



ANNO DECIMO ET UNDECIMO

VICTORIÆ REGINÆ.

CAP. CXIII.

An Act to incorporate the District Bank of Québec.

Reserved for the signification of Her Majesty's pleasure 28th July, 1847.

The Royal Assent given by Her Majesty in Council on the 22d 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 incorporation of a Bank in the District of Quebec would contribute to the prosperity of the agriculture and commerce of the Province; and whereas divers persons, by their petition in this behalf, have represented that an Association has been formed for establishing a Bank in the City of Quebec, in which they have become Subscribers and Stockholders, the Capital Stock of which shall be limited to three hundred thousand pounds, to be divided into twelve thousand shares of twenty-five pounds each, of which said Capital Stock there has been subscribed and taken up the sum of one hundred thousand pounds, and have prayed that, for the purposes of the said Association and the carrying on of the business of the said Bank, they may be incorporated; and whereas it is expedient to grant the prayer of the said petition: 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 the Honorable René Edouard Caron, the Honorable Louis Massue, Christian Wurtele, Peter Langlois, Junr., John Bonner, George O'Kill Stuart, Vital Tétu, Charles F. Pratt, A. Laurie, R. May, James Douglass, John Musson, John McLeod, Henry S. Scott, William S. Henderson, Joseph Morrin, C. Montizambert, John Campbell, J. Chabôt, John Campbell, Thomas W. Lloyd, E. Chinic, Geo. H. Simard, J. A. Pirrie, T. Blanchet, James A. Sewell, C. Fremont, James G. Baird, P. Gingras, Thomas H. Oliver, T. H. Dunn, W. Henry, François DeFoy, Narcisse C. Faucher, Julien Chouinard, F. J. Parant, J. B. Hardy, A. Joseph, William Sewell, Joseph Carrier and William Ramsay, all of the said City of Québec, and such other persons as now are or hereafter shall be Shareholders or Subscribers of the Capital Stock of the said Association, and their respective heirs, executors, administrators and assigns, shall be and they are hereby constituted a Body Corporate and Politic, in fact and in name, by and under the name, style and title of *The District Bank of Québec*, and as such shall, during the continuance of this Act, have succession and a Common Seal, with power to break, renew, change and alter the same at pleasure; and shall be capable of suing and being sued, and

Preamble.

Certain persons incorporated.

Corporate Name.  
Corporate powers.

and of pleading and being impleaded in all Courts of Law and Equity, and other places, in all manner of actions, causes and matters whatsoever; and for the convenient management of their business, but for no other purpose, shall and may purchase, acquire and hold real or immoveable estates and property, not exceeding the yearly value of two thousand pounds, current money of this Province, and may sell, alienate and dispose of the same, and purchase, acquire and hold others in their stead, not exceeding in the whole the yearly value aforesaid.

Real estate.

Amount of Capital Stock of Corporation.

Proviso: the Stock to be subscribed for and paid up within certain periods.

Books of subscription to be opened.

Proviso: ten per cent. to be paid on subscribing.

Directors may make calls, at certain intervals, on Shareholders for sums subscribed by them.

Indemnification of Executors, &c.

Shareholders in default to be liable for interest.

Corporation may receive monies beyond the calls.

II. And be it enacted, That the Capital Stock of the said Corporation hereby created shall be the sum of three hundred thousand pounds, current money of Canada, divided into twelve thousand shares of twenty-five pounds each, the same being the Capital Stock of the said Association subscribed and that may be subscribed, and so much of which shares as are now and shall be at the time of the passing of this Act subscribed for, are hereby vested in the holders or proprietors thereof, according to their respective interest in the same, and the number of shares which shall then remain to complete the said sum of three hundred thousand pounds shall be vested in the future subscribers thereof, according to the respective interest they may have in the same: Provided always, that the said shares be subscribed for within eighteen months, and be wholly paid up within three years after the passing of this Act.

III. And be it enacted, That a Book or Books of Subscription for so much of the said Capital Stock as shall not be subscribed at the passing of this Act, may be opened by such persons, at such times and places, and under such regulations as to the Directors of the said Corporation shall seem meet: Provided always, that no share or shares shall be held to be lawfully subscribed for, after the passing of this Act, unless a sum equal to ten pounds per centum on the amount subscribed for be actually paid at the time of subscribing.

