



**PERMANENT BUILDING SOCIETY.**

OF THE

**DISTRICT OF MONTREAL.**

**BOARD OF DIRECTION :**

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NAZ. VILLENEUVE., *Vice-President.*  
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**MONTREAL :**

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34, ST. GABRIEL STREET.

1864



**RULES AND REGULATIONS**  
OF THE  
**PERMANENT BUILDING SOCIETY**  
OF THE  
**DISTRICT OF MONTREAL.**  
HEADED BY ITS ACT OF INCORPORATION.

**INDEX TO REGULATIONS.**

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MONTREAL.

C. SÉNÉCAL, PRINTER, No 34 ST. GABRIEL STREET.

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1864.



INCORPORATION  
OF THE  
**PERMANENT BUILDING SOCIETY**  
OF THE  
DISTRICT OF MONTREAL.

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*CHAP. XXVIII.*

*An Act to enable the District of Montreal Building Society to change its name to the District Permanent Building Society of Montreal and to constitute it a Permanent Building Society.*

*(Assented 5th May 1863.)*

**W**HEREAS a Building Society, was formed in the City of Montreal, in the month of March one thousand eight hundred and fifty seven, and incorporated under the name of "District of Montreal Building Society" in virtue of the act twelfth Victoria, chapter fifty seven, and the act amending it and the said Society has continued to exist, and to be in operation since that period, and whereas the President and Directors of the said Society have represented that when the said Society was formed the law had not authorized the formation of Permanent Building Societies as it since has by virtue of twenty second Victoria, chapter fifty eight and chapter sixty nine of the consolidated statutes for Lower Canada; that in view of the number of members of the Society many of whom reside at a distance from the said city, the amount of the capital subscribed, the amount already paid in, the number of loans already made, and which is daily increasing, it would be most advantageous to the vested interests that the said

society should be forthwith constituted a permanent Building Society; and whereas it is expedient to accede to their petition: Therefore, Her Majesty by and with the advice and consent of the Legislative Council and Assembly of Canada enacts as follows:

**1.** The said Montreal District Building Society, and its present members, their successors and assigns forever, are hereby constituted a corporation and a permanent Building Society under the name of the "District Permanent Building Society of Montreal" having its principal place of business or office in the said city of Montreal, and under that name they shall be capable of suing and being sued and shall possess all the rights powers and privileges granted to permanent Building Societies by chapter sixty nine of the consolidated Statutes for Lower Canada and shall be subject to all the duties and obligations imposed on such Permanent Building Societies by the said act.

**2.** All the real and movable property, stock, obligations debts rights and claims whatsoever belonging to or due by the said Montreal District Building Society shall be vested in the said District Permanent Building Society of Montreal and shall be held by and prosecuted by or against the said Permanent Building Society from the day of the passing of this act; But all suits now pending, and all judicial proceedings heretofore begun may be continued and terminated under the name or style in which they have been instituted.

**3.** The present President, directors and officers of the Montreal District Building Society shall continue in office as such in the said Permanent Building Society, until replaced in conformity with the By-Laws of the said Society.

**2.** The present By-Laws of the said Society shall continue in force as regards the said Permanent Building Society until modified, amended or repealed by the said Permanent Building Society.

**3.** Any person now a member, and any future member of the said Permanent Building Society may, at his option, and at any time, and in such manner as may be prescribed by the directors, convert his stock or shares into permanent stock or shares of the said society, either before or after they shall have been wholly paid up.

INCORPORATION ACT.

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4. The said District Permanent Building Society of Montreal is empowered to make, amend, repeal and establish By-Laws from time to time by the two thirds majority of the votes of the members present either in person or by proxy at a general meeting of the members of the said society, held for that purpose and called by the President or by three Directors, by public notice in two newspapers published, one in the English and the other in the French language, in the City of Montreal, the said notice having been published in each of the said newspapers, once a week for four consecutive weeks before the day of the said meeting; and at such meeting, and at all other meetings of the members of the said Permanent Building Society the members shall vote according to the scale of votes, and in the manner prescribed or to be prescribed by the By-Laws of the said society.

