



ANNO NONO

VICTORIÆ REGINÆ.

CAP. CXV.

An Act to incorporate *La Banque des Marchands*.

Reserved for the signification of Her Majesty's pleasure, 9th June, 1846.

The Royal Assent given by Her Majesty in Council on the 22d day of November, 1847; and Proclamation made thereof by His Excellency JAMES, EARL OF ELGIN AND KINCARDINE, in the Canada Gazette of the 8th January, 1848.

**W**HEREAS the great and rapidly increasing commerce and business of the City of Montreal, and of the Province, make it expedient for the public good that another Bank should be established, having its Chief Seat of Business in the said City, and having like powers and privileges with other Incorporated Banks in this Province; and whereas the persons hereinafter mentioned have prayed that they, and such persons as may hereafter be associated with them, may be incorporated for the purpose of establishing such Bank: 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, That Augustin Perrault, Olivier Berthelet, Hubert Paré, A. LaRocque, Joseph Boulanget, D. Masson, François Perrin, Desmarteau and Marchand, Jean Bruneau, Pierre Cadieux, Henry Meyer, Louis Boyer, Charles Wilson, C. LaRocque, Fleury T. St. Jean, E. Poudrette, Joseph Poudrette, Hardoin Lionais, J. B. Beaudry, J. S. Beaudry, L. Kelleny, E. J. V. Hudon, Amable Prevost, and such persons as may, under the provisions of this Act, be associated with them for the purposes thereof, and their several and respective heirs, executors, administrators, curators, successors and assigns, shall be, and they are hereby constituted and declared to be a Corporation, body politic and corporate, by the name of *La Banque des Marchands*, and shall so continue and have succession until the first day of June, which will be in the year of Our Lord, one thousand eight hundred and sixty-two, and shall and may by the said name be able and capable in law to sue, be sued, implead and be impleaded, answer and be answered unto, defend and be defended, in all Courts and places whatsoever; and shall also be capable in law to purchase, acquire, hold and enjoy, and retain to them and their successors, lands and tenements, real or immoveable estate, for the convenient conduct and management of the business of the said Corporation, not exceeding the yearly value of one thousand pounds, current money of this Province, and for no other purpose; and may sell, alienate and dispose of such lands, tenements, real or immoveable estate, and purchase and acquire others in their stead, for the same purpose, not exceeding

Preamble.

Certain persons incorporated.

Corporate name and powers.

Real Estate.

Common Seal. exceeding the yearly value aforesaid, and may have a Common Seal, and may change and alter the same at their pleasure, and may also ordain, establish, and put in execution

By-laws. such By-laws, Ordinances and Regulations, (the same not being contrary to the present Act, or to any laws in force in this Province,) as may appear to them necessary or expedient for the management of the said Corporation (which By-laws, Ordinances and Regulations shall be made by the Directors who may hereafter be appointed, and shall be submitted to the Shareholders in the said Corporation for their approval and confirmation, at a General Meeting called for that purpose, to be held in the manner hereinafter mentioned,) and shall and may do and execute, by the name aforesaid, all and singular the other matters and things touching the management of the business of the said Corporation, which to them shall or may appertain to do, subject nevertheless to the rules and regulations, limitations and provisions hereinafter prescribed and established.

Other powers.

Capital, and number of Shares.

In whom vested.

II. And be it enacted, That the Capital Stock of the said Bank hereby incorporated and established shall not exceed the sum of one hundred and fifty thousand pounds, current money aforesaid, divided into six thousand shares of twenty-five pounds each, which shares shall be, and the same are hereby vested in the several persons who shall subscribe therefor, their successors and assigns, according to the shares and interests which they may respectively subscribe for, purchase or acquire.

Books of subscription to be opened in Montreal.

Notice.

Meeting to be called as soon as one half the Stock is subscribed for.

Proviso: no notes to issue until £50,000 of the Capital is paid in.

Proviso: Additional payment, within three months or thereafter.

III. And be it enacted, That for the purpose of raising the said amount of Capital Stock, it shall be lawful for the persons hereby incorporated as aforesaid, or for any seven or more of them, to cause Books of Subscription to be opened in the said City of Montreal, for receiving the signatures of persons willing to become Shareholders in the said Corporation, and for this purpose they shall be held and bound to give public notice, during at least four successive weeks, in one or more of the public newspapers published in the said City of Montreal, of the time and place at which such Books will be opened and ready for receiving signatures as aforesaid, and of the persons by them authorized to receive such subscriptions; and that so soon as one half the amount of the said Capital Stock shall have been so subscribed for as aforesaid, it shall be lawful for the said persons, or for those among them under whose superintendence the said Books of Subscription shall have been opened, by an advertisement inserted during at least three weeks in one or more of the public newspapers published in the said City of Montreal, to call a Meeting of the Subscribers, whose signatures shall appear in the said Books, for the purpose of electing eleven Directors for the management of the affairs of the said Corporation until the First Monday in June, then next ensuing, and such election shall be had and conducted under the provisions hereinafter made with respect to the Annual Election of Directors of the said Corporation; Provided always, that no Bill or Note for any sum whatever shall be issued or put into circulation by the said Corporation, until fifty thousand pounds of the Capital Stock of the said Bank shall have been actually paid in, and shall be held by and in the actual possession of the said Corporation, in Gold or Silver Coin current in this Province: And provided always, that a further sum of twenty-five thousand pounds shall be paid in within three calendar months after the day upon which the said Corporation shall commence issuing Notes, by three equal instalments of eight thousand three hundred and thirty-three pounds, six shillings and eight pence each, payable at intervals not exceeding thirty days.

