



ANNO DECIMO ET UNDECIMO
VICTORIÆ REGINÆ.

CAP. CII.

An Act to incorporate the Mechanics' Institute of the City of Toronto.

[28th July, 1847.]

WHEREAS an Association hath been formed in the City of Toronto in this Province, by divers persons engaged as Mechanics and otherwise, resident in that City and in the neighbourhood thereof, under the name of *The Toronto Mechanics' Institute*, for the purpose of forming a Library and Reading Room, and of organizing a system of instruction by means of Lectures and Classes, for the use and benefit of those who are or may hereafter become members of the said Association; And whereas the persons hereinafter named, Office-bearers and Members of the said Association, and acting in behalf thereof, have, by their Petition to the Legislature, represented that the benefits derivable from the said Association would not only be secured but be greatly enhanced by the incorporation of the members thereof, and have prayed that they may be so incorporated; And whereas it is expedient to grant the prayer of the said Petitioners, subject to the provisions and enactments hereinafter made: 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, intituled, *An Act to re-write 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 Robert Baldwin Sullivan, Thomas G. Ridout, William Edwards, J. B. Harrison, A. Christie, J. C. Bell, R. G. Anderson, William Atkinson, Peter Freeland, Charles Sewell, Hugh Miller, Francis Thomas, Thomas Storm, H. Piper, John McLean, John Riddel, Robert Hay, Richard French and Henry Parry, with all such other persons as are now, or, being duly competent, may hereafter be associated for the purposes hereinbefore mentioned, and their successors for ever, shall be one body politic and corporate, in deed and in name, by the name and style of *The Toronto Mechanics' Institute*, and shall by that name have perpetual Succession and a Common Seal, and shall have power, from time to time to alter, renew, or change such common seal at their pleasure, and shall by the same name, from time to time, and at all times hereafter, be able and capable to have, take, receive, purchase, acquire, hold, possess and enjoy, to them and their successors as aforesaid, to and for the uses and purposes of the said Corporation, any messuages, lands, tenements, and hereditaments of what nature, kind or quality soever, situate, lying and being within this Province, not exceeding in yearly value the sum of one thousand pounds, currency, and also to take, receive, purchase, acquire, have,

Preamble.

Certain persons incorporated.

Corporate name and powers. Seal.

Property.

Being and
being sued.

have, hold and possess (provided the same do not exceed a like sum in yearly value) to and for the same uses and purposes, any goods, chattels, gifts, benefactions whatsoever, and shall and may, by the same name, be able and capable to sue and be sued, implead and be impleaded, answer and be answered unto, in all Courts of Law and places whatsoever, in all and singular actions, causes, pleas, suits, matters and demands whatsoever, in as large, ample and beneficial a manner and form as any other body politic and corporate, or any persons able and capable in law, may or can sue, implead, or answer, or be sued, impleaded or answered, in any manner whatsoever.

How process
shall be served
on Corpora-
tion.

II. And be it enacted, That in all and every suit or suits in law, which may hereafter be instituted against the said Corporation, service of process at the residence of the President or either of the Secretaries shall be sufficient to compel the said Corporation to appear and plead to such suit or suits; any law, custom or usage to the contrary in any wise notwithstanding.

Officers of
Corporation

III. And be it enacted, That for the management of the affairs of the said Corporation, there shall be elected by the members of the said Corporation, and by a majority of the votes of the members present at the special or annual meetings hereafter provided for, the following officers: a President, a First Vice-President, and a Second Vice-President, a Corresponding Secretary, a Recording Secretary and Treasurer, a Librarian and Cabinet-keeper, as also twelve other members, who, together with the officers hereinbefore named, shall constitute and form the General Committee of the said Corporation, and at least one half of the said General Committee shall be elected from among the operative Mechanics the members of the Corporation.

Part to be op-
eratives.

Annual meet-
ings for elec-
tion of offi-
cers.

Proviso.

Period of
service.

Proviso for
failure of any
election.

