

Laws of Her Majesty's Province of United Canada, passed in the year 1854. Quebec: Stewart Derbyshire and George Desbarts, 1854.

18 Victoria – Chapter 41

An Act to amend the several Acts incorporating the City- Bank, and to add to its Capital Stock. Assented to 18th December, 1854.

Whereas by an Act of the Legislature of this Province, passed in the Session thereof held in the twelfth year of Her Majesty's Reign, Chaptered one hundred and eighty-five, the Shares in the Capital Stock of the City Bank, by reason of the losses theretofore sustained by the said Bank, wore reduced from the sum of twenty-five pounds currency each, to the sum of eighteen pounds fifteen shillings currency each; And whereas since the passing of the said Act, the profits of the said Bank, now forming part of its Reserved Fund, warrant an increase in the amount of the said Shares, and the President and Directors of the said Bank have prayed, that they be authorized to add so much of the said profits in hand to the present nominal amount of the shares as will increase the said shares to the sum of twenty pounds currency each, and it is expedient to grant the prayer of their 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, as follows:

I. It shall and may be lawful for the Directors of the said Bank, by a resolution to that effect, to appropriate so much of the reserved profits of the said Bank, as shall be necessary to increase each and every of the shares in the Capital Stock thereof, to the sum of twenty pounds currency, to wit, to add the sum of one pound five shillings currency to each and every of the present twelve thousand shares of eighteen pounds fifteen shillings currency each, and thereby to increase the subscribed and paid up Capital Stock of the said Bank to the sum of two hundred and forty thousand pounds currency instead of two hundred and twenty-five thousand pounds, as it now is; and to carry out the authority hereby given, in all particulars and details, it shall be lawful for the Directors to do all things needful and requisite as much as if special authority were hereby conferred.

II. And whereas from the present prosperous condition of the affairs of the said City Bank, it has been deemed expedient to restore the Capital Stock thereof to the amount from which it was reduced by the Act aforesaid, and the said City Bank hath petitioned for authority to increase its Capital Stock accordingly, namely, to the sum of three hundred thousand pounds; Be it enacted, That it shall and may be lawful for the said City Bank, at such time or times as the Directors by resolution to that effect may appoint, to add to its Capital Stock, either at one or more time or times, and in such amounts as may be deemed expedient, the sum of sixty thousand pounds in addition to the fifteen thousand pounds authorized to be added by the foregoing section of this Act, which said sum of sixty thousand pounds shall be divided into three thousand shares of

twenty pounds currency each, and which shares shall and may be subscribed for either in or out of this Province, in such proportion and numbers, and at such times and places, and under such regulations as the Directors shall from time to time establish; and it shall be lawful for the Directors to determine on what conditions and terms the proprietors of other stock in the said Bank shall be entitled to a preemptive right to any new stock, and the shares subscribed for shall be paid in and by such Instalments, and at such times and places as the said Directors may from time to time appoint: Provided always, that no share shall be held to be hi wildly subscribed for unless ten per centum thereof at the least be paid at the time of subscription; Provided always, that all and every the provisions and conditions contained in the third and fourth sections of the Act passed by the Legislature of this Province, in the Session thereof held in the fourth and fifth years of Her Majesty's Reign, intituled, *An Art to extend the Charter of the City Bank and to increase the Capital Stork thereof*, with respect to the subscription for and the manner of payment of the said stock, and the penalties and consequences for non-payment thereof, shall be and the same are hereby expressly extended and made applicable, except in so far as the same may be varied by this Act, to the additional shares hereby authorized to be raised: And provided also, that the right to raise and subscribe for such additional stock shall exist only for five years, and all shares of additional stock subscribed for in that interval shall be paid up in full within the said period of five years, after which time the power hereby given, as to any shares not subscribed and paid for, shall cease and be of no effect.

III. Provided always, that when any person or party desirous of subscribing for shares of the additional Capital Stock authorized by this Act, shall also be willing to pay up at the time of subscribing the full amount of the shares subscribed for, together with any premium thereon that the Directors may appoint, it shall and may he lawful for the Directors of the Bank, within the aforesaid period of live years, to admit and receive such subscriptions and full payment, together with such premium as at the lime of subscribing shall or may be agreed upon; and in every such case the premium so received shall be carried to the account of the ordinary profits of the Bank.

IV. Shares of the Capital Stock of the Bank may be made transferable and the dividends accruing thereon may be made payable in Great Britain, in like manner as such shares and dividends arc now respectively transferable and payable at the Bank, in the City of Montreal; and to that end the Directors may, from time to time, make such rules and regulations, and prescribe such forms, and appoint such agent or agents as they may deem necessary.

