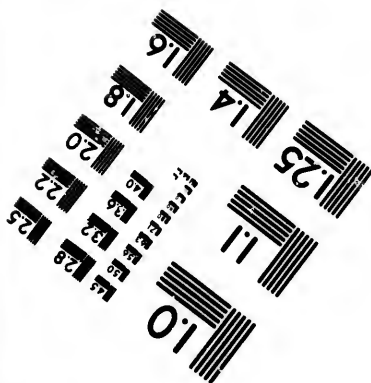
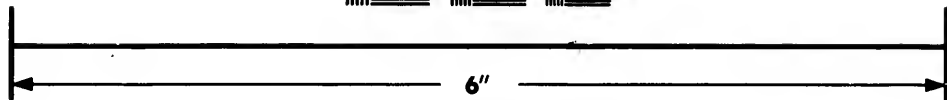
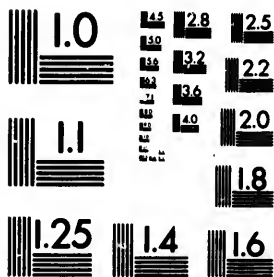


**IMAGE EVALUATION
TEST TARGET (MT-3)**



**Photographic
Sciences
Corporation**

23 WEST MAIN STREET
WEBSTER, N.Y. 14580
(716) 872-4503

0
1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28
29
30
31
32
33
34
35
36
37
38
39
40
41
42
43
44
45
46
47
48
49
50
51
52
53
54
55
56
57
58
59
60
61
62
63
64
65
66
67
68
69
70
71
72
73
74
75
76
77
78
79
80
81
82
83
84
85
86
87
88
89
90
91
92
93
94
95
96
97
98
99
100

**CIHM/ICMH
Microfiche
Series.**

**CIHM/ICMH
Collection de
microfiches.**



Canadian Institute for Historical Microreproductions / Institut canadien de microreproductions historiques

10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28
29
30
31
32
33
34
35
36
37
38
39
40
41
42
43
44
45
46
47
48
49
50
51
52
53
54
55
56
57
58
59
60
61
62
63
64
65
66
67
68
69
70
71
72
73
74
75
76
77
78
79
80
81
82
83
84
85
86
87
88
89
90
91
92
93
94
95
96
97
98
99
100

© 1984

Technical and Bibliographic Notes/Notes techniques et bibliographiques

The Institute has attempted to obtain the best original copy available for filming. Features of this copy which may be bibliographically unique, which may alter any of the images in the reproduction, or which may significantly change the usual method of filming, are checked below.

L'Institut a microfilmé le meilleur exemplaire qu'il lui a été possible de se procurer. Les détails de cet exemplaire qui sont peut-être uniques du point de vue bibliographique, qui peuvent modifier une image reproduite, ou qui peuvent exiger une modification dans la méthode normale de filmage sont indiqués ci-dessous.

- | | |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <input checked="" type="checkbox"/> Coloured covers/
Couverture de couleur | <input type="checkbox"/> Coloured pages/
Pages de couleur |
| <input type="checkbox"/> Covers damaged/
Couverture endommagée | <input type="checkbox"/> Pages damaged/
Pages endommagées |
| <input type="checkbox"/> Covers restored and/or laminated/
Couverture restaurée et/ou pelliculée | <input type="checkbox"/> Pages restored and/or laminated/
Pages restaurées et/ou pelliculées |
| <input type="checkbox"/> Cover title missing/
Le titre de couverture manque | <input checked="" type="checkbox"/> Pages discoloured, stained or foxed/
Pages décolorées, tachetées ou piquées |
| <input type="checkbox"/> Coloured maps/
Cartes géographiques en couleur | <input type="checkbox"/> Pages detached/
Pages détachées |
| <input type="checkbox"/> Coloured ink (i.e. other than blue or black)/
Encre de couleur (i.e. autre que bleue ou noire) | <input checked="" type="checkbox"/> Showthrough/
Transparence |
| <input type="checkbox"/> Coloured plates and/or illustrations/
Planches et/ou illustrations en couleur | <input type="checkbox"/> Quality of print varies/
Qualité inégale de l'impression |
| <input type="checkbox"/> Bound with other material/
Relié avec d'autres documents | <input type="checkbox"/> Includes supplementary material/
Comprend du matériel supplémentaire |
| <input type="checkbox"/> Tight binding may cause shadows or distortion
along interior margin/
La reliure serrée peut causer de l'ombre ou de la
distortion le long de la marge intérieure | <input type="checkbox"/> Only edition available/
Seule édition disponible |
| <input type="checkbox"/> Blank leaves added during restoration may
appear within the text. Whenever possible, these
have been omitted from filming/
Il se peut que certaines pages blanches ajoutées
lors d'une restauration apparaissent dans le texte,
mais, lorsque cela était possible, ces pages n'ont
pas été filmées. | <input type="checkbox"/> Pages wholly or partially obscured by errata
slips, tissues, etc., have been refilmed to
ensure the best possible image/
Les pages totalement ou partiellement
obscurcies par un feuillet d'errata, une pelure,
etc., ont été filmées à nouveau de façon à
obtenir la meilleure image possible. |
| <input type="checkbox"/> Additional comments:/
Commentaires supplémentaires: | |

This item is filmed at the reduction ratio checked below/
Ce document est filmé au taux de réduction indiqué ci-dessous.