IV. And be it enacted, That from time to time the said Directors may make such calls of money upon the respective Shareholders in respect of the amount of capital subscribed or owing, and hereafter to be subscribed or owing, as they shall think fit, provided that thirty-one days' notice at the least be given of each call, and that no call exceed the amount of five pounds per share, and that successive calls be not made at less than the interval of three months, and that the aggregate amount of calls made in any one year do not exceed the amount of twelve pounds and ten shillings per share, and every Shareholder shall be liable to pay the amount of the calls so made in respect of the shares held by him, to the persons and at the times and places from time to time appointed by the said Corporation: And all executors, administrators and curators, paying instalments upon the shares of deceased Shareholders, shall be and they are hereby respectively indemnified for paying the same.

V. And be it enacted, That if before or on the day appointed for payment, any Shareholder do not pay the amount of any call to which he may be liable, then such Shareholder shall be liable to pay interest on the same, at the rate of six pounds per centum per annum, from the day appointed for the payment thereof, to the time of the actual payment; and the said Corporation may, if they think fit, receive from any of the Shareholders willing to advance the same, all or any part of the monies due upon their respective shares held and to be held by them beyond the sums actually called for.

VI. And be it enacted, That if at the time appointed by the said Corporation for the payment of any call, the holder of any share fail to pay the amount of such call, the Corporation may sue such Shareholder for the amount thereof in any Court of Law or Equity having competent jurisdiction, and may recover the same with interest at the rate of six pounds per centum per annum, from the day on which such call may have been made payable.

Corporation may sue Shareholders failing to pay amount of their shares.

VII. And be it enacted, That in any action to be brought by the Company against any Shareholder, to recover any money due for any call, it 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 in the Company, stating the number of shares, and is indebted to the Company in the sum of money to which the calls in arrears shall amount in respect of one call or more upon one share or more, (stating the number and the amount of each of such calls,) whereby an action hath accrued to the Company by virtue of this Act.

In actions brought by the Corporation, it shall not be necessary to set forth special matter.

VIII. And be it enacted, That on the trial of such action it shall be sufficient to prove that the defendant, at the time of making such call, was a holder of one share or more in the said Corporation, and that such call was in fact made, and such notice thereof given as is directed by this Act; and it shall not be necessary to prove the appointment of the Directors who made such call, nor any other matter whatsoever; and thereupon the said Corporation shall be entitled to recover what shall be due on such call with interest thereon, unless it shall appear either that any such call exceeds the amount of five pounds per share, or that due notice of such call was not given, or that the interval of three months between two successive calls had not elapsed, or that calls, amounting to more than the sum of twelve pounds and ten shillings in one year, had been made.

What proof shall be sufficient on trial of action.

IX. And be it enacted, That the production of the Register Book of Shareholders of the Company shall be sufficient evidence of such defendant being a Shareholder, and of the number and amount of his shares, and of the sums paid in respect thereof; And if the evidence be taken in writing at an *enquête*, it shall be sufficient that the register be produced without being left of record, and the verbal evidence of a witness of the purport thereof shall be taken and held to be evidence as aforesaid.

Production of Register Book of Shareholders to be evidence of Defendant's being a Shareholder, &c.

X. 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 subscribed or to be subscribed 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 pounds per centum on the amount of such shares; and moreover, it shall be lawful for the Directors of the said Corporation, while the same remain unpaid, concurrently with the remedy aforesaid (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

Penalty on Shareholders failing to pay the amount called for.

Proviso: forfeiture may be remitted.

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 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.

Chief seat of business appointed: Branches may be established elsewhere.

XI. And be it enacted, That the Chief place or Seat of Business of the said Corporation shall be in the City of Quebec 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.

Election of Directors, &c.

Notice.

Period of service.

Election of President and Vice-President.

Vacancies between Elections.

Proviso: Qualification of Directors.

Re-election of a portion of the Directors.

Corporation not dissolved by failure to elect on the day appointed.

XII. And be it enacted, That for the management of the affairs of the said Corporation, there shall be thirteen Directors, who shall be annually elected by the Shareholders of the Capital Stock of the Corporation, at a General Meeting of them, to be held when and so soon after the passing of this Act as ten of the said Shareholders shall have called a meeting for such election, whereof notice shall have been given in at least two of the newspapers published in the said City of Quebec, and at least two weeks previous to such election, at which meeting the said Directors shall be chosen to act until the First Monday in June next thereafter, when the next election shall take place, and so annually on the First Monday in June in every year, 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 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 thirteen Directors, the remaining Directors shall fill the same by election from among the Shareholders, and the Directors so elected shall be capable of serving as Directors until the next Annual General Meeting of the Shareholders; and if the vacancy occurring in the said number of thirteen Directors shall also cause a 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 Quebec, or within seven miles thereof; And provided also, that seven of the Directors in office at the period of each annual election, shall be re-elected for the next ensuing twelve months.