V. If the interest in any share in the said Bank become transmitted in consequence of the death or bankruptcy or insolvency of any Shareholder, or in consequence of the marriage of a female Shareholder, or by any other lawful means than by a transfer according to the provisions of the Act of Incorporation of the said Bank, the Directors may require such transmission to be authenticated by a declaration in writing, as hereinafter mentioned, or in such other manner as the Directors of the Bank shall require, and every such declaration or other instrument so signed, made and acknowledged, shall be left at the Bank with the Cashier or other Officer or Agent of the Bank, who shall thereupon enter the name of the party entitled under such transmission, in the Register of Shareholders, and until such transmission shall have been so authenticated, no party or person claiming by virtue of any such transmission shall be entitled to receive any share of the profits of

the Bank nor to vote in respect of any such share or shares as the holder thereof: Provided always, that every such declaration and instrument as by this and the following section of this Act is required to perfect the transmission of a share of the Bank, and as shall be made in any other country than in this or some other of the British Colonies in North America or in the United Kingdom of Great Britain and Ireland, shall be further authenticated by the British Consul or Vice-Consul or other the accredited representative of the British Government in the country where the declaration shall be made, or shall be made directly before such British Consul or Vice-Consul, or other accredited representative: And provided also, that nothing in this Act contained shall be held to debar the Directors, Cashier or other Officer or Agent of the Bank from requiring corroborative evidence of any fact or facts alleged in any such declaration.

VI. If the transmission of any share of the Bank be by virtue of the marriage of a female shareholder, the declaration shall contain copy of the register of such marriage or other particulars of the celebration thereof, and shall declare the identity of the wife with the holder of such share, and if the transmission have taken place by virtue of any Testamentary Instrument or by Intestacy, the Probate of the Will or the Letters of Administration or of Tutorship or Curatorship, or an official extract therefrom, or true copies duly certified, of all such documents which would be necessary to establish in a Court of Justice such transmission, shall, together with such declaration, be produced and left with the Cashier or other Officer or Agent of the Bank, who shall then enter the name of the party entitled under such transmission in the Register of Shareholders.

VII. Whenever the interest in any share or shares of the Capital Stock of the said City Bank shall be transmitted by the death of any shareholder or otherwise, or whenever the ownership of, or legal right of possession, in any such share or shares, shall change by any lawful means other than by transfer according to the provisions of the Act of Incorporation of the Bank and of this Act, and the Directors of the said Bank shall entertain reasonable doubts as to the legality of any claim to and upon such share or shares of Stock, then and in such case it shall be lawful for the said City Bank to make and file, in the Superior Court for Lower Canada, a declaration and petition in writing addressed to the Justices of the said Court, setting forth the facts and the number of shares previously belonging to the party in whose name such shares stand in the Books of the Bank, and praying for an Order or Judgment adjudicating and awarding the said shares to the party or parties legally entitled to the same, and by which Order or Judgment the Bank shall be guided and held fully harmless and indemnified and released from all or every other claim for the said shares or arising therefrom: Provided always, that notice of such petition shall be given to the party claiming such shares, who shall, upon the filing of such petition establish his right to the several shares referred to in such petition; and the delays to plead and all other proceedings in such cases shall be the same as those observed in interventions in cases pending before the said Superior Court: Provided also, that the costs and expenses of procuring such order and adjudication shall be paid by the party or parties to whom the said shares shall be declared lawfully to belong, and such shares shall not be transferred until such costs and expenses be paid, saving the recourse of such party against any party contesting his right.

VIII. The Bank shall not be bound to see to the execution of any trust, whether express, implied or constructive, to which any of the shares of the Bank may be subject, and the receipt of the party in

whose name any such share shall stand in the Books of the Bank, or if it stand in the names of more parties than one, the receipt of one of the parties, shall from time to time be a sufficient discharge to the Bank for any dividend or other sum of money payable in respect of such share, not with standing any trust to which such share may then be subject and whether or not the Bank have had notice of such trust, and the Bank shall not be bound to see to the application of the money paid upon such receipt; any law or usage to the contrary notwithstanding.

IX. It shall be the duty of the Directors of the said Bank to invest, as speedily as the Debentures hereinafter mentioned can be procured from the Receiver General, and to keep invested at all times in the Debentures of this Province, payable within the same, or of the Consolidated Municipal Loan Fund, one tenth part of the whole paid up capital of the said Bank, and to make a return of the numbers and amount of such Debentures, verified by the oath and signature of the President and Chief Cashier or Manager of the said Bank to the Inspector General, in the month of January in each year, under the penalty of the forfeiture of the Charter of the said Bank, in default of such investment and returns: Provided always, that the said Bank shall not be bound to invest any portion of its capital in Debentures, under the provisions of this section, unless it shall avail itself of the power to add to its present Capital Stock, pursuant to this Act: And provided also, that the said power hereby conferred to add to its Capital Stock shall cease and determine, unless the said Bank shall, by instrument under its corporate seal, signify to the Governor in Council, within one year after the passing of this Act, its intention to avail itself of the said power to add to its Capital Stock, as aforesaid.

X. This Act and the Act of Incorporation of the said Bank, and any Act. amending the same, shall be and remain in force until the first day of January which will be in the year of our Lord one thousand eight hundred and seventy, and from that time until the end of the then next Session of the Parliament of this Province, any thing in the said Acts to the contrary notwithstanding: Provided always, that the extension of time in this Clause enacted, shall not take place unless the said Bank shall signify its intention to add to its Capital Stock within one year after the passing hereof, in the manner provided in the next preceding Section.

XI. The Statement required by the twenty-eighth Section of the Act passed in the fourth and fifth years of Her Majesty the Queen, intituled, *An Act to extend the Charter of the City Bank and to increase the Capital Stock thereof*, to be made semi-annually by the said Corporation, shall be made on the first Monday of each and every month, in the manner provided by the said Section of the said Act.

XII. This Act shall be deemed a Public Act.