event of such private Act not coming into force on or before the 31st day of December, A.D. 1962, this Agreement may be declared by the Directors of either company to be null and void and of no further force and effect.

IN WITNESS WHEREOF the parties have caused this Agreement to be executed by their duly authorized officers and their corporate seals to be hereunto affixed, all as of the day and year first above written.

THE CANADIAN INDEMNITY COMPANY

"W. C. RILEY" *President*

"W. B. GRESHAM" *Secretary*

(SEAL)

THE CANADIAN FIRE INSURANCE COMPANY

"W. C. RILEY" *President*

"W. B. GRESHAM" *Secretary*

(SEAL)

Fifth Session, Twenty-Fourth Parliament, 10-11 Elizabeth II, 1962.

THE SENATE OF CANADA

BILL S-16.

An Act respecting The United Church of Canada.

Read a first time, Tuesday, 20th March, 1962.

Honourable Senator WHITE.

ROGER DUHAMEL, F.R.S.C.
QUEEN'S PRINTER AND CONTROLLER OF STATIONERY
OTTAWA, 1962

THE SENATE OF CANADA

BILL S-16.

An Act respecting The United Church of Canada.

Preamble.
1924, c. 100;
1939 (1st
Sess.), c. 65;
1951 (1st
Sess.), c. 84.

WHEREAS The United Church of Canada, hereinafter called "the Corporation", has by its petition prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Repeal.

1. Paragraph (c) of section 18 of chapter 100 of the statutes of 1924, as amended by chapter 84 of the statutes of 1951, is repealed and the following substituted therefor:

Investment
of funds.

"(c) to invest and re-invest its moneys, including moneys held for the Pension Fund of the Corporation, in the investments in which Canadian insurance companies are from time to time authorized by the *Canadian and British Insurance Companies Act* to invest and re-invest their moneys, and shall have all such rights and remedies, for the collection, enforcement or repayment thereof as any individual or corporation would have by law in the premises: Provided that such investments shall not be subject to the limitation set out in subsection (7) of section 63 of the *Canadian and British Insurance Companies Act*."

R.S., c. 31;
1956, c. 28;
1957-58, c. 11;
1960-61, c. 13.

Proviso.

R.S., c. 31;
1956, c. 28;
1957-58, c. 11;
1960-61, c. 13.

EXPLANATORY NOTE.

At present *The United Church of Canada Act* limits investments in common stocks to 15% of the ledger assets of the Corporation and this in turn limits the Corporation's Pension Fund. The purpose of the amendment is to remove this restriction.

Fifth Session, Twenty-Fourth Parliament, 10-11 Elizabeth II, 1962.

THE SENATE OF CANADA

BILL S-17.

An Act respecting Canadian Pacific Railway Company
and certain wholly owned subsidiaries.

Read a first time, Tuesday, 20th March, 1962.

Honourable Senator BOUFFARD.

ROGER DUHAMEL, F.R.S.C.
QUEEN'S PRINTER AND CONTROLLER OF STATIONERY
OTTAWA, 1962

THE SENATE OF CANADA

BILL S-17.

An Act respecting Canadian Pacific Railway Company and certain wholly owned subsidiaries.

Preamble.

WHEREAS Canadian Pacific Railway Company, Joliette and Brandon Railway Company, The Saint John Bridge and Railway Extension Company and The Saint Stephen and Milltown Railway Company have by their joint petition prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Short title.

1. This Act may be cited as *Canadian Pacific Railway Company (Subsidiaries) Act, 1962.* 10

Railways and undertakings vest in Canadian Pacific Railway Company.

2. The railways and undertakings of Joliette and Brandon Railway Company, The Saint John Bridge and Railway Extension Company and The Saint Stephen and Milltown Railway Company, and all the powers, rights, privileges, franchises, assets, effects and properties, real, personal and mixed, belonging to or possessed by the said Companies, or to which they may be or become entitled, are hereby vested absolutely in Canadian Pacific Railway Company. 15

Canadian Pacific Railway Company liable for claims, etc.

3. Canadian Pacific Railway Company is liable in respect of all claims, demands, rights, securities, causes of action, complaints, debts, obligations, works, contracts, agreements or duties of or affecting the Companies named in section 2 to as full an extent as the said Companies were liable at or before the coming into force of this Act. 20

Act to come into force on Proclamation.

4. This Act shall come into force with respect to any one or more of the Companies named in section 2 on a day or days to be fixed by Proclamation of the Governor in Council. 25

EXPLANATORY NOTES.

The purpose of this bill is to effect a simplification of the corporate organization of Canadian Pacific Railway Company.

The Companies mentioned in section 2 of this bill are all wholly owned subsidiaries of Canadian Pacific Railway Company which owns all the capital stock and bonds (where issued) of the said Companies.

The said Companies are all operated by Canadian Pacific Railway Company under the provision of long term leases as part of the Canadian Pacific system.

