

VII. The provisions of the Statute of this Province, passed in the eighteenth year of Her Majesty's Reign, chaptered one hundred and thirty-three, and intituled, *An Act to require that all By-laws of City, Town, Village or Township Councils in Upper Canada, for raising money upon the Credit of such City, Town, Village or Township Corporations, shall be approved by a majority of the Municipal Electors before they come into force,* shall not apply to this Act, or to any By-law or By-laws to be passed under the authority thereof.

By-laws under this Act need not be submitted to electors, notwithstanding 18 V. c. 133.

VIII. This Act shall be deemed a Public Act.

Public Act.

## C A P . L X X X V I .

An Act to Incorporate the Board of Trade of the City of Ottawa.

[Assented to 10th June, 1857.]

**W**HEREAS John Bower Lewis, Edward Griffin, James H. Burke, James Porter, Edward McGillivray, George Hay, James Brough, William Hart Thompson, J. Wadsworth, and others hereinafter named, Merchants, residents and carrying on trade in the City of Ottawa, have, by their Petition to the Legislature, represented that the association of Merchants and Traders with Corporate Powers in different Cities in Canada, has served to promote Trade and Commerce, by giving public expression and representation to the views and wishes of the Commercial classes on matters which concerned Commercial interests; and that the Trade and Commerce of Central Canada have suffered from the want of such a guardian and representative, and have accordingly prayed to be incorporated as a Board of Trade for the said City of Ottawa; And whereas it is expedient to grant the prayer of their said Petition: Therefore, Her Majesty, by and with the advice and consent of the Legislative Council and Assembly of Canada, enacts as follows:

Preamble.

I. The said John Bower Lewis, Edward Griffin, James H. Burke, James Porter, Edward McGillivray, George Hay, James Brough, William Hart Thompson and J. Wadsworth, with Phillip Pearson Harris, John Durie, Agar Yielding, Alexander Workman, Joseph Aumond, Alexander McKay, R. S. Cassells, Allan Gilmour, John Loux, Robert Harley, John Thompson, John Porter, George Patterson, Daniel McLaughlin, John Forgie, and Peter A. Egleson, and such other persons, being inhabitants of and using trade and commerce within the said City of Ottawa, as are or shall be associated with the persons above named for the purposes of this Act, in the manner hereinafter provided, and their successors, shall be and are hereby constituted a body politic and corporate by the name of "The Ottawa Board of Trade," and may by that name sue and be sued, implead and be impleaded, answer and be answered, defend and be defended, in all Courts of Law and places

Board of Trade incorporated, and of whom to be composed.

Corporate name and general powers.

places whatsoever, and by that name they and their successors shall have perpetual succession and may have a common seal, and may break, change, alter or renew the same at pleasure, and shall have power to purchase, take, receive, hold and enjoy any estate whatever, real or personal, and to alienate, sell, convey, lease, or otherwise dispose of the same or any part thereof, from time to time, and as occasion may require, and other estate, real or personal, to acquire instead thereof: Provided always, that the clear annual value of the real and personal estate together held by the said corporation at any one time, shall not exceed two thousand pounds, currency: And provided also, that the said Corporation shall not have or exercise any corporate powers whatsoever, except such as are expressly conferred on them by this Act, or are necessary for carrying the same into effect, according to its true intent and meaning.

Proviso: as to real property.

Proviso: as to powers.

To what purposes only its funds shall be applied.

II. The funds and property of the said Corporation shall be used and applied to and for such purposes only as may be calculated to promote and extend the just and lawful trade and commerce of this Province, and of the said City of Ottawa more especially, or as may be necessary for attaining the objects for which the said Corporation is constituted, according to the true intent and meaning of this Act.

Domicile, and service of process.

III. The usual place of meeting of the said Corporation shall be held to be the legal domicile thereof; and services at such place of any notice or process of any kind, addressed to the said Corporation, shall be held to be sufficient service of such notice or process on the Corporation.

Council of the Board.

IV. For the management of the affairs and business of the said Corporation, there shall be a Council, to be called "The Council of the Board of Trade," which shall, from and after the first election hereinafter mentioned, consist of a President, a Vice-President, a Treasurer, and nine other Members of the Council, all of whom shall be Members of the said Corporation, and shall have the powers and perform the duties hereinafter mentioned and assigned to the said Council: Provided always that no two or more persons, co-partners in trade, shall be Members of said Council at the same time.

Proviso.

First President and Members of first Council.