IV. And be it enacted, That the Capital Stock of the said Corporation shall be paid in by the Shareholders in the manner following, that is to say : five per cent. at the time such share shall be subscribed for, and the remainder by instalments, not exceeding ten per cent. on every such share, at such time and place as the said Directors shall appoint, by an advertisement inserted in one or more of the public newspapers published in the said City of Montreal, during at least thirty days previous to the time at which the payment of such instalments respectively shall be required : Provided always, that the whole of the said Capital Stock shall be called in and paid by the said Shareholders respectively, within five years from the passing of this Act ; and all executors, curators and administrators, who shall pay in any instalment due by the estate or succession which they shall respectively represent, in obedience to any call made to that effect in the manner aforesaid, shall be and they are hereby respectively indemnified.

Capital to be paid up by instalments.

Proviso : the whole shall be paid up within five years.

Indemnification of Executors, &c.

V. And be it enacted, That if any Shareholder or Shareholders shall refuse or neglect to pay any or either of the instalments upon his, her or their shares of the said Capital Stock, at the time or times required by public notice as aforesaid, such Shareholder or Shareholders shall incur a forfeiture, to the use of the said Corporation, of a sum of money equal to ten per centum on the amount of such shares ; and moreover, it shall be lawful for the Directors of the said Corporation (without any previous formality, other than thirty days of public notice of their intention) to sell at public auction the said shares, or so many of the said shares as shall, after deducting the reasonable expenses of the same, yield a sum of money sufficient to pay the unpaid instalments due on the remainder of the said shares and the amount of forfeitures incurred upon the whole ; and the President or Vice-President, or Cashier of the said Corporation, shall execute the transfer to the purchaser of the shares of stock so sold, and such transfer, being accepted, shall be as valid and effectual in law as if the same had been executed by the original holder or holders of the shares of stock thereby transferred : Provided always, that nothing in this section contained shall be held to debar the Directors, or the Shareholders, at a General Meeting, from remitting, either in whole or in part, and conditionally or unconditionally, any forfeiture incurred by the non-payment of instalments as aforesaid.

Penalty on Shareholders not paying instalments when called in.

Enforcement of penalty.

Proviso : Forfeiture may be remitted.

VI. And be it enacted, That the Chief place, or Seat of Business of the said Corporation, shall be in the City of Montreal aforesaid ; but it shall and may be lawful for the Directors of the Corporation to open and establish in other Cities, Towns and places in this Province, Branches or Offices of Discount and Deposit of the said Corporation, under such rules and regulations for the good and faithful management of the same as to the said Directors shall, from time to time, seem meet, and shall not be repugnant to any Law of this Province, to this Act, or to the By-laws of the said Corporation.

Chief seat of business to be at Montreal ; but branches may be established.

VII. And be it enacted, That for the management of the affairs of the said Corporation, there shall be eleven Directors, who shall be annually elected by the Shareholders of the Capital Stock of the said Corporation, at a General Meeting of them to be held annually on the First Monday in June, beginning on the First Monday in June in the year one thousand eight hundred and forty-seven, at which meeting the Shareholders shall vote according to the rule or scale of votes hereinafter established ; and the Directors elected by a majority of votes given in conformity to such rule or scale, shall be capable of serving as Directors for the ensuing twelve months, and at their first

Eleven Directors to be chosen annually.

Votes.

Term of office.

Election of President and Vice-President.

Vacancies how filled until the next annual election.

Proviso: qualification of Directors.

Proviso as to re-election of part of the Directors.

Failure of annual election how remedied.

Power of Directors to inspect books, &c.  
Proviso.

Quorum of Directors.

Power of a majority who shall preside at meetings.

Vote of person presiding.

By-Laws how made and confirmed.