All of the said Companies were incorporated by provincial legislation: Joliette and Brandon Railway Company by an Act of the province of Quebec, and The Saint John Bridge and Railway Extension Company and The Saint Stephen and Milltown Railway Company by Acts of the province of New Brunswick. Consequently, this bill does not provide for the dissolution of these Companies by the Parliament of Canada.

Fifth Session, Twenty-Fourth Parliament, 10-11 Elizabeth II, 1962.

THE SENATE OF CANADA

BILL S-18.

An Act to incorporate Greymac Mortgage Corporation.

Read a first time, Tuesday, 20th March, 1962.

Honourable Senator CONNOLLY
(Ottawa West).

ROGER DUHAMEL, F.R.S.C.
QUEEN'S PRINTER AND CONTROLLER OF STATIONERY
OTTAWA, 1962

THE SENATE OF CANADA

BILL S-18.

An Act to incorporate Greymac Mortgage Corporation.

- Preamble. **W**HEREAS the persons hereinafter named have by their petition prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— 5
- Incorporation. **1.** William Edward Green, solicitor, Charles Douglas McCallum, solicitor, and Edwin Delbert Hickey, solicitor, all of the city of Hamilton, in the province of Ontario, and Roy Henderson Cuzner, solicitor, and Doreen May Wales, secretary, both of the city of Ottawa, in the province of Ontario, together with such other persons as become shareholders in the company, are incorporated under the name of Greymac Mortgage Corporation, hereinafter called "the Company". 15
- Corporate name.
- Provisional directors. **2.** The persons named in section 1 shall be the provisional directors of the Company.
- Capital stock. **3.** The capital stock of the Company shall be one million dollars.
- Amount to be subscribed before general meeting. **4.** The amount to be subscribed before the provisional directors may call a general meeting of the shareholders shall be five hundred thousand dollars. 20
- Amount to be subscribed and paid before commencement of business. **5.** The Company shall not commence business until five hundred thousand dollars of the capital stock has been subscribed and two hundred thousand dollars paid thereon. 25
- Head office. **6.** The head office of the Company shall be in the city of Hamilton, in the province of Ontario.

Powers.

R.S., c. 170;
1952-53, c. 5;
1958, c. 35;
1960-61, c. 51.

7. The Company has all the powers, privileges and immunities conferred by, and is subject to all the limitations, liabilities and provisions of, the *Loan Companies Act*.

Fifth Session, Twenty-Fourth Parliament, 10-11 Elizabeth II, 1962.

THE SENATE OF CANADA

BILL S-19.

An Act to amend the Canada Grain Act.

First reading, Friday, 23rd March, 1962.

Honorable Senator ASELTINE, P.C.

ROGER DUHAMEL, F.R.S.C.
QUEEN'S PRINTER AND CONTROLLER OF STATIONERY
OTTAWA, 1962

THE SENATE OF CANADA

BILL S-19.

An Act to amend the Canada Grain Act.

R.S., cc. 25,
308; 1955, c. 9.

HER Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. Paragraph (19) of section 2 of the *Canada Grain Act* is repealed and the following substituted therefor: 5
“Minister.” “(19) “Minister” means the Minister of Agriculture.”
- 1955, c. 9, s. 5. 2. Schedule One to the said Act is amended by adding thereto, immediately before the heading “Rapeseed” therein and the grade requirements thereunder, the heading and grade requirements set forth in Schedule A to this Act. 10
- 1955, c. 9,
ss. 5, 6. 3. Schedules One and Two to the said Act are amended by repealing the heading “Rapeseed” therein and the grade requirements thereunder, and substituting therefor the heading and grade requirements set forth in Schedule B to this Act. 15
4. Section 3 shall come into force on the 1st day of August, 1962.

EXPLANATORY NOTES.

Clause 1: This amendment is consequential upon the transfer of responsibility for the Board of Grain Commissioners for Canada from the Minister of Trade and Commerce to the Minister of Agriculture, by Order in Council P.C. 1960-1580 dated November 17, 1960, made under authority of the *Public Service Re-arrangement and Transfer of Duties Act*.

Paragraph (19) at present reads as follows:

“(19) “Minister” means the Minister of *Trade and Commerce*;”

Clause 2: The purpose of this amendment is to establish statutory grades of domestic mustard seed. At present there are only commercial, or non-statutory, grades of domestic mustard seed.

Clause 3: The purpose of this amendment is to redefine the statutory grades of rapeseed as presently set out in Schedules One and Two to the Act. There are two statutory grades at present, namely Canada Rapeseed and Sample Canada Rapeseed. In addition there are two commercial, or non-statutory, grades, known as No. 2 Canada Rapeseed and No. 3 Canada Rapeseed. The amendment would establish statutory grades of No. 1 Canada Rapeseed as well as No. 2 and No. 3 Canada Rapeseed.

The present grade requirements for rapeseed are set out in Schedules One and Two as follows:

“RAPESEED

Grade Name	Standard of Quality	Standard of Cleanness
Canada Rapeseed Sample Canada Rapeseed.	Sound, cool and sweet. Any rapeseed that is definitely unsound, heated or musty.	Commercially clean. Commercially clean.”