10X	14X	18X	22X	26X	30X
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12X	16X	20X	24X	28X	32X

The copy filmed here has been reproduced thanks to the generosity of:

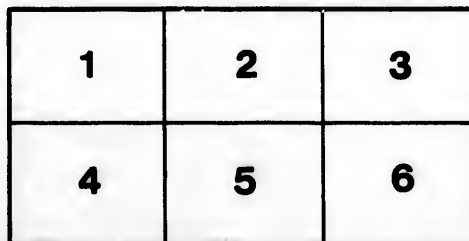
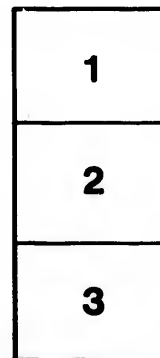
Seminary of Quebec
Library

The images appearing here are the best quality possible considering the condition and legibility of the original copy and in keeping with the filming contract specifications.

Original copies in printed paper covers are filmed beginning with the front cover and ending on the last page with a printed or illustrated impression, or the back cover when appropriate. All other original copies are filmed beginning on the first page with a printed or illustrated impression, and ending on the last page with a printed or illustrated impression.

The last recorded frame on each microfiche shall contain the symbol \rightarrow (meaning "CONTINUED"), or the symbol ∇ (meaning "END"), whichever applies.

Maps, plates, charts, etc., may be filmed at different reduction ratios. Those too large to be entirely included in one exposure are filmed beginning in the upper left hand corner, left to right and top to bottom, as many frames as required. The following diagrams illustrate the method:



L'exemplaire filmé fut reproduit grâce à la générosité de:

Séminaire de Québec
Bibliothèque

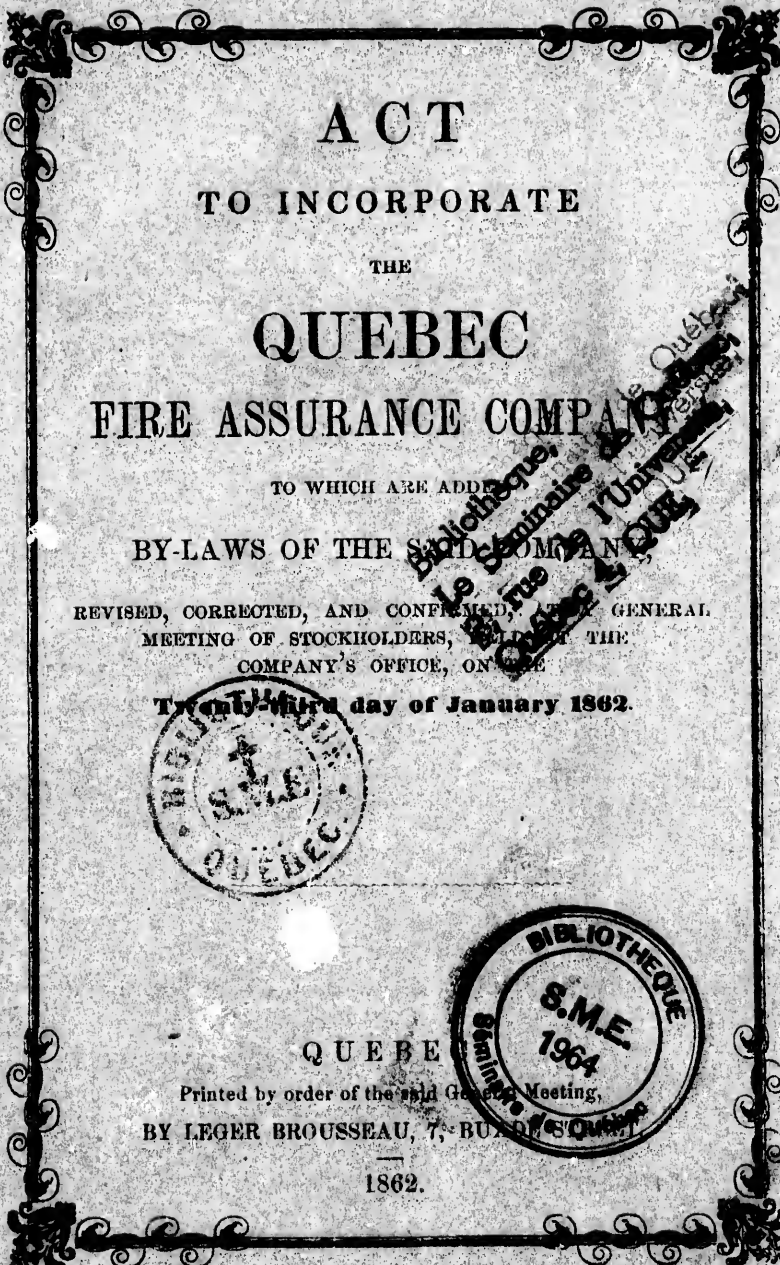
Les images suivantes ont été reproduites avec le plus grand soin, compte tenu de la condition et de la netteté de l'exemplaire filmé, et en conformité avec les conditions du contrat de filmage.