Proviso: By-laws subject to confirmation by stockholders.

first Meeting after such election, shall choose out of their number a President and a Vice-President, who shall hold their offices, respectively, during the same period; and, in case of a vacancy occurring in the said number of eleven Directors, the remaining Directors shall fill the same by election from among the Shareholders, and the Director so elected shall be capable of serving as a Director until the next Annual General Meeting of the Shareholders; and if the vacancy occurring in the said number of eleven Directors shall also cause the vacancy of the office of President or of Vice-President, the Directors, at their first Meeting, after their number shall have been completed as aforesaid, shall fill the vacant office by choice or election from among themselves, and the Director so chosen or elected shall fill the office to which he shall be so chosen or elected until the next General Annual Meeting of the Shareholders: Provided always, that each of the Directors shall be the holder and proprietor in his own name of not less than twenty shares of the Capital Stock of the said Corporation, wholly paid up, and shall be a natural born, or naturalized subject of Her Majesty, and shall have resided seven years in Canada, and shall for three consecutive years have been and be actually domiciled in the said City of Montreal, or within seven miles thereof; And provided also, that not less than six nor more than seven of the Directors in office at the period of each Annual Election, shall be re-elected for the next ensuing twelve months.

VIII. And be it enacted, That if at any time it shall happen that an election of Directors shall not be made or take effect on the day fixed by this Act, the said Corporation shall not be deemed or taken to be thereby dissolved, but it shall be lawful at any subsequent time to make such election at a General Meeting of the Shareholders to be duly called for that purpose, and the Directors in office when the election ought to have been had shall remain so until it shall be had.

IX. And be it enacted, That the Books, Correspondence and Funds of the Corporation shall at all times be subject to the inspection of the Directors; but no Shareholder, not being a Director, shall inspect or be allowed to inspect the account or accounts of any person or persons dealing with the Corporation.

X. And be it enacted, That at all Meetings of the Directors of the said Corporation, not less than five of them shall constitute a Board or *quorum* for the transaction of business; and a majority of such *quorum* may exercise the powers of the Board; and at the said Meetings, the President, or in his absence the Vice-President, or in their absence one of the Directors present, to be chosen *pro tempore*, shall preside; and the President, Vice-President, or President *pro tempore* so presiding, shall not vote unless the votes be equally divided on any question, in which case he shall have a casting vote.

XI. And be it enacted, That it shall and may be lawful for the Directors of the said Corporation from time to time to make and enact By-laws, Rules and Regulations (the same not being repugnant to this Act, or to the laws of this Province,) for the proper management of the affairs of the said Corporation, and from time to time to alter or repeal the same, and others to make and enact in their stead; Provided always, that no By-law, Rule or Regulation so made by the Directors, shall have force and effect until the same shall, after six weeks' public notice, have been confirmed by the Shareholders at an Annual General Meeting, or at a Special General Meeting called for that purpose.

XII. And be it enacted, That no Director of the Corporation hereby constituted, shall, during the period of his services, act as a private banker; nor shall any Director other than the President be entitled to any salary or emolument for his services as a Director, but the President may be compensated for his services as President, either by an annual vote of a sum of money by the Shareholders at their Annual General Meetings, or by a fixed salary; and in the latter case, for the purpose of securing to the Corporation the undivided attention and services of the President, it shall be lawful for the Directors, if they see fit, to choose and appoint annually from among themselves, a person duly qualified who shall be President of the Corporation, and to award to him such remuneration for his services as they in their judgment shall see fit; any thing hereinbefore contained to the contrary notwithstanding.

Directors not to act as private Bankers. Compensation allowed to President only.

XIII. And be it enacted, That the Directors of the said Corporation shall have power to appoint such Cashiers, Officers, Clerks and Servants under them as shall be necessary for conducting the business of the Corporation, and to allow reasonable compensation for their services respectively; and shall also be capable of exercising such power and authority for the well governing and ordering of the affairs of the Corporation as shall be prescribed by the By-laws thereof; Provided always, that before permitting any Cashier, Officer, Clerk or Servant of the Corporation to enter upon the duties of his office, the Directors shall require every such Cashier, Officer, Clerk or Servant, to give bonds to the satisfaction of the Directors; that is to say: every Cashier, in a sum not less than three thousand pounds, current money of Canada, and every other Officer, Clerk or Servant, in such sum of money as the Directors consider adequate to the trust to be reposed, with conditions for good and faithful behaviour.

Directors to appoint officers: other powers.

Proviso: Security to be given by officers.

Amount of security.

XIV. And be it enacted, That it shall be the duty of the Directors to make half-yearly dividends of so much of the profits of the Corporation as to them shall appear advisable; and such dividends shall be payable at such place or places as the Directors shall appoint, and of which they shall give public notice thirty days previously; Provided always, that such dividends shall not in any manner lessen or impair the Capital Stock of the Corporation.

Dividends to be declared half yearly.

Proviso: Capital not to be impaired.