SCHEDULE A.
DOMESTIC MUSTARD SEED.

Grade name	Minimum weight per measured bushel in pounds		Class (See note)	Degree of soundness	Standard of cleanness (See note)
	Yellow Class	Brown, Oriental and Mixed Classes			
Extra No. 1 Canada Western Yellow	58		Not less than 99.95% yellow.	Well matured; sweet. Of good natural colour. May contain not over 1% damaged seeds, including not over 0.01% heated.	May contain not more than 0.01% of other seeds that are conspicuous and that are not readily separable from yellow mustard seed. Shall be free from conspicuous seeds that are distinctly detrimental to quality, such as cow cockle.
No. 1 Canada Western	56	55	Not less than 99.5% of one class.	Reasonably well matured; sweet. Of good natural colour. May contain not over 1.5% damaged seeds, including not over 0.1% heated.	May contain not more than 0.3% of other seeds that are conspicuous and that are not readily separable from mustard seed, including not over 0.1% of conspicuous seeds that are distinctly detrimental to quality, such as cow cockle.
No. 2 Canada Western	54	54	Not less than 98% of one class.	Fairly well matured; sweet. May contain not over 3% damaged seeds, including not over 0.2% heated.	May contain not more than 0.5% of other seeds that are conspicuous and that are not readily separable from mustard seed, including not over 0.2% of conspicuous seeds that are distinctly detrimental to quality, such as cow cockle.
No. 3 Canada Western	52	52	Not less than 95% of one class.	May contain not over 5% damaged seeds, including not over 0.5% heated. May have the natural odour associated with low quality seed, but shall not be distinctly sour, musty, rancid, nor have any odour that would indicate serious deterioration or contamination.	May contain not more than 0.7% of other seeds that are conspicuous and that are not readily separable from mustard seed, including not over 0.3% of conspicuous seeds that are distinctly detrimental to quality, such as cow cockle.

Note: Except in the case of Extra No. 1 Canada Western Yellow, the class of Mustard Seed shall refer to Yellow, Brown or Oriental varieties. Domestic Mustard Seed shall be graded in accordance with the above grade requirements and, except in the case of Extra No. 1 Canada Western Yellow, the class shall be added to and form part of the grade name, but where seed that complies with the grade requirements for any one of the above grades except that classes are mixed beyond the tolerances permitted for that grade, the seed may, at the option of the producer, be graded with the name of that grade and the word "Mixed" shall instead be added to and form part of the grade name. The use of the name of a class of Mustard Seed in certifying to a grade shall not imply any guarantee as to the varietal purity of that class. Assignment of mustard seed to any of the above grades shall not imply any guarantee with respect to content of other seeds that blend with mustard seed. Dockages shall be assessed on Domestic Mustard Seed for foreign material that is readily separated from the mass by ordinary mechanical cleaning methods, including any small whole or broken mustard seeds that are removed along with such foreign material, expressed as a percentage by weight of the whole; except that a reasonable allowance may be made for broken mustard seeds not to be assessed as dockage in commercially clean mustard seed when this can be attributed to attrition in the normal handling after cleaning.

SCHEDULE B.
RAPESEED.

Grade name	Standard of Quality		Standard of cleanness (See note)
	Minimum weight per measured bushel in pounds	Degree of soundness	
No. 1 Canada Rapeseed	52	Reasonably sound; cool and sweet; may contain not over 3% damaged seeds, including not over 0.1% heated. Of good natural colour.	May contain not more than 1% of other seeds that are conspicuous and that are not readily separable from Rapeseed, to be assessed as dockage.
No. 2 Canada Rapeseed	50	Cool and sweet; may contain not over 10% damaged seeds, including not over 0.2% heated.	May contain not more than 1.5% of other seeds that are conspicuous and that are not readily separable from Rapeseed, to be assessed as dockage.
No. 3 Canada Rapeseed	48	May contain not over 20% damaged seeds, including not over 0.5% heated. May have the natural odour associated with low quality seed, but shall not be distinctly sour, musty, rancid, nor have any odour that would indicate serious deterioration or contamination.	May contain not more than 2% of other seeds that are conspicuous and that are not readily separable from Rapeseed, to be assessed as dockage.

NOTE: Assignment of rapeseed to any of the above grades shall not imply any guarantee with respect to content of other seeds that blend with rapeseed.

The percentage of "other seeds that are conspicuous and that are not readily separable" shall include weed seeds that do not blend with rapeseed and whole or broken kernels of other grains, when these are not removable by means of appropriate sieves and other cleaning devices.

Dockage shall be assessed on rapeseed for foreign material that is readily separated from the mass by ordinary mechanical cleaning methods, including any small whole or broken rapeseed that is removed along with such foreign material, plus any other seeds, up to the limits established in the respective grades, that are conspicuous and that remain in samples after ordinary mechanical cleaning methods have been applied, these to be added together and expressed as a percentage by weight of the whole; except that a reasonable allowance may be made for broken rapeseed not to be assessed as dockage in commercially clean rapeseed when this can be attributed to attrition in the normal handling after cleaning.



