

*The Provincial Statutes of Canada*, passed in the year 1841. Kingston: Stewart Derbishire & George Desbarats, 1841.

4 & 5 Victoria – Chapter 37

**An Act to Incorporate the Upper Canada Academy under the name and style of "Victoria College." 27th August, 1841.**

Whereas His late Majesty, King William the Fourth, was graciously pleased to issue his Letters Patent, bearing date the twelfth day of October, in the seventh year of His Reign, in the words following:

"Upper Canada.

William the Fourth, by the Grace of God, of the United Kingdom of Great Britain and Ireland, King, Defender of the Faith, &c. &c. &c.

To all to whom these Presents shall come,

Greeting:

Whereas divers of our Loving Subjects of the Wesleyan Methodist Church, in our Province of Upper Canada, represented to Us that with the aid of private and voluntary contribution, they have erected certain Buildings in the vicinity of the Town of Cobourg, in the Newcastle District of our said Province of Upper Canada, adapted for the purposes of an Academy of Learning, with the intention of founding there an Academy for the general education of Youth, in the various branches of Literature and Science on Christian principles, and that they have been advised that the said undertaking would be more successfully and effectually prosecuted, if it were protected by Our Royal Sanction, by means of a Royal Charter of Incorporation, they have most humbly supplicated Us to grant Our Royal Charter of Incorporation, for the purposes aforesaid, under such regulations and restrictions as to Us might seem right and expedient.

Now know Ye that We, being desirous to maintain sound and useful learning in connexion with Christian Principles, and highly approving the design of promoting the same in Our said Province of Upper Canada, by means of the founding an Academy of Learning, in Our said Province, have by virtue of Our Royal Prerogative and of Our especial Grace, certain Knowledge, and mere Motion, granted, constituted and declared, and by these Presents for Us, Our Heirs and Successors, do grant, constitute, and declare that the Academy intended to be so founded, shall be called 'The Upper Canada Academy,' and that for the purpose of establishing and maintaining the same, there shall be nine Trustees, three of whom shall go out of Office annually in rotation, and whose places shall be supplied in manner hereinafter mentioned, and that Our Trusty and Well-beloved Subjects, The Reverend William Case, The Reverend John Beatty, Wesleyan Ministers of the City of Toronto, Home District, in Our said Province; Ebenezer Perry, Merchant; George Benjamin Spencer, Gentleman; John M'Carthy, Merchant of Cobourg, aforesaid; James Rogers Armstrong, of

the City of Toronto, Home District, Merchant; John Counter, of Kingston, Midland District in Our said Province, Baker; Billa Flint, Jr., of Belleville, in the Midland District of Our said Province, Merchant; and the Reverend William Ryerson, of Hamilton, in the Gore District of Our said Province, shall be and are hereby appointed and declared to be the first nine Trustees of the said Academy, and shall be and are hereby constituted one Body Politic and Corporate, by the name of 'The Trustees of the Upper Canada Academy' and shall by the same name and for the purposes aforesaid, have perpetual succession, to be kept up in manner hereinafter directed, and shall have a Common Seal with power to break, alter and renew the same at their discretion, and shall by the same name, sue and be sued, implead and be impleaded, answer and be answered unto, in any and every Court of Us, Our Heirs and Successors in any and every part of Our Dominions.

And We do hereby will and ordain, that by the same name, they and their Successors shall be able and capable in Law to take, purchase and hold to them and their Successors, any goods, chattels and personal property whatsoever, and shall also be able and capable in Law, to take, purchase and hold to them and their Successors, not only all such Lands, Buildings, Hereditaments, and Possessions, as may be from time to time, exclusively used and occupied for the immediate purposes of the said Academy; but also any other Lands, Buildings, Hereditaments and Possessions whatsoever, situate within our Dominions of North America, not exceeding the annual value of Two Thousand Pounds, Sterling Money, such annual value, to be calculated, and ascertained at the time of taking, purchasing and acquiring the same, and that they and their successors shall be able and capable in Law, to grant, demise, alien or otherwise dispose of all or any of the property, real or personal, belonging to the said Academy, also to do all other matters and things incidental or appertaining to a Body Corporate, and they and their Successors shall have the custody of the Common Seal of the said Academy, with power to use the same for the affairs and concerns thereof. And that the Trustees shall have power to accept on behalf of the said Academy, gifts and endowments for promoting particular objects of Education, Science and Literature, or otherwise in aid of the general purposes of the said Academy, on such terms and conditions as may be agreed on for the purpose between the Trustees and the persons bestowing any such gift or endowment.