V. The said John Bower Lewis shall be the President, the said Alexander Workman shall be Vice-President, the said Philip Pearson Harris the Treasurer, and the said Allan Gilmour, John Loux, John Porter, Joseph Aumond, George Patterson, Daniel McLaughlin, Edward McGillivray, Agar Yielding, and John Thompson, the other Members of the Council, under the first election to be had under the Provisions of this Act; and the Council hereby appointed shall, until the said election, have all the powers assigned to the Council of the said Corporation by this Act.

VI. The Members of the said Corporation shall hold a general meeting every three months, viz: on the first Monday in January, April, July and October, at some place within the City of Ottawa, of which due notice shall be given by the Council for the time being, and at the general meeting on the first Monday in the month of January, the Members of the said Corporation present, or a majority of them, shall then and there choose, by separate ballot, or shall in such other way as shall be fixed by the By-laws of the Corporation, elect from among the Members of the Corporation, one President, one Vice-President, one Treasurer, and twelve other Members of the Council, who, with the said President, Vice-President and Treasurer, shall form the Council of the said Corporation, and shall hold their offices until others be elected at the next general meeting in January aforesaid, in their stead, or until they shall be removed from office, or shall vacate the same under the provisions of any By-laws of the Corporation; Provided always, that if the said election shall not take place on the first Monday of January in any year, the Corporation shall not thereby be dissolved, but such election may be had at any general meeting of the Corporation to be called in the manner hereinafter provided, and the Members of the Council then in office shall remain so until the election shall be had; And provided further, that no person shall be capable of being re-elected to the office of President, Vice-President, Treasurer or Member of Council for the current year, if he shall have been absent from more than one half the meetings of Council held in the preceding year, without leave of absence obtained from the President.

General meetings of the Corporation.

Annual election of Members of Council.

Term of office.

Proviso.

Proviso.

VII. If any Member of the said Council shall die, resign his office or be absent for four months, continuously, from the meetings of Council, without leave of absence obtained from the President, it shall be lawful for the said Corporation, at any general meeting, to elect a member of the Corporation to be a Member of the Council in the place of the Member so dying or resigning or being absent; and the Member so elected shall hold office until the next annual election, and no longer.

Casual vacancies how filled.

VIII. At any annual or other general meeting of the Corporation, whether for the purpose of electing Members of the Council or for any other purpose, any twelve or more Members of the Corporation shall form a Quorum, and shall be competent to do and perform all acts which, either by this Act or by any By-law of the Corporation, are or shall be directed to be done at any such general meeting.

Quorum of the Corporation.

IX. Each and every person then resident in the City of Ottawa and carrying on trade or commerce of any kind therein, or being a Cashier of any Chartered Bank therein, and having resided in the said City of Ottawa continuously for not less than two years, shall be eligible to become a Member of the said Corporation; and at any general meeting of the Corporation it shall

Who shall be eligible as Members, and how proposed, &c.

shall be lawful for any Member thereof to propose any such person as aforesaid, as a candidate for becoming a Member of the Corporation, and if such proposition shall be seconded by any other Member of the Corporation then present, such candidate shall be again proposed and balloted for at the next general meeting, not being less than one week after he shall be so proposed, and in the meantime the name of the person proposed and of the proposer and seconder shall be posted in a conspicuous part of the usual place of meeting of the Corporation, and if at the meeting at which such candidate shall be balloted for, not less than three-fifths of the Members present shall vote for his admission, he shall thenceforth be a Member of the Corporation, and shall have all the rights and be subject to all the obligations which the other Members possess or are subject to, and shall be bound by all the By-laws of the Corporation.

Election of Members by ballot.

Special general meetings of the Corporation, &c.

X. It shall always be lawful for the Council of the said Corporation, or a majority of them, by a notice inserted at least one week in one or more newspapers, published in the said City of Ottawa, and posted during the same time in a conspicuous part of the place where the meetings of the Corporation are then held, or by a circular from the Secretary to each Member, to call a general meeting of the Corporation for any of the purposes of this Act.

Members of the Council to be sworn.

XI. Each of the Members of the Council of the said Corporation, whether hereby appointed or hereafter to be elected, shall, before entering upon the discharge of his duties as such, take and subscribe an oath that he will respectively, faithfully and truly perform his duty as such Member, and will in all matters connected with the discharge of such duty, do all such things and such things only as he shall truly and conscientiously believe to be adapted to promote the objects for which the said Corporation is constituted, according to the true intent and meaning of this Act : and such oath shall be administered by the President and Vice-President hereby appointed, by the Mayor of the said City of Ottawa, or in his absence by the Senior Alderman present, and shall remain among the records of the Corporation of the said City, and by the said President, or Vice-President, or either of them, to the other Members of the Council hereby appointed or who shall be hereafter elected, and shall remain among the papers of the Corporation hereby constituted.

And before whom, &c.

Meetings of the Council and proceedings thereat.