XV. And be it enacted, That a General Meeting of the Shareholders of the Corporation shall be held in the City of Montreal on the First Monday in the month of June in every year during the continuance of this Act, for the purpose of electing Directors, in the manner hereinbefore provided, and for all other general purposes touching the affairs and the management of the affairs of the Corporation; and at each of the said Annual General Meetings, the Directors shall submit a full and clear statement of the affairs of the Corporation, containing on the one part, the amount of the Capital Stock paid in, the amount of the Notes of the Bank in circulation, and net profits in hand, the balances due to other Banks and Institutions, and the Cash deposited in the Bank, distinguishing deposits bearing interest from those not bearing interest, and, on the other part, the amount of Current Coins and Gold and Silver Bullion in the vaults of the Bank, the value of buildings, and other real estate belonging to the Bank, the balances due to the Bank from other Banks and Institutions, and the amount of debts owing to the Bank, including and particularising the amounts so owing upon Bills of Exchange, Discounted Notes, Mortgages and *hypothèques*, and other securities; thus exhibiting on the one hand the liabilities of, or the debts due by the Bank, and on the other hand the assets and resources thereof; and the said statement shall also exhibit the rate and amount of the then last dividend declared by the Directors, the amount of profits received at the time of declaring such dividend, and the amount of debts to the Bank over-

Annual General Meetings appointed.

Statements to be submitted by the Directors at such meetings.

Particulars required in such statements.

due and not paid, with an estimate of the loss which may probably be incurred from the non-payment of such debts.

Ratio of Votes  
for shares.

XVI. And be it enacted, That the number of votes which the Shareholders of the said Corporation shall respectively be entitled to give at their meetings, shall be according to the following scale, that is to say: For one share and not more than two, one vote; for every two shares above two, and not exceeding ten, one vote, making five votes for ten shares; for every four shares above ten, and not exceeding thirty, one vote, making ten votes for thirty shares; for every six shares above thirty, and not exceeding sixty, one vote, making fifteen votes for sixty shares; and for every eight shares above sixty, and not exceeding one hundred, one vote, making twenty votes for one hundred shares; and no Shareholder shall be entitled to give a greater number of votes than twenty; and it shall be lawful for absent Shareholders to give their votes by proxy, such proxy being also a Shareholder, and being provided with a written authority from his constituent or constituents, in such form as shall be established by a By-law, and which authority shall be lodged in the Bank; Provided always, that a share or shares of the Capital Stock of the said Corporation that shall have been held for a less period than three calendar months, immediately prior to any meeting of the Shareholders, shall not entitle the holder or holders to vote at such meetings, either in person or by proxy; Provided also, that where two or more persons are joint holders of shares, it shall be lawful that one only of such joint holders be empowered by Letter of Attorney from the other joint holder or holders, or a majority of them, to represent the said shares, and vote accordingly: And provided also, and it is hereby enacted, that no Shareholder who shall not be a natural born, or naturalized subject of Her Majesty, or who shall be subject of any foreign Prince or State, shall, either in person or by proxy, vote at any meeting whatever of the Shareholders of the said Corporation, or shall assist in calling any meeting of the Shareholders; any thing in this Act to the contrary notwithstanding.

Shareholders  
may vote by  
proxy.

Proviso:  
Shares must  
have been  
held for a cer-  
tain time.

Proviso as to  
joint holders  
of Shares.

Aliens not to  
vote, &c.

Officers of the  
Bank not to  
vote.

XVII. And be it enacted, That no Cashier, Bank-Clerk, or other Officer of the Corporation, shall either vote in person or by proxy at any meeting for the election of Directors, or hold a proxy for that purpose.

Special Gene-  
ral Meetings  
how called.

XVIII. And be it enacted, That any number, not less than twenty, of the Shareholders of the said Corporation, who together shall be proprietors of at least five hundred and fifty shares of the paid up Capital Stock of the Corporation, by themselves or proxies, or the Directors of the Corporation, or any seven of them, shall respectively have power at any time to call a Special Meeting of the Shareholders of the Corporation, to be held at their usual place of meeting in the City of Montreal, upon giving six weeks previous public notice thereof, and specifying in such notice the object or objects of such meeting: And if the object of any such Special General Meeting be to consider of the proposed removal of the President or Vice-President, or a Director or Directors of the Corporation, for mal-administration or other specified and apparently just cause, then, and in such cases, the person or persons whom it shall be proposed to remove, shall, from the day on which the notice shall first be published, be suspended from the duties of his or their office or offices, and if it be the President or Vice-President whose removal shall be proposed as aforesaid, his office shall be filled up by the remaining Directors, (in the manner hereinbefore provided, in the case of a vacancy occurring in the office of President or Vice-President,) who shall choose or elect a Director to serve as such President or Vice-President during the time such suspension shall continue or be undecided upon.

Case of pro-  
posed removal  
of a President,  
&c, provided  
for.

