

Laws of Her Majesty's Province of United Canada, passed in the year 1851. Quebec: Stewart Derbishire and George Desbarts, 1852.

16 Victoria – Chapter 62

An Act to incorporate The Quebec Temperance Hall Association. 10th November, 1852.

Whereas Angus McDonald, William Bignell, Robert Symes, Richard J. Shaw, John Morphy, Philip LeSueur, Frederick LeSueur, James Brent, Thomas Bickell, Charles Brodie, Thomas White, Junior, James Millar, George Mathison, Benjamin Cole, Junior, John H. Craig, John Kemp, George Booth, Daniel Bews, Alexander Farquhar, James Reid and others, of the City of Quebec, members of *The Quebec Temperance Hall Association*, have, by their Petition to the Legislature, represented that they have in contemplation the erection and maintaining of a Building within the said City, to be called "The Quebec Temperance Hall," for the promotion and advocacy of the principles of temperance, and for the accommodation of public meetings convened for useful and moral purposes, and that it would greatly tend to the advancement of the useful and philanthropic objects of the said Association if corporate powers were conferred upon them, and have prayed for an Act of incorporation: 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 said Angus McDonald, William Bignell, Robert Symes, John Morphy, Philip LeSueur, Frederick LeSueur, Richard J. Shaw, Charles Brodie, James Brent, Thomas Bickell, Thomas White, Junior, James Millar, George Mathison, Benjamin Cole, Junior, John Kemp, George Booth, John H. Craig, Daniel Bews, Alexander Farquhar and James Reid, together with all such other persons as are now, and shall hereafter become members of the said Association, shall be and are hereby declared a body politic and corporate, under the name of "The Quebec Temperance Hall Association," and shall be entitled to acquire, hold, possess, take, receive and dispose of for the purposes of the said Corporation, any lands, tenements or hereditaments and real or immoveable property lying within the said City of Quebec, not exceeding in value the sum of fifteen thousand pounds currency.

II. And be it enacted, That the Capital Stock of the said Association shall be and consist of the said sum of fifteen thousand pounds currency, or such part thereof as shall be deemed necessary to be raised by the said Association, and the same shall be divided and distinguished into three thousand equal parts or shares, at a price not exceeding five pounds currency per share, and shall be deemed personal estate, and be transferable as such; and that the said three thousand shares shall be and are hereby vested in the members of the said Association, and their several and respective heirs, executors, curators, administrators and assigns, to their proper use and behoof, proportionably to the sum they and each of them shall severally subscribe and pay thereunto; and all and every persons, and their several and respective successors, executors, curators, administrators and assigns who shall respectively subscribe and pay the sum of five pounds currency, or more, towards carrying on and completing the said "Quebec Temperance Hall," shall

be members of the said Association, and as such entitled to and receive, after the said building is completed, the entire and net distribution of the profits and advantages that shall and may arise and accrue by virtue of the sum and sums of money to be raised, recovered and received by the authority of this Act, in proportion to the number of shares so held; and every person or persons having such property of one or more shares in the said undertaking, and in proportion as aforesaid, shall bear and pay an adequate and proportional sum of money towards carrying on the said undertaking, in the manner by this Act directed and appointed.

III. And be it enacted, That upon every or any subject, proposition or question which shall arise, be discussed, or be put, relating to the affairs of the said Corporation, at any meeting of the members thereof to be held in pursuance of this Act, each member present thereat shall be entitled to one vote for every one or two shares he shall hold or possess in the said undertaking, the holders of four shares shall be entitled to two votes, and so in proportion; Provided however, that no member shall at any time be entitled to more than ten votes, although he may be a holder of more than twenty shares; and whatsoever question, election of officers or other matter or thing shall be proposed, discussed or considered at any such meeting, shall be finally determined by the majority of votes then present, and the Chairman at every such meeting, in case of a division of equal numbers, shall have the casting vote, although he may have voted before.

IV. And be it enacted, That the said Corporation may from time to time lawfully borrow, either in this Province or elsewhere, such sum or sums of money, not exceeding at any one time the sum of seven thousand pounds currency, as they may find expedient, and as they may think proper, and may give their bonds, obligations or other securities for the sums so borrowed, and may hypothecate or pledge the lands, revenues and other property of the said Corporation for the due payment of the said sums and interest thereon.

V. And be it enacted, That no Shareholder in the said Corporation shall be in any manner whatsoever liable for, or charged with, the payment of any debt or demand due by the said Corporation, beyond the extent of his share in the capital of the said Corporation not paid up.