Les exemplaires originaux dont la couverture en papier est imprimée sont filmés en commençant par le premier plat et en terminant soit par la dernière page qui comporte une empreinte d'impression ou d'illustration, soit par le second plat, selon le cas. Tous les autres exemplaires originaux sont filmés en commençant par la première page qui comporte une empreinte d'impression ou d'illustration et en terminant par la dernière page qui comporte une telle empreinte.

Un des symboles suivants apparaîtra sur la dernière image de chaque microfiche, selon le cas: le symbole \rightarrow signifie "A SUIVRE", le symbole ∇ signifie "FIN".

Les cartes, planches, tableaux, etc., peuvent être filmés à des taux de réduction différents. Lorsque le document est trop grand pour être reproduit en un seul cliché, il est filmé à partir de l'angle supérieur gauche, de gauche à droite, et de haut en bas, en prenant le nombre d'images nécessaire. Les diagrammes suivants illustrent la méthode.

137 Carton. Broch. Com. Jurispr. gen. No 10



ACT
TO INCORPORATE
THE
QUEBEC
FIRE ASSURANCE COMPANY

TO WHICH ARE ADDED
BY-LAWS OF THE SAID COMPANY
REVISED, CORRECTED, AND CONFIRMED, AT A GENERAL
MEETING OF STOCKHOLDERS, HELD AT THE
COMPANY'S OFFICE, ON THE
Twenty-third day of January 1862.



QUEBEC
Printed by order of the said General Meeting,
BY LEGER BROUSSEAU, 7, RUE D'ARCADE
1862.

Bibliothèque, Le Séminaire, Université, Québec

ACT
TO INCORPORATE
THE
QUEBEC
FIRE ASSURANCE COMPANY,

TO WHICH ARE ADDED

BY-LAWS OF THE SAID COMPANY,

REVISED, CORRECTED AND CONFIRMED, AT A GENERAL
MEETING OF STOCKHOLDERS, HELD AT THE
COMPANY'S OFFICE, ON THE

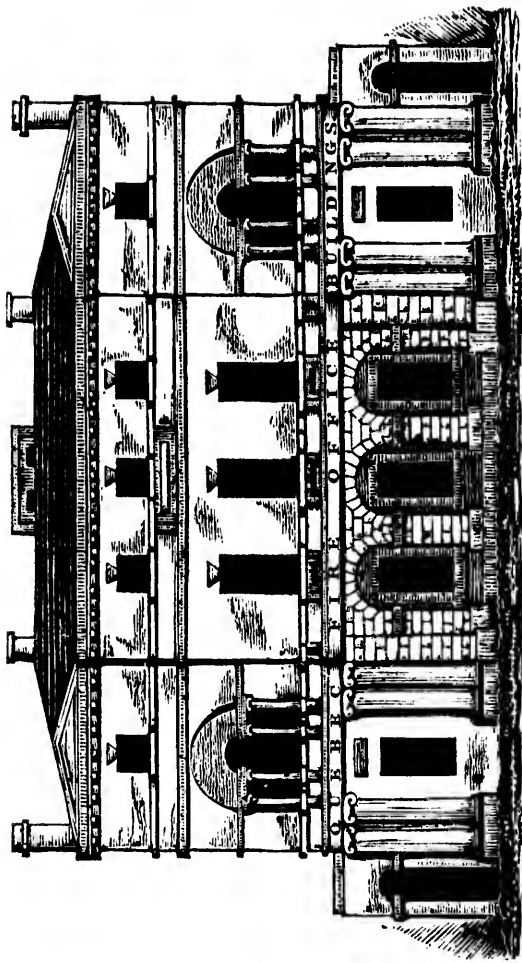
Twenty-third day of January 1862.



QUEBEC:

Printed by order of the said General Meeting,
BY LEGER BROUSSEAU, 7, BUADE STREET.

1862.



ANNO NONO GEORGII IV.

A. D., 14th March 1829, Cap. 58.

AN ACT

To incorporate certain person therein-named, under the name of the "Quebec Fire Assurance Company."

WHEREAS A. Anderson *et alteri* associated as a Company, under the name and style of "The Quebec Fire Assurance Company," have, by their humble Petition presented to the Legislature of this Province, prayed for an Act of Incorporation, for the purpose of insuring against losses by fire: and whereas the said Association has been established in the City of Quebec, and carrying on the said business of insuring against losses by fire, there and elsewhere, for eleven years last past, and has become of great public utility and advantage, and materially contributed to the security and relief of individuals and of the public, by greatly reducing the rates of premium formerly paid, by prompt and equitable adjustment and reimbursement of heavy losses when sustained, and by affording easier and more efficacious means of relief against the calamitous consequences of fires, than have hitherto existed in this part of His Majesty's Dominions; and whereas

Preamble.