XIX. And be it enacted, That the shares of the Capital Stock of the said Corporation shall be held and adjudged to be personal estate, and be transmissible accordingly, and shall be assignable and transferable at the Bank, according to the form of Schedule A annexed to this Act; but no assignment or transfer shall be valid and effectual unless it be made and registered in a Book or Books to be kept by the Directors for that purpose, nor until the person or persons making the same shall previously discharge all debts actually due by him, her or them, to the Corporation, which may exceed in amount the remaining Stock (if any) belonging to such person or persons; and no fractional part or parts of a share, or other than a whole share, shall be assignable or transferable; and when any share or shares of the said Capital Stock shall have been sold under a Writ of Execution, the Sheriff by whom the Writ shall have been executed shall, within thirty days after the sale, leave with the Cashier of the said Bank or Corporation an Attested Copy of the Writ, with the Certificate of such Sheriff endorsed thereon, certifying to whom the sale has been made; and thereupon (but not until after all debts due by the original holder or holders of the said shares to the Corporation shall be discharged as aforesaid,) the President or Vice-President, or Cashier of the Corporation, shall execute the transfer of the share or shares so sold, to the purchaser, and such transfer being duly accepted shall be to all intents and purposes as valid and effectual in law as if it had been executed by the original holder or holders of the said shares; any law or usage to the contrary notwithstanding.

Shares to be personal property; and how transferable.

Debts to the Bank to be first discharged.

Whole shares only transferable.

Shares taken in execution, how dealt with.

XX. And be it enacted, That the said Corporation hereby constituted shall not, either directly or indirectly, hold any lands or tenements (save and except such as by the first section of this Act they are specially authorized to acquire and hold,) or any ships or other vessels, or any share or shares of the Capital Stock of the Corporation, nor in any other Bank in this Province; nor shall the said Corporation, either directly or indirectly, lend money or make advances upon the security, mortgage or hypothecation (*hypothèque*) of any lands or tenements, or of any ships or other vessels, nor upon the security or pledge of any share or shares of the Capital Stock of the Corporation, or of any goods, wares or merchandize; nor shall the said Corporation, either directly or indirectly, raise loans of money, or deal in the buying, selling or bartering of goods, wares or merchandize, or engage or be engaged in any trade whatever, except as Dealers in Gold and Silver Bullion, Bills of Exchange, discounting of Promissory Notes and negotiable security, and in such trade generally as legitimately appertains to the business of Banking: Provided always, that the said Corporation may take and hold mortgages and *hypothèques* on real estates and property in this Province, by way of additional security for debts contracted to the Corporation in the course of their dealings.

What property only the Corporation may hold.

Not to lend on hypothec or pledge.

To use no other trade than banking.

Proviso as to *hypothèques*.

XXI. And be it enacted, That the aggregate amount of discount and advances made by the said Corporation upon commercial paper or securities bearing the name of any Director or Officer, or the co-partnership name or firm of any Director of the said Corporation, shall not at any one time exceed one third of the total amount of discounts or advances made by the Corporation at the same time.

Limit of Discount to Directors, &c.

XXII. And be it enacted, That it shall and may be lawful for the said Corporation to allow and pay interest (but not exceeding the legal rate of interest in this Province) upon Monies deposited in the Bank, and also, that it shall and may be lawful for the Corporation, in discounting Promissory Notes or other negotiable securities, to receive or retain discount thereon, at the time of the discounting or negotiating the same; any law or usage to the contrary notwithstanding.

Rate of interest, &c.

Discount.

Obligations of the Bank how to be executed and assigned over.

XXIII. And be it enacted, That the Bonds, Obligations and Bills Obligatory and of Credit, of the said Corporation, under its Common Seal, and signed by the President or Vice-President, and countersigned by a Cashier thereof, which shall be made payable to any person or persons, shall be assignable by endorsement thereon, under the hand or hands of such person or persons, and of his, her or their assignee or assignees, and so as absolutely to transfer and vest the property thereof in the several assignees, successively, and to enable such assignee or assignees to bring and maintain an action or actions thereupon in his, her or their own name or names; and signification of any such assignment by endorsement shall not be necessary, any law or usage to the contrary notwithstanding: and Bills and Notes of the Corporation, signed by the President or Vice-President, and countersigned by a Cashier thereof, promising the payment of money to any person or persons, his, her or their order, or to the bearer, though not under the Seal of the Corporation, shall be binding and obligatory upon the same, in like manner, and with the like force and effect as they would upon any private person or persons, if issued by him, her or them, in his, her or their private or natural capacities, and shall be assignable or negotiable in the like manner as if they were so issued by such private person or persons: Provided always, that nothing in this Act contained shall be held to debar the Directors of the Corporation from authorizing or deputing from time to time any Cashier or Officer of the Corporation, or any Director, other than the President or the Vice-President, or any Cashier, Manager or Local Director of a Branch or Office of Discount and Deposit of the said Corporation, to sign, and any Cashier, Accountant or Book-keeper of the said Corporation, or of any Branch or Office of Discount and Deposit thereof, to countersign, the Bills and Notes of the said Corporation intended for general circulation, and payable to order or to bearer, on demand.

Bills or notes.