And We do hereby will and ordain, that the various branches of Literature and Science shall be taught on Christian principles in the said Academy, under the superintendence of a 'Principal,' or other 'Head' Professors and Tutors, or such other Masters or Instructors as shall from time to time be appointed in the manner hereinafter mentioned.

And We do hereby will and ordain, that there shall be five Visitors of the said Academy, with authority to do all those things which pertain to Visitors, as often as to them shall seem meet, and who shall go out of Office annually.

And We will and ordain, that our Trusty and Well-beloved Subjects, Charles Biggar, Inquire, Justice of the Peace, Murray, Newcastle District; Joseph A. Keeler, Esquire, Justice of the Peace, Colborne, Newcastle District; the Reverend John Ryerson, Wesleyan Minister, Hallowell, District of Prince Edward; the Reverend Joseph Stinson, Wesleyan Minister, Kingston, Midland District; and

Alexander Davidson, Esquire, Port Hope, Newcastle District, shall be the first Visitors of the said Academy, and their Successors shall be elected in manner hereinafter mentioned.

We further will and ordain, that there shall be a Treasurer and Secretary of the said Academy, who shall and may be chosen and displaced by the Trustees, as they shall think fit, at a meeting of the Trustees, at which not less than five of the Trustees shall be present. That a Meeting of the Trustees, only, shall be called a "Trustee Meeting" of which five shall be a quorum; and a meeting of Visitors alone, shall be called a "Visitors' Meeting," of which three shall be a quorum. That the Trustees and Visitors together shall be called the "Board" of the said Academy, and a meeting of the Trustees and Visitors, shall be called a "Board Meeting," of which eight shall be a quorum, and in all such meetings, a Chairman shall be appointed by the Members then present, from amongst themselves, and all questions which it shall be competent for any such meeting to decide, shall be decided by the majority of the Members, being a quorum of such meeting then present, and the Chairman of every such meeting, shall have a vote, and in case of an equality of votes, shall have a second or casting vote. That the Board, for the time being, shall have full power from time to time to appoint and as they shall see occasion, to remove the "Principal," or other "Head," the Professors, Tutors and Masters, and all Officers, Agents and Servants of the said Academy. And the said Board shall have full power, from time to time, to make and to alter, or vary any By-laws and regulations touching and concerning the time and place of the holding ordinary Trustee Meetings, Visitors' Meetings, and Board Meetings, and for the good ordering and government of the said Academy, the performance of Divine Service therein, the Studies, Lectures and Exercises of the Students, and all matters respecting the same; the residence, duties, salary, provision and emoluments of the "Principal," or other "Head" of the said Academy; the number, residence, duties, salaries, provision and emoluments of the Professors, Tutors, Masters, Officers, Agents and Servants of the said Academy, respectively, and all other matters and things which to them may seem good, fit and useful for the well ordering, governing and advancement of the said Academy; and all such By-laws when reduced into writing, and after the Common Seal of the Academy hath been affixed thereto, shall be binding upon all persons, Members thereof: Provided, that no such By-law shall be repugnant to the Laws and Statutes of Great Britain and Ireland, or of Our said Province of Upper Canada, or to this Our Charter: Provided also, that no religious test or qualification shall be required of or appointed for any person on his admission as a Student or Scholar into the said Academy; That any three Trustees shall, by notice in writing to the other Trustees, be competent to call an extraordinary Trustee Meeting, and any two of the Visitors shall be competent in like manner to call an extraordinary Visitors' Meeting, and any five Members of the Board shall be competent in like manner to call an extraordinary Board Meeting at any time and place they may see fit, on any occasion which in their judgment may render it expedient for them so to do; That the Trustees, Visitors and Board shall, respectively, cause Records and Minutes of all the proceedings, acts and resolutions of all and every of their Meetings, ordinary and extraordinary, to be entered and kept in Books provided for that purpose, and which Records and Minutes shall, before the breaking up or adjournment of any such meeting, be read aloud by the Chairman in the presence of such meeting, and shall be signed by him, and being so signed, shall, until the contrary be shown, be deemed and taken to be the Record and Minutes of such meeting, and that the same meeting was duly convened and held. And the said Trustees shall keep a Book or Books of Accounts of Financial Affairs of the said Academy, all which Books of