XII. It shall be competent to the said Council to hold meetings, from time to time, and to adjourn the same when necessary, and at the said meetings to transact such business as may be by this Act, or by the By-laws of the Corporation be assigned to them, and such meetings of the Council shall be convened by the Secretary, at the instance of the President, or upon request of any two Members of the Council ; and the said Council shall

shall, in addition to the powers hereby expressly conferred on them, have such powers as shall be assigned to them by any By-law of the Corporation, except only the power of enacting or altering any By-law, or of admitting any Member, which shall be done in the manner provided by this Act, and no other; and any five or more Members of the Council lawfully met, and of whom the President or Vice-President shall be one, or in case of their absence, any seven or more Members lawfully met, shall be a quorum; and any majority of such quorum may do all things within the powers of the Council; and at all meetings of the said Council and all general meetings of the Corporation, the President, or in his absence, the Vice-President, or if both be absent, any Member of the Council then present who may be chosen for the occasion, shall preside, and shall in all cases of equality of votes upon any division have a casting vote.

Quorum.

Who shall  
preside.

XIII. It shall be lawful for the said Corporation or the majority of them present at any General Meeting, to make and enact such By-laws, Rules and Regulations for the Government of the said Corporation, its Council, Officers and affairs, and for the guidance of the Board of Arbitration hereinafter mentioned, as such majority shall deem meet; Provided, that no such By-law be contrary to or inconsistent with the provisions of this Act, or the laws of this Province: and such By-laws shall be binding on all members of the Corporation, its officers and servants and all other persons whomsoever lawfully under its control: Provided, that no By-law as aforesaid shall be made or enacted by the said Corporation without notice thereof having been given by motion of one Member and seconded by another Member at a previous General Meeting, and duly entered on the minutes of the Corporation.

By-laws of the  
Corporation,  
how made, &c.

Proviso.

Proviso.

XIV. It shall be the duty of the Council hereby appointed, as soon as may be after the passing of this Act, to frame such By-laws, Rules and Regulations as they shall consider best adapted to promote the welfare of the said Corporation and the purposes of this Act, and to submit the same for adoption to a general Meeting of the Corporation, called for that purpose in the manner hereinbefore provided.

Council to  
frame and  
propose the  
By-laws.

XV. All subscriptions of Members due to the Corporation under any By-Law, all penalties incurred under any By-law, by any person bound thereby, and all other sums of money due to the Corporation, shall be paid to the Treasurer thereof, and in default of payment may be recovered in any action brought by him in the name of the Corporation, in any Court of competent civil jurisdiction.

Subscriptions,  
and how re-  
coverable, &c.

XVI. The meetings of the Members of the Council shall be open to all other Members of the Corporation, who may attend at the same but who shall take no part in any proceedings thereat

Meetings of  
Council to be  
open to Mem-

thereat

bers of the Corporation, but they shall not vote, &c.

thereat; and minutes of the proceedings at all such meetings, and at all general meetings of the Corporation, shall be entered in Registers to be kept for that purpose by a person or persons appointed to keep the same; and the entry shall be signed by the officer or person who shall have made the same, and by the officer or person who shall have presided at the meeting; and such Registers shall be open at all seasonable hours to any Member of the Corporation, free of any charge, and also to all other persons on payment of a fee of one shilling and three pence to the officer or person having charge of such Register.

Board of Arbitration to be elected, and for what purposes.

XVII. At the same time and times as are hereby appointed for the election of the Council and in the same manner, it shall be lawful for the Members of the said Corporation to elect from their number twelve persons who shall form a Board which shall be called "The Board of Arbitration," and any three of whom shall have power to arbitrate upon and give their award in any commercial case or difference which shall be voluntarily referred to them by the parties concerned: and whenever any such parties shall agree and bind themselves by bond or otherwise to submit the matter in dispute between them to the decision of the said Board of Arbitration, such submission shall be understood to be made to any three Members of the said Board, who may, either by the especial order of the said Board, or by virtue of any general rule adopted by them, or under any By-law of the Corporation with regard to the consideration of cases so submitted to them, be appointed to hear and arbitrate upon the case, and shall be understood to bind the parties to submit to the decision of the said Board; and any such submission may be in the form of the Schedule to this Act, or in other words to the same effect.

Submission of matters to such Board.

Members of such Board to be sworn.

XVIII. The several members of the said Board of Arbitration shall, before they act as such, take and subscribe before the President or Vice-President of the Corporation, an oath that they will faithfully, impartially and diligently perform their duties as Members of the said Board of Arbitration; and will in all cases submitted to them, give a true and just award according to the best of their judgment and ability, without fear, favor or affection of or for any party or person whatsoever; and this oath shall be kept among the documents of the Corporation, in the manner provided with regard to the oath taken by the Members of the Council.