Proviso: an officer may be deputed to sign notes, &c.

Notes where to be redeemable.

And if issued by Branch Banks.

XXIV. And be it enacted, That the Notes or Bills of the said Corporation made payable to order or to bearer, and intended for general circulation, whether the same shall issue from the Chief place or Seat of Business of the Corporation in the City of Montreal, or from any of the Branches, shall bear date at the place of issue and not elsewhere, and shall be payable on demand in specie at the same place of issue; and that each and every Office of Discount and Deposit hereafter to be established, under the management or direction of a Local Board of Directors, shall be considered and held to be a Branch Bank, and subject to the restriction as to the issuing and redemption of Notes provided in this Act.

Suspension of payment for a certain interval, to be a forfeiture of this charter.

XXV. And be it enacted, That a suspension by the said Corporation (either at the Chief place or Seat of Business in the said City of Montreal, or at any of their Branches or Offices of Discount and Deposit at other places in this Province) of payment on demand, in specie, of the Notes or Bills of the said Corporation, payable on demand, shall, if the time of suspension extend to sixty days, consecutively, or at intervals, within any twelve consecutive months, operate as and be, a forfeiture of this Act of Incorporation, and all and every the privileges hereby granted.

Total amount of notes in circulation for less than £1 each, limited.

Proviso: No note to be under 5s. Legislature may limit further.

XXVI. And be it enacted, That the total amount of the Notes or Bills of the said Corporation, being for a less sum than one pound current money of Canada, each, that shall be and may have been issued and put in circulation, shall not exceed at any one time one fifth of the amount of the Capital Stock of the Corporation then paid up: Provided always, that no Notes under the nominal value of five shillings shall at any time be issued or put in circulation by the Corporation, nor shall any further limitation by the Legislature of the total amount of Notes to be issued or reissued by the said Corporation, be held to be any infringement upon the privileges hereby granted.



XXVII. And be it enacted, That the total amount of the debts which the said Corporation shall at any time owe, whether by Bond, Bill, Note, or otherwise, shall not exceed three times the aggregate amount of the Capital Stock paid in and the deposits made in the Bank in specie and government securities for money; and at no one period, after the passing of this Act, shall the Notes and Bills payable on demand and to bearer, exceed the amount of the actually paid up Capital Stock of the said Corporation; and in case of excess, the said Corporation shall forfeit this Act of Incorporation, and all the privileges hereby granted, and the Directors under whose administration the excess shall happen, shall be liable, jointly and severally, for the same, in their private capacities, as well to the Shareholders as to the holders of the Bonds, Bills and Notes of the Corporation; and an action or actions in this behalf may be brought against them, or any of them, and the heirs, executors, and administrators and curators of them, or any of them, and be prosecuted to judgment and execution according to law, but such action or actions shall not exempt the Corporation or their lands, tenements, goods or chattels from being also liable for such excess: Provided always, that if any Director present at the time of contracting any such excess of debt, do forthwith, or, if any Director absent at the time of contracting any such excess of debt, do within twenty-four hours after he shall have obtained a knowledge thereof, enter on the Minutes or Register of Proceedings of the Corporation, his Protest against the same, and do, within eight days thereafter, publish such Protest in at least two newspapers published in the City of Montreal, such Director may thereby and not otherwise, exonerate and discharge himself, his heirs, executors and administrators or curators from the liability aforesaid; any thing herein contained, or any law to the contrary notwithstanding: Provided always, that such publication shall not exonerate any Director from his liability as a Shareholder.

Total amount of liabilities limited.

Of notes on demand and to bearer.

Penalty for excess.

Directors liable.

Exception in favor of Directors giving public notice of excess.

Proviso.

XXVIII. And be it enacted, That in the event of the property and assets of the Corporation hereby constituted, becoming insufficient to liquidate the liabilities and engagements or debts thereof, the Shareholders of the Corporation, in their private or natural capacities, shall be liable and responsible for the deficiency, but to no greater extent than to double the amount of the paid up Capital, that is to say: that the liability and responsibility of each Shareholder shall be limited to the amount of his or her share or shares of the said paid up Capital Stock, and a sum of money equal in amount thereto: Provided always, that nothing in this section contained shall be construed to alter or diminish the additional liabilities of the Directors of the Corporation hereinbefore mentioned and declared.

Personal liability of Shareholders limited.

Proviso.

XXIX. And be it enacted, That besides the detailed statement of the affairs of the said Corporation hereinbefore required to be laid before the Shareholders thereof, at their Annual General Meetings, the Directors shall make up and publish, on the First days of March and September in every year, Statements of the Assets and Liabilities of the Corporation, in the form of the Schedule B hereunto annexed, shewing, under the heads specified in the said form, the average of the amount of the Notes of the Corporation and other Liabilities, at the termination of each month during the period to which the Statement shall refer, and the average amount of Specie and other Assets that at the same time were available to meet the same; and it also shall be the duty of the Directors to submit to the Governor, Lieutenant-Governor, or person administering the Government of this Province, a copy of each of such half yearly Statements, and if by him required to verify all or any part of the said Statements, the said Directors shall verify the same by the production of the weekly or monthly Balance-sheets from which the

Additional Statement to be published by Directors, half yearly.