IV. And be it enacted, That the Annual Meeting for the election of the said officers and members to compose the said General Committee of the said Corporation, shall be held at the place at which the usual meetings of the said Corporation are held, on the first Monday of November in each and every year; Provided always, that whenever the said first Monday in November shall happen on a holiday, the said Annual Meeting shall take place in the manner hereinafter provided; and the said officers and members thereat elected, shall serve in the said offices during the year then next ensuing, and until others being elected in their stead shall enter upon the discharge of the duties of their office as hereinafter provided; and if by reason of any matter or thing soever, the election so to be had and made on the first Monday of November as aforesaid, shall be prevented, or shall not be had or made, and in every such case, it shall be competent to the members of the said Corporation and their successors, or to the major part of such of them as may be present at a meeting to be called by the President or Vice-President for the time being, in the manner hereinafter prescribed, and held as soon after as shall be convenient, to proceed to, and make the election of a President, Vice-Presidents, Secretaries, a Treasurer, a Librarian and Cabinet-keeper, and twelve of the members who, with the officers aforesaid, shall constitute and form the General Committee as aforesaid, and the election so made shall be as valid and effectual as if it had been made on such first Monday in November: Provided always, that the President, Vice-Presidents, Secretaries, Treasurer, Librarian, and Cabinet-keepers, with the other twelve members aforesaid to be elected at any general election of officers, under and by virtue of the provisions of this Act, shall not enter upon nor act in the discharge of their respective offices until the Monday next ensuing after such general election.

Proviso: when
the persons
elected shall
enter upon
their offices.

V. And be it enacted, That until the first election of officers shall take place as hereinafter provided, the present officers of the said Association shall be and continue to be the officers of the Corporation hereby created, and that the President, or in his absence from the City of Toronto, the first Vice-President of the said Corporation, shall, within three months after the passing of this Act, cause notice to be given to such of the members of the said Corporation as shall be then resident in the said City of Toronto (by public advertisement, to be published ten days at least previously in one or more newspapers at Toronto) to meet at the place in which the usual meetings of the said Corporation are held, at such time as he shall in and by such notice appoint; and the said members or the major part of such of them as shall be then present, shall at the time so appointed proceed to the election of a President, a First Vice-President, a Second Vice-President, a Corresponding Secretary, a Recording Secretary, a Treasurer, a Librarian and Cabinet-keeper, as also twelve other members to form with the officers aforesaid the General Committee of the said Corporation, and of such other officers and servants as to them shall seem meet; which said officers shall from the time of their election to their respective offices, continue therein until the first Monday of November then next ensuing, and from thenceforth until others be chosen in their place, and shall enter upon the duties of their offices in the manner aforesaid.

Present officers of Association to remain in office for a certain time.

First election of officers.

Period of service.

VI. And be it enacted, That if at any time or times it shall happen that any of the persons chosen to fill the said offices, respectively, or to be members of the General Committee, shall die or be removed from the said offices, or resign during the period for which they shall have been respectively elected, then in every such case it shall be lawful and competent for the remaining officers and members of the Committee or the major part of such of them as may be present at any duly appointed meeting, to choose a member or members of the Corporation to fill the office or offices so vacated to be a member or members of the Committee; Provided always, that the person or persons who may be thus elected, shall retain the said office or offices, and be a member or members of the Committee only until the officer or officers, member or members, in whose place he or they shall have been appointed would have gone out of office.

Mode of filling casual vacancies in the offices or Committee.

Proviso as to period of service.

VII. And be it enacted, That the said Corporation shall consist of an indefinite number of ordinary, corresponding, and honorary members, all of whom shall be chosen according to the form and under the restrictions and conditions hereinafter prescribed: The ordinary members being those who shall pay and contribute to the funds of the said Corporation such annual subscription as may, from time to time, be enacted by the By-laws, rules and regulations of the said Corporation; the corresponding members being those who reside at a distance from the City of Toronto, but who shall have no vote at any of the meetings of the said Corporation, and shall not be eligible to any of the offices thereof; and honorary members being those only who, being distinguished for scientific attainment, shall be admitted without payment to all the privileges enjoyed by ordinary members, except the right of voting at the election of the said General Committee.

Who shall be Members of the Corporation.

Ordinary members.

Corresponding members.

Honorary members.