VI. And be it enacted, That the subscribers above named, or any three of them, shall, so soon after the passing of this Act, as may be convenient, open a Book or Books of Subscription, and when one hundred shares shall have been subscribed in such Book or Books, they shall call a meeting of such Subscribers, at such time and place in the said City of Quebec, as they shall deem fit, by public notice to be published at least eight days before such meeting, in an English and in a French Newspaper, published in the said City; and a like general meeting, to be called by the Secretary of the said Corporation, after due notice as aforesaid, shall be held on the second Tuesday in January, in every year afterwards, at the hour of seven o'clock in the afternoon, or any subsequent day thereafter, which shall be duly indicated in such notice.

VII. And be it enacted, That at the first General Meeting of the Subscribers hereinbefore directed to be held, the majority of the Proprietors then assembled together, shall choose seven persons for the time being respectively Proprietors of at least two shares in such undertaking, of whom four shall be a quorum, to be Directors for managing, governing and carrying on the affairs of the

said Association, and the said Directors elected at such first General Meeting, shall remain in office until the General Meeting which shall take place in the month of January, one thousand eight hundred and fifty-four; Provided always, that all Directors elected at any other Annual General Meeting shall remain in office one year only, unless re-elected; and at the first of the Meetings of the Directors, which shall take place in each year as soon as possible after their election, they shall, if a quorum be present, choose a President and Vice-President from among their number, who shall preside at any Meeting of the Directors, and be entitled to a casting vote, in case, of an equal division of members, although they may have respectively voted before; and the Directors shall also choose annually from among the Stockholders of the said Association, a Treasurer and a Secretary, who shall be permanent or be appointed for one year only, as the majority of any quorum of the said Directors may see fit to determine; and the said Directors are hereby authorized to take such security from the said Treasurer and Secretary for the due execution of their respective offices as the said Directors shall think proper; Provided always, that any two thirds of the Proprietors assembled at any General Meeting, may remove such Secretary or Treasurer, and in such case the Directors shall appoint another in his stead.

VIII. And be it enacted, That it shall be lawful for a majority of the Directors, or any ten Proprietors having together not less than thirty votes, to call a Special General Meeting of the Subscribers at any time, by public notice in an English and in a French newspaper, published in the said City, such notice to be given at least eight days before the day fixed for such Special Meeting.

IX. And be it enacted, That the said Directors for the time being shall have and be invested with full power and authority to manage, order, oversee and transact all and singular the affairs and business of the said "Quebec Temperance Hall Association," and all matters and things whatsoever relating to or concerning the same; and the said Directors for the time being shall, on the second Tuesday of January in every year, at the meeting of the Members of the said "Quebec Temperance Hall Association," produce and give a full, just and true account in writing of all their transactions, receipts and payments respectively, so that the true state of the said "Quebec Temperance Hall Association" and its affairs may manifestly appear; and shall also make and declare a dividend of the clear profit and income, all contingent costs and charges being first deducted, among all the Proprietors aforesaid.

X. And be it enacted, That when the term of office of the Directors elected at the first General Meeting of Proprietors held after the passing of this Act, shall expire, that is to say, in the month of January, one thousand eight hundred and fifty-four, seven Directors shall be chosen at the general meeting of proprietors to be holden in the said month and year, and the same number in the same month in every year thereafter; Provided always, that any Director may be re-elected; and the said Directors shall meet as often and at such place in the City of Quebec, to be by them appointed, as occasion may require; Provided always, that no Director shall have more than one vote at any meeting of Directors, except the President or Vice-President as aforesaid, or in their absence, the Chairman who shall be chosen by the said Directors, and in case of an equal division, shall also have a casting vote, although he may have given one vote before: and if any Director shall die or be permanently removed to another District before his term of office shall have expired, the proprietor who shall have had at the last election the next greater number of votes

alter the seven Directors, shall fill his place; Provided also, that the said Directors shall from time to time, make reports of their proceedings, and be subject to the examination and control of the said general meetings of the proprietors, and shall pay due obedience to all such orders and directions in and about the premises, as shall from time to time be made by the said proprietors at any general meeting, such orders and directions not being contrary to the provisions of this Act, the By-laws of the Association, or the Laws of this Province.

XI. And be it enacted, That the proprietors of the said undertaking shall pay the amount of their respective shares in such monthly instalments as the Directors shall see fit to determine, to the Treasurer of the said Association; Provided always, that no monthly instalment shall exceed ten shillings, or be less than two shillings and six pence per share; and any proprietor neglecting to pay any such instalment shall forfeit and pay the sum of one shilling and three pence per share for every month during which he shall have neglected to pay such instalment, and any proprietor being in arrear of twelve instalments shall forfeit his share or shares in the undertaking, and all moneys which he shall have forfeited shall go to the profit and form part of the revenues of the said Association, and the Directors may, if they deem it expedient, dispose of the shares so forfeited, in such manner as shall be most to the advantage of the said Association.