Information to be furnished to the Governor, &c.

the

the said Statements shall have been compiled; and furthermore, the said Directors shall from time to time, when required, furnish to the said Governor, Lieutenant-Governor, or person administering the Government of this Province, such further information respecting the State and Proceedings of the Corporation, and of the several Branches and Offices of Discount and Deposit thereof, as such Governor, Lieutenant-Governor, or person administering the Government of this Province may reasonably see fit to call for: Provided always, that the weekly and monthly Balance-sheets, and the further information that shall be so produced and given, shall be held by the said Governor, Lieutenant-Governor, or person administering the Government of this Province, as being produced and given in strict confidence, that he shall not divulge any of the contents of the said weekly or monthly Balance-sheets, or of the information that shall be so given: And provided also, that the Directors shall not, nor shall any thing herein contained, be construed to authorize them, or any of them, to make known the private account or accounts of any person or persons whatever having dealings with the Corporation.

Proviso :  
Certain portions of such information to be confidential.

Proviso as to private accounts.

Bank not to lend to foreign powers.

Penalty.

XXX. And be it enacted, That it shall not be lawful for the Corporation hereby constituted, at any time whatever, directly or indirectly, to advance or lend to, or for the use of or on account of any foreign Prince, Power or State, any sum or sums of money, or any securities for money; and if such unlawful advance or loan be made, then and from thenceforth the said Corporation shall be dissolved, and all the powers, authorities, rights, privileges and advantages hereby granted shall cease and determine; any thing in this Act to the contrary notwithstanding.

In what papers notices shall be published.

XXXI. And be it enacted, That the several public notices by this Act required to be given, shall be given by advertisement in two or more of the newspapers published in the City of Montreal, and the Canada Gazette, or such other Gazette as shall be generally known and accredited as the Official Gazette for the publication of Official Documents and Notices emanating from the Civil Government of this Province, shall be one.

Forging or altering notes, &c., of the Bank, to be felony.

XXXII. And be it enacted, That if any person or persons shall forge or counterfeit the Common Seal of the Corporation hereby constituted, or shall forge or counterfeit or alter any Bond, Obligation, Bill Obligatory or of Credit, or other Bill, or Note of the said Corporation, or any Indorsement or Indorsements thereon, with an intention to defraud the said Corporation, or any person or persons, body or bodies politic or corporate, or institution or institutions whomsoever and whatsoever, or shall offer or pass any forged, counterfeit or altered Bond, Obligation, Bill Obligatory or of Credit, or other Bill or Note of the said Corporation, or Indorsement or Indorsements thereon, or shall demand the money therein mentioned, knowing the same to be forged, counterfeit or altered, every such person, for every such offence, upon conviction thereof in due form of law, shall be deemed and adjudged to be guilty of felony.

Making plates, tools, &c., for forging notes, &c. to be felony.

XXXIII. And be it enacted, That if any person shall engrave, form, make or mend any plate or plates, paper, rolling press or other tool, instrument or material devised, adapted or designed for stamping, or for making any false or counterfeit bill of exchange, promissory note, undertaking or order, for the payment of money, purporting to be the bill of exchange, promissory note, undertaking or order of the said Corporation, or of any of the Officers or persons engaged in the management of the affairs of the said Corporation, in the name or on the behalf thereof, or shall have in his possession any such plate or plates, engraven in any part, or any such paper, rolling press or other tool, instrument or material devised, adapted or designed as aforesaid, with the intent to use, and

Or having the same in possession, except for lawful cause.

and employ the same, or to cause or permit the same to be used and employed in forging and making any such false and counterfeit bills of exchange, promissory notes, undertakings or orders, every person so offending shall be deemed and taken to be guilty of felony; and the proof that such plate, paper, rolling press, or other tool, instrument or material as aforesaid, was formed, made, engraved or mended by, or was in the possession of such person for some lawful purpose, shall lie upon him or her.

XXXIV. And be it enacted, That every person convicted of felony under this Act shall be punished by imprisonment at hard labour in the Provincial Penitentiary, for any time not less than seven years, or by imprisonment in any other gaol or place of confinement for any time not exceeding two years.

Punishment for felonies under this Act.