Councillors may be Members.

XIX. Any Member of the Council of the Corporation may be at the same time a Member of the said Board of Arbitration.

Powers of Members sitting in a case referred to them.

XX. The three Members appointed to hear any case submitted for arbitration as aforesaid, or any two of them, shall have full power to examine on oath (which oath any one of such three Members is hereby empowered to administer) any party or witness who, appearing voluntarily before them, shall be

be willing to be so examined, and shall give their award thereupon in writing; and their decision, or that of any two of them, given by such award, shall bind the parties according to the terms of the submission and the provisions of this Act.

XXI. Any person who may by law in other cases make a solemn affirmation, instead of taking an oath, may make such solemn affirmation in any case where by this Act an oath is required; and any person hereby authorized to administer an oath, may, in such cases as aforesaid, administer such solemn affirmation; and any person who shall wilfully swear or affirm falsely in any case where an oath or solemn affirmation is required or authorized, shall be guilty of wilful and corrupt perjury. Solemn affirmation substituted for an oath in certain cases.

XXII. Nothing in this Act shall affect any rights of Her Majesty, Her Heirs or Successors, or of any party or person whomsoever; such rights only excepted as are herein expressly mentioned and affected. Rights of the Crown, &c., saved.

XXIII. This Act shall be a Public Act, and shall be judicially noticed as such by all Judges, Justices, and other persons whomsoever, without being specially pleaded. Public Act.

SCHEDULE.

*Form of a Submission to the Board of Arbitration.*

Know all Men, that the undersigned and the undersigned, (if there be more parties, that is, more separate interests, mention them,) having a difference as to the respective rights of the said parties in the case hereunto subjoined, have agreed and bound themselves under a penalty of Currency, to perform the award to be made by the Board of Arbitration of the Board of Trade of the City of Ottawa, in the case aforesaid, under the penalty aforesaid, to be paid by the party refusing to perform such award, to the party ready and willing to perform the same.

In witness whereof, the said parties have hereunto interchangeably set their hands and seals, at the City of Ottawa, on the \_\_\_\_\_ day of \_\_\_\_\_ one thousand eight hundred and \_\_\_\_\_

A. B. [L. S.]  
C. D. [L. S.]  
E. F. [L. S.]

*Form of the Oath to be taken by the Members of the Council.*

I swear that I will faithfully and truly perform my duty as a Member of the Council of the Board of Trade of the City of Ottawa, and that I will, in all matters connected with the discharge

discharge of such duty, do all such things, and such things only, as I shall truly and conscientiously believe to be adapted to promote the objects for which the said Board was constituted, according to the true intent and meaning of the Act incorporating the same : So help me God.

*Form of Oath to be taken by the Members of the Board of Arbitration.*

I swear that I will faithfully, impartially and diligently perform my duty as a Member of the Board of Arbitration of the Board of Trade of the City of Ottawa, and that I will, in all cases in which I shall act as Arbitrator, give a true and just award, according to the best of my judgment and ability, without fear, favor or affection, of or for any party or person whomsoever : So help me God.

C A P . L X X X V I I .

An Act to empower the Town Council of Goderich to apply to certain purposes an unexpended balance of money raised for other purposes.

[Assented to 27th May, 1857.]

Preamble.

**W**HEREAS the Town Council of the Town of Goderich, proposed a By-law for raising for the said Town, on the credit of the Consolidated Municipal Loan Fund of the Province, the sum of twenty-five thousand pounds, for the purpose of aiding in the construction of the Buffalo, Brantford and Goderich Railway, which By-law, after having been submitted to a Special Meeting of the inhabitant Rate-payers of the said Town, in the manner by law provided, was unanimously approved of by them, and was finally passed on the eighteenth day of April, one thousand eight hundred and fifty-four, and Consolidated Municipal Loan Fund Debentures to the amount of twenty-five thousand pounds, were obtained under authority thereof, and for the purpose specified therein ; And whereas the said Town Council having expended the sum of three thousand pounds, part of the said Debentures, in the manner set forth and for the purpose specified in the said By-law, now find that, owing to circumstances over which the said Town Council have no control, it is inexpedient and impracticable to expend any further portion of the said Consolidated Municipal Loan Fund Debentures in the manner and for the purpose originally contemplated ; And whereas the said Town Council have prayed to be empowered to apply the balance remaining unexpended of the said Debentures, for the purpose of constructing a Gravel Road or Gravel Roads within the County of Huron, and leading to and from the said Town of Goderich, the purchase of ground for a Cemetery for the said Town, the opening up and drainage of streets, and for other general public improvements