XII. And be it enacted, That all subscribers of shares or Stockholders in the said undertaking, shall be held and bound, and they are hereby required to pay the sums of money subscribed for by them as the same shall be called for under the provisions of the next preceding section; and in case any person or persons neglect or refuse to pay the same at the times appointed by the said Directors, and in the manner provided for under the provisions of the said last preceding section, it shall and may be lawful for the said Corporation to sue for and recover the same, together with the forfeiture incurred by such default, neglect or refusal, and interest upon the amount due and costs, in any Court of Law having competent jurisdiction; and in any such action it shall be sufficient to allege that the defendant is the proprietor of a share or any number of shares (stating such number) in the stock of the said Association; that certain sums of money were duly called for, either as monthly instalments payable on each such share or being sums forfeited for non-payment of any such instalment, under the authority of and in the manner provided by this Act, and were due and payable at a certain time or times, wherefore an action had accrued to the said Association to recover such sum or sums with interest and costs; and neither in such action or in any other action, suit or legal proceeding by the said Directors in their said capacity, shall the election of the said Directors or the authority of them, or of any Attorney or other party acting in the name of the said Association, be called in question unless by the said Association, nor shall it in any case be necessary to name the Directors or any of them.

XIII. And be it enacted, That the said Directors, or a quorum thereof, as aforesaid, being assembled at such places and times as aforesaid, shall have full power and authority to make, ordain and constitute such and so many By-laws, Rules and Orders, not repugnant to the Statutes, Customs or Laws of the Province, or the express regulations of this Act, as by the said Directors shall be judged expedient and necessary for the direction, conduct and government of the said Association, and of the property, real and personal, moveable and immoveable by them held, and as in their opinion will most effectually promote the purposes of this Act; and by such By-laws,

Rules and Orders they may impose and inflict such fines and forfeitures, not exceeding Five Pounds currency, as to them shall seem meet, upon any person being a Member of the said Corporation who shall be guilty of a breach of such By-laws, Rules or Orders; Provided always, that this last mentioned provision shall not interfere with the forfeiture of one shilling and three pence mentioned in the eleventh Section of this Act; Provided also, that no By-law shall be in force until it shall have been sanctioned by a vote of at least two thirds of the proprietors present at a general meeting called together by the Directors for the purpose of taking such By-law into consideration, nor shall any amendment, repeal or alteration of any By-law, be valid unless agreed to by two thirds of the said proprietors present as aforesaid, and all By-laws or amendments thereof shall be published, after being sanctioned, in one English and in one French newspaper published in the said City.

XIV. And be it enacted, That no Individual or Company of Individuals shall hold more than one hundred Shares in the said Association.

XV. And be it enacted, That it shall and may be lawful for each and every of the Members, for the time being, of the said Corporation, his and her Executors, Administrators and Assigns, to give, sell, alien, assign, devise or dispose of his, her or their respective Share or Shares and interest, to any person or persons, being subjects of Her Majesty; and the said person or persons and their respective assigns shall be Members of the said Corporation, and shall be entitled to all and every the same rights and privileges, and to the profits and advantages therefrom arising, and in the said Corporation, as the Members in this Act named are entitled to by virtue of this Act; Provided always, that a part of a Share or Shares shall not entitle the Proprietor or Owner thereof to any privilege whatsoever.

XVI. And be it enacted, That any purchaser or purchasers, shall for his, her or their security, as well as that of the said Corporation, have a duplicate or duplicates of the Deed or Act of transfer made unto him, her or them, and executed by both parties, one whereof so executed shall be delivered to the said Directors or to the Secretary for the time being, to be filed and kept of record for the use of the said Corporation, and upon the filing thereof an entry thereof shall be forthwith made in the Book or Books to be kept by the Secretary for that purpose, for which no more than Two Shillings and Six Pence currency shall be paid, and until such duplicate of such Deed or Act of Transfer shall be so delivered unto the said Directors or Secretary of the said Corporation, and filed and entered as above directed, such purchaser or purchasers shall not be held to be a proprietor or proprietors of such Share or Shares, and shall have no part of the profit of the said undertaking, paid unto him, her or them, nor any vote as Members of the said Corporation.

XVII. And be it enacted, That the said Corporation shall make a full and particular return in each year to the three Branches of the Legislature, of the real estate and other property held by the said Corporation, the amount of debt incurred by them, and the rate and amount of the last dividend, together with a list of the Shareholders in the said Corporation, and the names of the Directors.

XVIII. And be it enacted, That this Act shall be a Public Act.