the said petitioners have represented that the capital of their said Association subscribed, is limited to the sum of two hundred and fifty thousand pounds, divided into two thousand five hundred shares of one hundred pounds each; Be it therefore enacted by the King's Most Excellent Majesty, by and with the advice and consent of the Legislative Council and Assembly of the Province of Lower Canada, constituted and assembled by virtue of and under the authority of an Act passed in the Parliament of Great Britain, intituled, "An Act to repeal certain parts of an Act passed in the fourteenth year of His Majesty's Reign, intituled, "*An Act for making more effectual provision for the Government of the Province of Quebec in North America,*" and to make further provision for the Government of the said Province;" And it is hereby enacted by the authority of the same, that the several persons herein-above named, stockholders of the said Association or Company, their several and respective successors or assigns, shall be and they are hereby enacted, constituted and declared to be a corporation, body politic and corporate, in fact and in name, by the name and style of "The Quebec Fire Assurance Company," and as such shall

Quebec Fire Assurance Company declared a corporate body, until 1st May, 1868, unless this act be in the meantime repealed.

continue and have succession until the first day of May, which will be in the year of our Lord one thousand eight hundred and sixty-eight, unless this Act shall be in the meantime repealed by the Legislature, and by that name they and their successors or assigns shall have continual succession, and shall be in law capable of suing or being sued, pleading or being impleaded, defending or being defended, answering and being answered unto, in all Courts of Judicature, in all manner of actions, suits, complaints, matters, and causes whatsoever, and also contracting and being contracted with, relative to the funds of the said Corporation, and the business and purposes for which it is hereby created, as herein-after declared, and may make, establish and put in execution, alter or repeal such By-Laws, Rules, Ordinances and Regulations, the same not being contrary to the Constitution and Laws of this Province, or to the provisions of this Act, as may appear to them necessary or expedient for the management of the business of the said Company, and may have a common seal, and may alter the same at pleasure.

II. And be it further enacted by the Corporation
 authority aforesaid, that it shall and may may hold real
 Estates.

Not to exceed the value of £10,000.

Proviso.

be lawful for the said Corporation to purchase and hold such and so much real estate, as shall be necessary for their convenient accommodation in the transaction of their business, and to sell, alienate and dispose of the same, and other estate, if need be, to acquire for the purpose aforesaid; Provided that such real estate shall not, at any time, exceed the value of ten thousand pounds currency; and also to have and hold any hypothec upon real estate either to secure the payment of the shares of the Capital Stock thereof, or to secure the payment of any debt which may be contracted with the said Corporation, and also to proceed on the said mortgages and other securities for the recovery of the monies thereby secured, in the same manner as any other mortgagee is or shall be authorized to do; provided always that it shall not be lawful for the said Corporation to deal with or to use or employ any part of the stock, funds or monies thereof, in buying or selling any goods, wares and merchandises or in traffic, trade or commerce of any kind, otherwise than hereinbefore specified and permitted.

III. And for the better security of the public, be it further enacted by the au-

the
be
Go
Go
tim
Pr
tim
Vi
sai
all
ho
Co

au
co
to
rig
Su
or
su
me

au
be
ju
Ju
pe
ci

thority aforesaid, that it shall and may be lawful for the Governor, Lieutenant Governor, or Person administering the Government of this Province for the time being, or for any Branch of the Provincial Parliament, from time to time, to require from the President, Vice Presidents and Directors of the said Corporation, lists of the names of all and each of the Stockholders who hold shares in the Stock of the said Corporation.

Governor or any branch of the legislature may call for the list of the names of the Stockholders.

IV. And be it further enacted by the authority aforesaid, that nothing herein contained shall affect or be construed to affect, in any manner or way, the rights of His Majesty, His Heirs or Successors, or of any person or persons, or of any body politic or corporate, such only excepted as are herein mentioned.

Saving of the rights of His Majesty.

V. And be it further enacted by the authority aforesaid, that this Act shall be deemed a public Act, and shall be judicially taken notice of as such by all Judges, Justices of the Peace, and other persons whatsoever, without being specially pleaded.

Public Act

AN ACT

To amend the Act incorporating the
Quebec Fire Assurance Company,
and to facilitate the management of
the business of the said Company.

[Assented to 30th May 1855.]

Preamble.

Act of L. C.
9 G. 4 c. 58.

WHEREAS by the Act of the Par-
liament of the late Province of
Lower Canada, passed in the ninth
year of the Reign of His late Majesty
King George the Fourth, and intituled,
*An Act to incorporate certain person there-
in named under the name of the Quebec
Fire Assurance Company*, the several
persons therein mentioned were incor-
porated for the purpose of insuring
against losses by fire, with a Capital
of two hundred and fifty thousand
pounds, divided into two thousand and
five hundred shares of one hundred
pounds each; And whereas it is expe-
dient and necessary to amend the
said Act, and to grant to the said Com-
pany more efficacious means of enfor-
cing payment of any call of money
upon the respective Stockholders in
respect of the amount of Capital res-
pectively subscribed or owing by them:
Be it therefore enacted by the Queen's
Most Excellent Majesty, by and with

the advice and consent of the Legislative Council and of the Legislative Assembly of the Province of Canada, constituted and assembled by virtue of and under the authority of an Act passed in the Parliament of the United Kingdom of Great Britain and Ireland, and intituled *An Act to re-unite the Provinces of Upper and Lower Canada, and for the Government of Canada*, and it is hereby enacted by the authority of the same, as follows :

1. Over and above the calls already made under the said Act, and which are hereby confirmed, the Directors of the said Company shall have power from time to time to make calls upon the Stockholders who have shares of the Capital Stock of the said Company, to pay such proportion thereof as the Directors shall deem necessary ; and payment of such calls shall be made unto such person or persons and at such times and places as the Directors shall from time to time appoint, of which at least thirty days' previous notice shall be given in the manner specified in the ninth Section of this Act ; and it shall be competent to the Directors to make several calls by one notice : Directors empowered to make additional calls of stock. Provided always, that there shall be an interval

Calls limited. of not less than thirty days between the dates fixed for the payment of the several calls; and that no call shall exceed in amount the sum of one pound five shillings currency for every share of one hundred pounds currency; any thing in the said recited Act or in the By-laws, rules, ordinances and regulations of the said Company to the contrary notwithstanding.