VIII. And be it enacted, That all propositions for the election of new members of the said Corporation, whether ordinary, corresponding or honorary members, shall be made in writing, at an ordinary meeting of the General Committee, or by a member thereof, and seconded in writing by another member thereof; and the name of the person so proposed, together with those of the proposer and seconder, shall be placed in

How members shall be proposed and admitted.

some

Proviso: proportion of votes requisite for an election, &c.

some conspicuous part of the room or place where the meetings of the said Corporation are usually held, and shall there remain till the next ordinary general or annual meeting of the said Corporation, at which time the election on the said proposal shall take place; Provided always, that the affirmative votes of three fourth of the members present at any such meeting of the Corporation shall be requisite for the due election of any such member, and the quorum necessary at any such meeting to render it competent to proceed to the election of any ordinary member shall be ten, for a corresponding member twelve, and for an honorary member sixteen.

Quorum of Committee.

IX. And be it enacted, That at all ordinary meetings of the said General Committee, seven members shall be a competent *Quorum* to proceed to all the usual business of the said Committee, except in such cases as are herein otherwise specially provided for, and whatever question, matter or thing, shall be proposed, discussed or considered at any such meeting or any other meeting of the said Committee or of the said Corporation, shall be finally determined by the majority of votes of the members present at such meeting, except as herein otherwise provided for.

Majority to decide.

Extraordinary meetings.

X. And be it enacted, That the said Corporation and the said General Committee of the said Corporation may hold extraordinary meetings to be called and summoned in manner and form as may be fixed by the By-laws of the Corporation; Provided always, that such extraordinary meetings of the Corporation shall not be competent to proceed to the business to be submitted to the said meetings unless fifteen members thereof are present, nor such extraordinary meetings of the Committee unless there be seven members present.

Proviso: Quorum for such meetings.

Corporation may make By-laws for certain purposes.

XI. And be it enacted, That the said Corporation shall, from time to time, forever hereafter, have power to make, constitute, ordain and establish, repeal, alter or amend, such By-laws, Rules and Regulations (not being contrary to this Act or to law) as they shall judge proper for the mode of election of the said General Committee—for prescribing their functions and the mode of discharging the same—for the admission of new members—for the government of the officers and members of the Corporation—for prescribing the amount, collecting and appointing the time of payment of the annual contributions of the ordinary members, to the funds thereof—for regulating the times and places and mode of summoning of the ordinary and extraordinary meetings of the said Corporation or of the General Committee—for suspending or expelling such members as shall neglect to refuse to comply with the By-laws and Regulations, and generally for the managing or directing of the affairs and concerns of the said Corporation: Provided always, that no such By-law, Rule or Regulation, or any repeal, amendment or alteration thereof, shall have effect unless the same shall have been announced and read at a meeting of the General Committee at least fourteen days previous to its being submitted for the adoption thereof by the said Corporation at a meeting at which at least fifteen members shall be present, nor unless the same shall be adopted at such last mentioned meeting by at least three fourths of the members then present.

Proviso: conditions required before they shall effect.

Corporation may be required to give statements of its receipts expenditure, and property.

XII. And be it enacted, That it shall and may be lawful for the Governor or person administering the Government of the Province for the time being, or for any or either Branch of the Provincial Parliament, from time to time, to require from the said Corporation or from the General Committee thereof, true statements under oath (which

(which oath any Justice of the Peace is hereby authorized to administer) of the receipts and expenditure of the said Corporation, and a statement of the real and personal estate held and enjoyed by the said Corporation shall be laid before each Branch of the Provincial Legislature within fifteen days after the opening of each Session thereof.

XIII. And be it enacted, That the property, real and personal, now held by the Association hereby incorporated, or by any party in trust for them, shall be and is hereby vested in the said Corporation, which shall be responsible for all debts and obligations of the said Association, and may recover and enforce all claims and obligations in favor thereof.

Property, &c.
of the existing
Association
transferred to
Corporation.

XIV. And be it enacted, That no member of the said Corporation shall, in his private or natural capacity, be liable for any debt or obligation contracted by the said Corporation.

Members not
individually
liable.

XV. And be it enacted, That nothing in the present Act contained shall affect or be construed to affect in any manner or way whatsoever, the rights of Her Majesty, Her Heirs and Successors, or of any person or persons, or of any body politic or corporate such only excepted as are herein mentioned.

Reservation
of rights of
Her Majesty,
&c.

XVI. And be it enacted, That this Act shall be held and considered to be a Public Act, and as such shall be judicially taken notice of, held and considered in all Courts of Justice, by all Judges and Justices of the Peace, and by all others whom it may concern, without being specially pleaded.

Public Act.