Records, Minutes and Accounts shall be produced to and audited yearly at the Annual Meeting as hereinafter mentioned; That for making provision for filling up vacancies in the places of Trustees dying, resigning or going out of Office in manner hereinafter mentioned, and for appointing Visitors to the said Academy, there shall be holden in each year an Annual Meeting of the Ministers of the said Wesleyan Methodist Church in Upper Canada, and the first Annual Meeting of the said Ministers shall be holden at the City of Toronto, or the Town of Cobourg in our said Province, on the second Wednesday in the month of June, one thousand eight hundred and thirty seven, and every subsequent Annual Meeting shall be holden at a place, and on some day in the month of June, to be fixed and appointed at the said first and every subsequent Annual Meeting, for the then next annual meeting, and if no such day shall be fixed and appointed, as aforesaid, the said Annual Meeting shall be holden on the second Wednesday in the month of June, and if no place shall be fixed and appointed, as aforesaid, shall be holden at the City of Toronto, aforesaid. Provided always, that every person who shall at the time of any such Annual Meeting, be duly authorised to solemnize the ceremony of Matrimony in our said Province, by virtue of an Act of the Provincial Parliament of our said Province, made and passed in the first year of Our Reign, and assented to by Us, entitled *An Act to make valid certain Marriages heretofore contracted, and to provide for the future solemnization of matrimony in this Province*, and who shall have duly obtained a certificate for that purpose as a Wesleyan Methodist Minister, according to the provisions of the said Act, and no other person whomsoever, shall be deemed and taken to be Wesleyan Methodist Minister within the true intent and meaning of these presents. That on the day on which the Annual Meeting in the years one thousand eight hundred and thirty seven, one thousand eight hundred and thirty eight, and one thousand eight hundred and thirty nine, shall be holden, three of the said Trustees appointed by this Our Charter, to be determined by Ballot, shall go out of Office, and on the day on which every Annual Meeting shall be held after the year one thousand eight hundred and thirty nine, three of the Trustees, who shall then have been longest in Office, shall go out of Office, calculating the period for which each of the Trustees for the time being shall have been in Office, from the day of his last Election, in case of his having been elected more than once; But the Trustees who on the day on which any Annual Meeting shall be held are to go out of Office by Ballot or rotation, as aforesaid, shall not be considered out of Office, until after such meeting shall have been broken up or adjourned. That, on the day on which the Annual Meeting in the year one thousand eight hundred and thirty seven shall be holden, and on the day on which every succeeding Annual Meeting shall be holden, three Trustees shall be elected in the places of three, who are to go out by Ballot or Rotation as hereinbefore is mentioned, but every Trustee going out of Office, whether by Ballot or Rotation, shall be considered immediately re-eligible; That in case there shall be casual vacancy among the Trustees arising from death or any cause except that of going out by Ballot or Rotation, as before mentioned, the Annual Meeting next after or during which any such casual vacancy shall occur, shall also elect a Trustee or Trustees, as the case may be, to fill every such casual vacancy, and any person who shall be elected a Trustee in consequence of, and to fill up such casual vacancy, shall be a substitute for the person whose place he may supply, and shall continue in Office only for the same period as the person whose place he may supply would have continued if such person had continued in Office until the time when he must necessarily have gone out by ballot or rotation, as before mentioned. That, the said Annual Meeting to be holden in the year one thousand eight hundred and thirty seven, shall appoint five Visitors of the said Academy in the place of the five Visitors appointed by