Shareholders may pay in advance and receive interest.

II. It shall be competent to any Stockholder to anticipate the payment of any share or shares of the Capital Stock of the said Company, or of any such parts of the amount thereof as may remain unpaid and uncalled for, and thereupon it shall be lawful for the Company to allow and give lawful interest for the amount of the anticipated payment, until the same shall in due course become payable by virtue of the calls of the Directors.

Calls over due to be payable with interest.

Recovering calls.

III. If any Stockholder shall have made or shall make default in the payment of any call, he shall *ipso facto* be and become further liable to the payment to the Company of interest on the amount of the unpaid call from the date fixed for the payment of the same; And the Company in its corporate name

sha
eve
afo
or
ten
Sto
not
of
sha
bec
Ac
na
no

Ca
all
ca
int
un
se
ha
sh
sh
b

C
s
t
v

shall and may recover the amount of every unpaid call, with interest, as aforesaid, and costs of suit, by action or suit at law in any Court of competent jurisdiction; and so long as any Stockholder shall be in default he shall not be entitled to vote at any meeting, of the Stockholders in respect of the shares upon which such default has been incurred; any thing in the said Act or in the said By-laws, rules, ordinances and regulations to the contrary notwithstanding.

Defaulters not to vote.

IV. No transfer of shares of the Capital Stock of the Company shall be allowed or shall be valid unless all calls due thereon, together with any interest that may be due in respect of unpaid calls, and the costs and expenses incurred in relation thereto, shall have been paid and discharged; nor shall any transfer of less than a whole share of the said stock be allowed or be valid.

Transfer not to be valid until all calls are paid, nor for less than a whole Share.

V. In actions or suits at law by the Company against the proprietor of a share or shares of the Capital Stock of the Company for the recovery of any unpaid call or calls, with interest, it

What only need be averred or proved in an action for costs.

shall not be necessary to set forth the special matter, but it shall be sufficient for the Company to declare that the Defendant is a holder of one share or more, stating the number of shares, and is indebted to the Company in the sum of money to which the calls in arrear shall amount, in respect of one call or more upon one share or more, stating the number and amount of each of such calls, whereby an action hath accrued to the Company to recover the same with interest for non-payment.

What only the Defendant may plead.

Evidence in such suits.

VI. In every such action it shall not be competent to the Defendant to plead the general issue, but he may, by a plea in denial, traverse any particular matter or matters of fact alleged in the declaration, or specially plead some particular matter or matters of fact in confession and avoidance; And in all such actions or suits at law recourse shall be had to the rules of evidence laid down by the Laws of England as recognized in Lower Canada in commercial cases, and no proprietor of a share or shares of the Capital Stock of the Company shall be deemed and incompetent witness, either for or against

the Company, unless he be also one of the Directors, or be otherwise than as a Stockholder incompetent.

VII. Copies of the minutes of proceedings and resolves of the proprietors of shares of the Capital Stock of the said Company, at any general or special meeting, and of minutes of proceedings and resolves of the Directors at their meetings, extracted from the minute book or books kept by the Secretary of the Company, and by him certified to be true copies extracted from such minute book or books, shall be *prima facie* evidence of such proceedings and resolves in all Courts of Civil Jurisdiction, and all notices given by the Secretary of the Company, by order of the Directors, shall be deemed notices by the said Directors and Company.

Evidence of proceedings and resolves of the Company, &c.

Notice.

VIII. A printed copy of the By-laws of the Company, revised, corrected and confirmed at a General Meeting of Stockholders held at the Company's office, on the thirtieth day of December, one thousand eight hundred and thirty-nine, and an Adjournment Meeting of

Certified printed copy of certain By-laws to be evidence thereof.

the third of February, one thousand eight hundred and forty, certified by the Secretary of the Company to be such copy, shall be received whenever offered in any Court of Justice in Lower Canada, as evidence of the said By-laws of the said Company.

Publication
of notices of
meetings and
calls.

Proof of pub-
lication of
such notices.

IX. All notices of meetings of or calls upon the proprietors of shares of the Capital Stock of the said Company, shall be published once a week in a newspaper published in the English language, and in another in the French language, in the City of Quebec; And in all actions by or against the Company, in which it shall be necessary for the Company to prove the publication of any such notice, the proof of the publication thereof, by the production of such newspapers, shall be deemed sufficient, unless the fact of the publication be specially put in issue, and in that case it shall not be necessary for the Company to give any further proof than that the notice was duly published in such papers, or that the Defendant or party denying the same had been personally or by letter from the Secretary of the Company, notified to the effect of the notice in question; any

thing in the said Act of Incorporation,
and any other Law, usage or custom to
the contrary notwithstanding.