XXXV. And be it enacted, That it shall and may be lawful to and for any one Justice of the Peace, on complaint made before him upon the oath of one credible person, that there is just cause to suspect that any one or more person or persons is or are, or hath or have been concerned in making or counterfeiting any such false bills of exchange, promissory notes, undertakings or orders as aforesaid, by Warrant under the hand of such Justice, to cause the dwelling house, room, workshop, out-house or other building, yard, garden or other place belonging to such suspected person or persons, or where any such person or persons shall be suspected of carrying on any such making or counterfeiting, to be searched; and if any such false bills of exchange, promissory notes, undertakings or orders, or any such plates, rolling presses or other tools, instruments or materials shall be found in the custody or possession of any person or persons whomsoever, not having the same by some lawful authority, it shall and may be lawful to and for any person or persons whomsoever, discovering the same, to seize, and he is and they are hereby authorized and required to seize such false or counterfeit bills of exchange, promissory notes, undertakings or orders, and such plates, rolling presses or other tools, instruments or materials, and to carry the same forthwith before a Justice of the Peace of the County or District, (or if more convenient, of the adjoining County or District,) in which the same shall be seized, who shall cause the same to be secured and produced in evidence against any person or persons who shall or may be prosecuted for any of the offences aforesaid, in some Court of Justice proper for the determination thereof, and the same, after being so produced in evidence, shall, by order of the Court, be defaced or destroyed, or otherwise disposed of as such Court shall direct.

Searches may be made for implements used for forging, &c.

They may be detained, &c.

Such implements to be destroyed.

XXXVI. And be it enacted, That nothing in this Act contained, shall in any manner derogate from or affect, or be construed to derogate from or affect the rights of Her Majesty, Her Heirs and Successors, or of any person or persons, or of any body or bodies politic or corporate, except in so far as the same may be specially derogated from or affected by the provisions of this Act.

Saving of certain rights.

XXXVII. And be it enacted, That this Act shall be held and taken to be a Public Act, and shall be judicially taken notice of and have the effect of a Public Act without being specially pleaded.

Public Act.

XXXVIII. And be it enacted, That this Act shall be and remain in force until the First day of June, which will be in the year of Our Lord, one thousand eight hundred and sixty-two, and from that time until the end of the then next Session of the Parliament of this Province, and no longer.

Duration of this Act.

FORM OF SCHEDULE A

REFERRED TO IN THE NINETEENTH SECTION OF THE FOREGOING ACT.

For value received from I, (or we) of  
of do hereby assign and transfer unto the said  
pounds, Shares, (on each of which has been paid  
shillings, Currency, amounting to the sum of  
pounds, shillings,) in the Capital  
Stock of *La Banque des Marchands*, subject to the rules and regulations of the said  
Bank.

Witness my (or our) hand (or hands,) at the said Bank, this  
day of in the year of our Lord, one thousand eight hundred and  
(Signature,)

I (or we) do hereby accept the foregoing assignment of Shares  
in the Stock of *La Banque des Marchands* assigned to me (or us) as before mentioned,  
at the said Bank, this day of one thousand eight hundred and  
(Signature,)

FORM OF SCHEDULE B

REFERRED TO IN THE TWENTY-NINTH SECTION OF THE FOREGOING ACT.

RETURN of the Average Amount of the LIABILITIES and ASSETS of *La Banque des Marchands*, during  
the period from 1st to 18

| LIABILITIES.   | MONTH ENDING    |                 |                 |                 |                 |                 |
|--|-----------------|-----------------|-----------------|-----------------|-----------------|-----------------|
|  | 30th Sep.<br>18 | 31st Oct.<br>18 | 30th Nov.<br>18 | 31st Dec.<br>18 | 31st Jan.<br>18 | 28th Feb.<br>18 |
|  | £ s. d.         | £ s. d.         | £ s. d.         | £ s. d.         | £ s. d.         | £ s. d.         |
| Promissory Notes in circulation not bearing interest.....  |                 |                 |                 |                 |                 |                 |
| Bills of Exchange in circulation not bearing interest.....   |                 |                 |                 |                 |                 |                 |
| Bills and Notes in circulation bearing interest.....   |                 |                 |                 |                 |                 |                 |
| Balance due to other Banks.....  |                 |                 |                 |                 |                 |                 |
| Cash Deposits, not bearing interest.....   |                 |                 |                 |                 |                 |                 |
| Cash Deposits, bearing interest.....   |                 |                 |                 |                 |                 |                 |
| Total average Liabilities.....£  |                 |                 |                 |                 |                 |                 |
| ASSETS.  |                 |                 |                 |                 |                 |                 |
| Coin and Bullion.....  |                 |                 |                 |                 |                 |                 |
| Landed and other Property of the Bank.....   |                 |                 |                 |                 |                 |                 |
| Government Securities.....   |                 |                 |                 |                 |                 |                 |
| Promissory Notes or Bills of other Banks.....  |                 |                 |                 |                 |                 |                 |
| Balances due from other Banks.....   |                 |                 |                 |                 |                 |                 |
| Notes and Bills discounted, or other debts due to the<br>Bank, not included under the foregoing heads..... |                 |                 |                 |                 |                 |                 |
| Total average Assets.....£   |                 |                 |                 |                 |                 |                 |