XIII. 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.

XIV. 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.

Power of Directors to inspect accounts, &c.

XV. 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 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 vote as a Director; and if there be an equal division on any question, shall have a casting vote.

Quorum of Directors.

Who shall preside.

Casting vote.

XVI. And be it enacted, That it shall and may be lawful for the Directors of the Corporation hereby constituted, 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 or 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.

By-Laws how made.

proviso: such By-laws subject to confirmation.

XVII. 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.

No Director shall be paid except the President.

Remuneration of President.

XVIII. 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 bond, to the satisfaction of the Directors, that is to say: every Cashier, in a sum not less than five 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 of the Bank.

Cashiers, and Officers to give security.

Amount.

XIX. 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;

Directors to declare Dividends.

Proviso: Capital not to be impaired.

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.

Annual statements to be submitted to Shareholders.

Particulars in such statement.

XX. And be it enacted, That a general meeting of the Shareholders of the Corporation shall be held in the City of Quebec 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 Capital Stock paid in, the amount of Notes of the Bank in circulation, the 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 on Bills of Exchange, Discounted Notes, Mortgages, and Hypotheques, and other securities; thus exhibiting on the one hand the liabilities of or 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 reserved at the time of declaring such dividend, and the amount of debts to the Bank overdue and not paid, with an estimate of the loss which may probably be incurred from the non-payment of such debts.

Number of Votes which each Stockholder shall have.

XXI. 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 meeting, 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 a subject of any foreign Prince or State, shall, either in person or by proxy,

Stockholders may vote by proxy.

Proviso.

How Joint owners of Stock shall vote

Aliens not to vote.

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.

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

No Cashier, or Officer to vote.

XXIII. 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 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 general meeting of the Shareholders of the Corporation, to be held at their usual place of meeting in the City of Quebec, 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 so 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.

Extraordinary general meetings how called.

Provision if the object of the meeting be to consider any alleged malversation, &c.

XXIV. 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 Corporation, an Attested Copy of the Writ, with the Certificate of such Sheriff indorsed 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 have been 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.

Stock to be personal property. How transferable.

Sale of Stock under execution provided for.



In what the  
business of the  
Corporation  
shall consist.

XXV. And be it enacted, That the said Corporation hereby constituted shall not, either directly or indirecly, 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 securities, 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 estate and property in this Province, by way of additional security for debts contracted to the Corporation in the course of their dealings.

Proviso as to  
hypothecs and  
mortgages.

Discounts and  
advances to  
Directors li-  
mited.

XXVI. And be it enacted, That the aggregate amount of discounts 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.

Interest to be  
taken or allow-  
ed by the  
Bank.

Discount.

XXVII. 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 it shall and may be lawful for the Corporation, in discounting Promissory Notes or other negotiable securities, to receive or retain the discount thereon, at the time of the discounting or negotiating the same; any law or usage to the contrary notwithstanding.

How Bonds,  
Bills, &c. of  
the Corpora-  
tion shall be  
assignable, &c.

Signification  
not required.

Certain Bills  
and Notes valid  
though not  
under seal.

Proviso:  
Directors may  
empower any  
Officers to

XXVIII. And be it enacted, That the Bonds, Obligations and Bills Obligatory and of Credit of the said Corporation, under the 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 or 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 the like manner, and with the like force and effect as they would be 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 or any Director from authorizing or deputing from time to time any Cashier or Officer of the Corporation, or any



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 or Notes of the said Corporation intended for general circulation, and payable to order, or to bearer, on demand.

sign or countersign notes, &c.

XXIX. 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 Quebec, 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 established, or 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.

Notes and Bills to be payable in specie, and where.

XXX. 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 Quebec, 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.

Suspension of specie payments beyond a certain time to forfeit the Charter of the Bank.

XXXI. 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 or 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 in: Provided always, that no Notes under the nominal value of five shillings shall at any time be issued or put into circulation by the Corporation; nor shall any further limitation by the Legislature of the total amount of Notes to be issued or re-issued by the said Corporation be held to be any infringement upon the privilege hereby granted.

Amount of Notes under £1 each, limited.

None to be under 5s.

Legislature may impose further limitation.

XXXII. 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 or Bills payable on demand and to bearer exceed the amount of the actual paid up Capital Stock of 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, administrators or 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

Liabilities of the Corporation not to exceed a certain amount.