X. This Act shall be deemed a Public Act.
Public Act.



BY-LAWS.



I.

Capital of the
Company
£250,000
Shares £100
each.

The Joint Stock of the Quebec Fire Assurance Company shall consist in the sum of Two hundred and fifty thousand pounds, current money of this Province, divided into Two thousand five hundred Shares, of One hundred pounds each.

II.

No shareholder to hold more than 50 shares, excepting in case of legacy, &c.

No person or persons, Body Politic or Corporate, shall, at any time hereafter, be permitted to hold, possess or enjoy more than Fifty Shares in the Capital Joint Stock of the said Company, whether the same be acquired by subscription, purchase, donation or otherwise, excepting only in case of Legacy or of inheritance by Heirs at Law of deceased Stockholders; And no person or persons not exercising their rights, married women having no separate property, and *sous puissance de Mari*, and minors not eman-

icipated, can either by right of purchase, inheritance or otherwise, become Stockholders of this Company; but the Guardians, Curators, Tutors or others legally authorized representatives of such person or persons so as aforesaid, not exercising their rights, may in case of inheritance, be permitted to receive any dividend or dividends, accruing upon the Stock so inherited, upon granting and lodging with the said Company, sufficient and approved security for the fulfilment of the Rules and Regulations of the said Company, and more especially for the payment of Instalments, should any be demanded.

III.

The sum of Thirty two pounds ten shillings per share having now been paid in, on the Capital Stock of this Company; the residue, £67. 10s. per share, shall be paid in such manner as the Directors may deem expedient. All instalments shall however be demanded equally from every Stockholder for the time being, in due proportion to the number of shares held by each; but no instalment shall exceed One pound five shillings per share, nor shall the same be demanded, until at least thirty days previous notice

£32 10s. paid up. How instalments are to be demanded.

shall have been given in both languages, in at least two of the newspapers printed and published at Quebec.

IV.

Transfer of
Stock.

Transfers of Stock shall be made in person or by proxy in writing, agreeably to such form as the Directors shall direct, in a book kept for that purpose, to be termed "Transfers of Stock," but no transfer shall be valid, unless the same be allowed and approved of by the Directors, or by such person to whom they may delegate such authority, by a Resolve of the Board, nor until the claims of the Company against such Stockholders be first satisfied. No transfer of a fractional part of a share to be allowed.

V.

Shareholders
how to vote.

Stockholders shall be entitled to vote at all General Meetings, and for Election of Directors according to the number of shares held, one vote for each share, (not exceeding, however, fifty shares in his own right,) but no votes shall be allowed on Stock not held three months preceding any General Meeting or election of Directors. Stockholders may vote by proxy, appointed by writing, save and except those residing

within the City of Quebec, unless prevented by illness or absence, such proxy being a Stockholder; but no Stockholder shall in his own right and that of proxy be entitled to more than one Hundred votes; neither shall any officer or servant of the Company vote as proxy, either directly or indirectly, on pain of dismissal from office.

VI.

The business and affairs of the Company shall be under the direction, superintendence, and management of seven directors, to be chosen annually on the first Monday of February of each year from Stockholders, possessing at least Ten Shares in the Capital Joint Stock of the Company, being subjects of Her Majesty, residing within the City or County of Quebec, (and possessed of real property within the Province of Lower Canada) who shall act in that capacity until the first Monday in the month of February of the following year, when and on which day,—two weeks previous notice having been given in both languages, in one or more of the newspapers published in Quebec — a new election shall take place on the said first Monday in February, such election to be conducted by the stockholders, voting by Ballot which Ballot shall be deposited in the

Election of
Directors.

Vote by bal- Ballot Box in the Company's Office, till
lot. two o'clock in the afternoon of the day
of the election, when it shall be opened
in the presence of at least three Scruti-
neers elected from among the Stockhol-
ders at the General Meeting and the Ballots
therein contained shall be ascertained
and verified, and the seven persons duly
qualified, found to have the greatest
number of votes, shall be declared duly
elected; provided however, that nothing
shall prevent any Directors retiring, from
being re-elected if duly qualified. In the
event of any vacancy in the legal number
of Directors for the time being, by death,
absence from the country (without the
consent of the Directors, for more than
three months at a time) inability, disqua-
lification or otherwise, the same shall,
within three weeks from the period when
the said vacancy shall be reported to the
Board of Directors, or as soon thereafter
as possible, be filled up by the person
duly qualified as such, having the greatest
number of votes on the Ballot of the last
general election, and the new Director or
Directors so elected, shall only serve for
the unexpired period of his predecessor.
And it is hereby further provided, that no
Director or Directors shall be entitled to
demand or receive for his services in the
said Company, any salary or emolument

Vacancy by
death or
otherwise.

whatever, save and except the President and Treasurer, one or both of whom, may be paid such remuneration for their services as may be determined upon by the Directors, to be approved of by the Stockholders at the Annual General Meeting.

VII.