this Our Charter, and every subsequent Annual Meeting shall appoint five Visitors in the places of the five who were in Office during the preceding year, but any Visitor going out of Office, shall be re-eligible to be immediately re-appointed to the Office of Visitor: Provided that no person shall at the same time be both a Trustee and Visitor of the said Academy; That, at the Annual Meeting in the year one thousand eight hundred and thirty seven, and at the like Meeting in every succeeding year, the Trustees and Visitors shall report their proceedings during the preceding year, in the execution of their Office and of the then existing state of the Academy, and shall cause the accounts to be balanced up to the thirty first day of December in every year, or up to such other period as any Annual Meeting may from time to time appoint, and shall in every year produce, and lay all such accounts and proceedings before the said Annual Meeting, all which accounts and proceedings shall be examined in every year before the Annual Meeting, and so far as such account and proceedings shall be found to be correct and shall not be found contrary and repugnant to this Our Charter, nor to any such Law, as aforesaid, the same shall be allowed and signed by the President and Secretary of the said Annual Meeting, and being so allowed and signed, shall, unless, and until the same be shown to be incorrect, be binding and conclusive on all the Members of the said Corporation, and all persons claiming under them. That the said Annual Meeting shall at any such Meeting elect a Secretary and a President from among themselves, who shall continue in Office, unless sooner displaced by the said Annual Meeting, until a Secretary and President shall be in like manner elected at the then next subsequent Annual Meeting, and such Secretary and President shall each have a vote, as other Members of the Meeting, and in case of an even division, the President shall have and give an additional or casting vote; That no act in the premises shall be done at any such Annual Meeting, unless there be forty Members thereof or upwards present at the doing thereof, and the act of a majority of the Members present shall be the act of the Meeting; That the Election and appointment of all Trustees and Visitors of the said Academy by the said Annual Meeting, and all other their acts in the premises, shall be recorded in a book by the Secretary for the time being, and after being read aloud in the Meeting by the Secretary for the time being, shall be signed by him and by the President for the time being, and being so signed shall, so far as the same be not repugnant to this Our Charter or to any such Law as aforesaid, be binding, on the said Ministers, and on all the Members of the said Corporation, and all persons claiming under them. That in case the said Act of Our said Province hereinbefore mentioned, shall be hereafter at any time, or from time to time, altered or repealed in whole or in part, and any other provision or enactment shall at any time or time hereafter be added to the said Act or substituted for the same or any part thereof so repealed, and by which added or substituted enactment, the Ministers of the said Wesleyan Methodist Church, in Our said Province, shall be authorised to solemnize Matrimony, this Our Charter, shall for all and every the intents, purposes and privileges of this Our Charter, be held to have reference to, and shall have reference to every such added or substituted enactment as fully and effectually as the same now has to the said Act hereinbefore mentioned.

And lastly, Wo do hereby for Us, Our Heirs and Successors, grant and declare, that these Our Letters Patent, or the enrolment or exemplification thereof, shall be in and by all things valid and effectual in the Law according to the true intent and meaning of the same, and shall be construed and adjudged in the most favorable and beneficial sense for the best advantage of the said

Academy, as well in all Our Courts of every part of Our Dominions as elsewhere, notwithstanding any non-recital, mis-recital, uncertainty or imperfection in these Our Letters Patent.

In testimony whereof, we have caused these Our Letters to be made Patent, and the Great Seal of Our said Province to be hereunto affixed. Witness our trusty and well beloved Sir Francis Bond Head, K. C. H. &c. &c., Lieutenant Governor of Our said Province, at Our City of Toronto, this twelfth day of October, in the year of Our Lord one thousand eight hundred and thirty six, and in the seventh year of Our Reign.

F. B. H.

By Command of His Excellency,

D. Cameron, Secretary.

And whereas, by the Petition of the said Board, it appears that the said Academy has been in continuous operation during the last five years, and that its success and usefulness would be greatly increased if it were incorporated with the style and privileges of a College: and whereas the said Board have prayed for the incorporation of the said Academy under the name and style of "Victoria College" at Cobourg, with such privileges as were intended to be conferred upon a College about to be established at Kingston, in connexion with the Church of Scotland, by an Act of the Legislature of the late Province of Upper Canada, intituled *An Act to establish a College by the name and style of the University at Kingston*; 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-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 for and notwithstanding any thing in the said Charter contained, the said Academy shall hereafter be called and known as "Victoria College" at Cobourg: and that all the provisions of the said Charter hereinbefore recited, shall be in full force and apply to every thing which appertains to the Constitution, government, management, proceedings and interest of the said College, as they have heretofore applied to the said Academy.

II. And be it enacted, that the Annual Meeting or Conference of the Ministers of the Wesleyan Methodist Church, mentioned and provided for in the hereinbefore recited Charter, for the filling up of vacancies in the Board of Trustees and Visitors, and for other purposes, shall be held each year at any time and place the said Meeting or Conference, may from time to time appoint.

III. And be it enacted, that the Principal and Professors in the said College together with the Members of the Board, (a majority of whom shall form a quorum) shall constitute "the College Senate," which may be assembled as occasion may require by the Principal, by giving one month's notice in the Official Gazette of this Province; and which whenever there shall be a Principal and four Professors employed in said College, shall have power and authority to confer the degrees of Bachelor, Master and Doctor in the several Arts and Faculties.

IV. And be it enacted, that the President of the Executive Council, the Speakers of the Legislative Council and Legislative Assembly, and the Attorney and Solicitor General for Canada West, shall be *ex officio*, Visitors of the College, and as such Members of the Senate and Board.

V. And be it enacted, that the words "Canada West" in this Act, shall be understood to mean all that part of the Province which formerly constituted the Province of Upper Canada.