Forfeiture of charter for excess: And liability of Directors.

Directors giving public notice of excess not to be liable.

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 Quebec, 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: And provided always, that such publication shall not exonerate any Director from his liability as a Shareholder.

Proviso.

Stockholders to be liable to twice the amount of their respective shares.

XXXIII. 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.

Proviso as to Directors.

Statements of the affairs of the Corporation to be published half-yearly in the form of the Schedule B. Particulars in statement.

XXXIV. 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 Meeting, 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 in circulation 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 times, were available to meet the same; and it shall also 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 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 or 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 part 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 whatsoever having dealings with the Corporation.

Copies of such statements to be submitted to the Governor.

Governor may require further information.

Such information to be confidential.

Proviso as to private accounts.

XXXV. 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.

Corporation not to lend to any Foreign Power.

Forfeiture of charter for contravention.

XXXVI. And be it enacted, That the several public notices by this Act required to be given, shall be given by advertisements in two or more of the newspapers published in the City of Quebec, and the Quebec 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.

In what papers notices shall be published.

XXXVII. And be it enacted, That if any Officer, Cashier, Manager, Clerk or Servant of the Corporation hereby constituted, shall secrete, embezzle or abscond with any Bond, Obligation, Bill Obligatory or of Credit, or other Bill or Note, or with any security for money or monies or effects entrusted to him as such Officer, Cashier, Manager, Clerk or Servant, whether the same belong to the said Corporation, or belonging to any other person or persons, body or bodies politic or corporate, or institution or institutions, be lodged and deposited with the said Corporation, the Officer, Cashier, Manager, Clerk or Servant so offending, and being thereof convicted in due form of law, shall be deemed guilty of felony.

Officers of the Bank embezzling Bills, &c. to be guilty of felony.

XXXVIII. 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 endorsement or endorsements 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 endorsement or endorsements 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.

Punishment of persons forging Bonds, &c. of the Corporation.

XXXIX. 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, forging or 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 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,

Punishment of persons engraving plates, &c.

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.

Punishment of persons convicted of felony under this Act.

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

Power of searching for counterfeit bills, plates, tools, &c.

XLI. 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 other 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 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.

Destruction of such tools, plates, &c.

Provisions of 4 & 5 Vict. c. 91, to be applicable to the Corporation.

XLII. And be it enacted, That the provisions of an Act of the Legislature of this Province passed in the Session held in the fourth and fifth years of Her Majesty's Reign, intituled, *An Act to authorize the Banks heretofore chartered by Acts of the late Province of Upper or Lower Canada, to carry on their Business throughout this Province*, shall be applicable to the said Corporation, in the same manner and to the same extent as to the Chartered Banks therein mentioned, and the powers and advantages thereby conferred shall in a like degree enure to the benefit of the said Corporation; Provided also, that it shall be in the power of the said Corporation of the District Bank of Quebec to receive in Deposits or Loans from any person or persons, body or bodies corporate, and other Banking Institutions or Savings Banks, any sums of money for any period of time, and at a rate not exceeding six per centum per annum, as may be agreed upon by the parties, and generally to be engaged in such trade as legitimately appertains to the business of Banking.

Proviso: Deposits may be received at interest: General business of the Bank.

Rights not specially affected to be saved.

XLIII. 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.

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

XLV. And be it enacted, That this Act shall be and remain in force until the First Duration of this Act. 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 next Session of the Parliament of this Province, and no longer.

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### FORM OF SCHEDULE A

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

For value received from I (or we,) of  
do hereby assign and transfer unto the said shares,  
(on each of which has been paid, pounds, shillings,  
Currency, amounting to the sum of pounds, shillings)  
in the Capital Stock of the District Bank of Quebec, 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 one thousand eight hundred and

(Signatures.)

I (or we) do hereby accept the foregoing assignment of shares  
in the Stock of the District Bank of Quebec assigned to me (or us) as above mentioned,  
at the Bank; this day of one thousand eight hundred and

(Signatures.)

## FORM OF SCHEDULE B

REFERRED TO IN THE THIRTY-FOURTH SECTION OF THE FOREGOING ACT.

RETURN of the Average Amount of LIABILITIES and ASSETS of *The District Bank of Quebec.*  
during the period from 1st to 18

LIABILITIES.	MONTH ENDING					
	30th Sep. 18	31st Oct. 18	30th Nov. 18	31st Dec. 18	31st Jan. 18	28th Feb. 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 or 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 Bank, not included under the foregoing heads.....						
Total average Assets.....£						

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