The Directors shall name from their body a President, Vice President, and Treasurer, annually, at their first meeting after the annual election, and shall not proceed to do any business with a less number than Three, to form a quorum for the dispatch of business. The President, or in his absence, the Vice President, and in the absence of both, a Chairman to be chosen *pro tempore*, shall preside at the meetings of the Board of Directors. Every question, motion, measure or any thing proposed or submitted in any meeting of Directors, shall be decided by the majority of votes, (excepting as hereinafter provided) — no Director to have more than one vote, the Chairman voting only in case of equal division. No Meeting of Directors shall be called, unless by order of the Board, or the President or Vice-President; and all notices of such Meetings shall be given in writing, signed by the Secretary, or his

How the business is to be conducted by the Directors, appoint President, &c.

Deputy, and sent to each Director, stating the object or matter to be submitted.

VIII.

President or Vice-President to attend daily. The President, or in his absence, the Vice-President, shall attend daily at the Company's Office, to see that the business and affairs thereof are properly conducted.

IX.

The Directors shall cause Books to be kept by the Officers of the Company, wherein shall be written a just, true and fair account of its affairs, business and transactions; and shall submit annually at a General Meeting of Stockholders, to be held on the last Monday in the month of January of each year, a clear and correct statement made up, and closed to the last day of December preceding, duly audited as hereinafter provided.

X.

Committee of audit, how named. The Stockholders at the Annual General Meeting shall name and appoint a Special Committee of Audit, to consist of three Stockholders, to be paid for their

services, whose duty shall be to Audit the Books and accounts of the Company every three months and shall make a report thereon at the next Annual General Meeting or previously if they see fit; and the said Committee of Audit shall have access to the Company's office for the purpose of examining all Books and accounts, papers, vouchers and officers of the said Company: and in case of vacancy by death, disqualification, absence, neglect or otherwise, the Directors shall name and appoint a person or persons to fill such vacancy.

XI.

The Directors shall declare and pay ^{Dividends,} semi-annual Dividends to the Stockholders ^{how paid.} at a per centum to be fixed and determined upon, from time to time, by them, from the earnings or profits made from the business of the Company, over and above the paid up Capital in accordance with the Act passed on the 1st July 1856, providing for the payment of Dividends by Insurance Companies (19 and 20 Victoria Cap. 89.)

XII.

The Directors for the time being, or any

Investments,
how to be
made by the
Directors.

Five of them, unanimous and consenting at any meeting, called for that purpose, may invest such part or portion of the funds of the Company (as may be at their disposal, and not otherwise required for the exigences of the said Company) in such Bank or other Public Stock, Funds or Securities, legally established, within this Province, and may sell out, assign or transfer the same, so often as they shall see fit, for the benefit and advantage of the Company.

XIII.

Directors
shall issue
Policies; no
risk to exceed
£6000.

No stockholder to be liable for more than his or her proportion with the other stockholders generally.

The Directors shall grant and issue Policies of Insurance against Fire at Quebec and elsewhere, in the name and for the account and Risk of said Quebec Fire Assurance Company, in such form and subject to such conditions, as they may see fit, (but no risk shall exceed the sum of £6000 currency) and shall ask and receive in consideration thereof, such premiums as they may, from time to time, see fit to establish as the Tariff rates of this Company: provided always that no Policy of Insurance, Renewal Receipt, contract or agreement whatever, shall issue or be executed by the Directors, in the name of, for and on behalf of this Company, by the terms whereof the Stockholders may or can in any

manner or way whatsoever, be charged with, or made liable, individually, for the payment of any sum or sums of money ; but shall clearly specify and specially declare and make known, that no officer, Stockholder or proprietor in or of this Company, shall be individually bound by such Policy, Renewal Receipt, contract or agreement, to any further or larger amount, than his or her proportion with the other Stockholders generally, towards the fulfilment thereof, according to his or her share in the Capital Stock of this Company, and shall moreover contain an express limitation or restriction of payment thereof, to the Capital or Joint Stock of this Company.

XIV.

The Directors shall settle and pay all just claims or demands for losses by Fire, and shall also appropriate all such sum or sums of money as they shall or may deem requisite to defray the expenses of the salaries of all officers and servants of the Company, fuel, stationery, printing and other necessary contingencies and expenses, not exceeding the sum of £1250 per annum

Directors to settle all losses.

XV.

Policies of Insurances, renewal Receipts, and Certificates of Stock, shall be signed

How Policies
and cheques
are to be
signed.

by the President or Vice President, and attested by such officer or officers as the Directors may appoint. Checks on the Bank or Banks for payment of claims for losses by fire, or for other objects as may be ordered by the Directors, shall be signed by the Treasurer, or in his absence a Director, and countersigned by the President or such other person as the Directors may appoint, all other contracts or agreements sanctioned by the Board, shall be signed by such person or persons as may be appointed by the board.

XVI.

Duties of the
Treasurer.

The Treasurer shall have under his charge all Cash and Notes convertible into Cash, belonging to the Company; and shall from time to time, and as often as may be required of him, (not less however than once in each month,) examine the Books and Accounts and sign the monthly statement; and shall also see that the monies received be accounted for and deposited, (at least once in every week) in such Bank or Banks or other places of safe keeping as the Directors may appoint, and shall leave in the Company's Office the Book or Books kept with such Bank or Banks, and in all other respects shall comply with the orders and resolves of the Board of Directors. In

the absence of the Treasurer his duties to devolve on such other person as the Directors may appoint.

XVII.

All General Meetings of Stockholders shall be called and assembled at the Company's Office at Quebec, at the hour of two of the o'clock in the afternoon, by special notice in the English and French languages, given in two or more newspapers published at Quebec, at least during two weeks previous thereto, and notice sent to the Stockholders residing within the City of Quebec. No Meeting shall be legal unless at least twenty five Stockholders be present, who shall, before proceeding to business, appoint a Chairman and a Secretary to record the proceedings of the meeting: General Meetings of Stockholders shall be called by order of the Directors, as often as they see fit; and when required by any fifteen or more Stockholders, legally possessing at least two hundred and fifty shares in the capital stock of the Company. All business or matter may be debated but not decided upon at any general meeting of Stockholders, save and except such business or matter contained in any report of Directors to such general meeting, or as such general meeting shall have been specially called

General Meetings, how to be called.

for, to deliberate, resolve or decide upon, and as shall have been specified in the notices calling the same, or of which an entry shall have been made or notice given in writing at any general meeting held immediately preceding; and no matter shall be decided, except by a majority of the votes and proxies present, voting according to shares.

XVIII.

Stockholders
in default.

That if at any time, Stockholders should be in default in not complying with the conditions and terms imposed by the By-laws, Rules and Regulations of the Company, such Stockholders shall, from the date of such default and until such terms and conditions shall have been complied with, be debarred from the right of voting, and generally from all benefits or advantages appertaining to a Stockholder; and shall moreover forfeit in favor of the Company, the profits or dividends that may be declared during such default, also be chargeable with interest on arrears of instalments that may be called in.

XIX.

Security from
the Officers.

The Officers, Clerks or Servants of the Company for the time being shall furnish such good and sufficient security for the

due performance of their respective duties as the Directors for the time being shall deem fit.

XX.

The Directors, not less than Five present, shall elect and appoint all such officers and servants as they shall see fit, on such terms and with such salaries or remuneration as they may conceive fair and reasonable for their respective services, subject to be displaced by the votes of at least five Directors at a meeting called by the President, or in his absence, the Vice-President, for the express purpose.

Directors shall appoint Officers of the Company.

XXI.

The Secretary, or such other officer as may be appointed by the Directors, shall be charged and entrusted with the safe keeping of all Books, Papers, Deeds, Securities, Accounts or other documents or writings appertaining or in any wise belonging to the Company, (cash or notes convertible into cash alone excepted) and shall moreover, be intrusted and charged with the management of the Company's affairs, business, correspondence and concerns under

Duties of the Secretary.

the immediate control of the Directors in their collective capacity, and shall comply with all such directions as he may, from time to time, receive in the discharge of his said duties or such other duties as may be required of him; And shall enquire into and examine all claims for losses by fire, and submit his report thereon for the consideration of the Directors. He shall also visit, examine or otherwise ascertain the nature of all risks and the amount thereof, and fix the rate of premium according to the Tariff established by the Directors, as the Tariff rates of the Company, and shall have such a superintendence over the affairs and business of the Company, as may be prescribed by the President and Directors; and shall conform to, and comply with the resolves of the Directors in the discharge of the duties of his office.

XXII.

Directors may amend, alter or revoke all by-laws to be approved of by shareholders.

All By-laws of the Company shall or may be made, amended, altered or revoked, by the Directors, when and so often as they may see fit; but the same shall have no force or effect, till they shall first have been submitted to, and approved of by at least two thirds of the votes and proxies present, at any General Meeting called and

held for that express purpose, by six weeks previous notice being given in both languages, in at least two newspapers published at Quebec, stating the object of the meeting: and such amended, altered or revoked By-Laws shall not in any way affect the engagements of the Company, then and previously existing.

XXIII.

The Stockholders at a Special General Meeting, duly assembled by six months previous notice, to be given in both languages in two or more of the newspapers published in this Province, and stating the object thereof, may dissolve this Company, at any period prior to that provided for by the act of Incorporation, (which is therein limited to the first day of May, in the year of Our Lord one thousand eight hundred and sixty-eight,) provided that at such meeting, Stockholders holding at least two thirds of the Joint Stock of said Company shall consent to a dissolution thereof.

How stock-holders may dissolve company.

Expires 1st May 1868.

XXIV.

The Company's Office at Quebec shall be opened every day at ten o'clock A. M. and closed at four P. M. from the first November to the first May, and at nine A. M. to

Hours of business

five P. M. from the first May to the first November, excepting on Sundays, and on all legal holidays, unless otherwise deemed expedient by the President or Vice-President.

XXV.

No Stockholders shall be eligible to fill a salaried situation of an officer or servant in the service of this Company ; save and except such Stockholders as may be elected President, Treasurer and Auditors as hereinbefore provided.

XXVI.

The foregoing By-Laws, Rules and Regulations enacted by this General Meeting, in virtue of the Provincial Act, Incorporating the Quebec Fire Assurance Company (9 Geo. IV Cap. 58) shall, from and after this Twenty Third day of January, one thousand eight hundred and sixty-two, be the only By-Laws, Rules and Regulations in force, all others being hereby cancelled and repealed.