5. Provided always that this act shall not have any force or effect, unless nor until the assent to its provisions be given by the two thirds majority of the votes of the members present either in person or by proxy, at a general meeting of the members of the society, convened by the president or secretary of the Society by public notice in the manner already provided for general meetings of the members of said Society and at such meeting the member shall vote as prescribed by the By-Laws of the said Society.

6. This act shall be deemed a public act.





# BYE-LAWS

## Of the Permanent Building Society of the District of Montreal,

*Adopted at the General Meeting on the 9th June 1864.*

### Incorporation of the Society, its organisation, its object, use of its capital.

#### ART. I.

This society is incorporated by a special act of Parliament of the Province of Canada, 26 Victoria, chapter 28, under the name of "Permanent Building Society of the District of Montreal," and enjoys the full rights, powers and privileges granted to Permanent Building Societies by virtue of chap 69th of the consolidated statutes of Lower Canada.

#### ART. II.

##### **This Society is formed :**

1. Of one indefinite number of share-holders or owners of shares or fixed or permanent stocks of the Society ;
2. Of an equally indefinite number of members or owners of stocks in one or more classes successively marked, indicated and known by the name of one of the alphabetical letters A. B. C. D. etc., etc., etc.
3. Each of these classes is composed of persons who are or shall become owners of shares or stocks taken or subscribed during any period fixed by the Bye-Laws or by the Directors and the amount of which must be realised at the same time and payable in accordance with the Bye-Laws, to such share-holders.

4. Besides the classes already formed, a new one may be formed on the first of April in each year.

And moreover the Directors may, by the resolution of a Bye-Law, order the formation of other classes in the course of the year, should they consider it advantageous to the interests of the Society.

5. The Directors can, at all times, by the resolution of a Bye-Law, suspend and prevent the opening of new classes; even those of the month of April, when the increase of the subscribed capital being too large should make them fear to be unable to place to a sufficient advantage the monthly payments made to the fund of said Society; but a class once opened cannot be discontinued in the middle of its course.

Nevertheless, the Directors can, at all times, close the subscription book to every person who should not borrow, when subscribing.

6. The shares or stocks cannot be subscribed but in the last class, when at any time opened, and only during the twelve months following the day of its opening.

### ART. III.

1. The duration of classes is fixed to six years to commence from the day of their opening respectively.

2. At the expiration of any class, if the stocks of this class are fulfilled and realised with, moreover, a surplus of profits for this class, then this surplus of profits will be divided and paid between members not borrowers and participating borrowing members of this class.

3. If, on the contrary, at the expiration of a class, the stocks thereof were not fulfilled and realised, or, in other terms, if there were a deficiency, then, the not borrowing members and the participating borrowing members will continue to pay as before to the Society their respective monthly instalments until the shares of said class be fulfilled and realised.

4. In either case the non participating borrowing members will not partake in the surplus of profits, nor contribute to the payment of the deficiency. But they will be discharged of their liabilities in consequence of their paying the monthly instalments and contributions to which they were held until the expiration of said class.

5. At the expiration of a class, the Board of Directors will declare, by a resolution registered in their book of deliberations if, according to the books of the Society, the stocks or shares of this class are only made up or if they are with a surplus of profits, or if they are not made up, what is the deficiency and how much non borrowing members and participating borrowing members will have yet to pay to the Society to fill up this deficiency.

6. And every such declaration will be *primâ facie* a proof until the contrary is shewn as to the veracity of its contents and will be binding on all persons interested, it being not necessary to produce the books or a statement of the books of the Society, or any other proof whatever.

#### ART. IV.

##### The Capital of the Society consists :

1. Of an indefinite number of permanent shares or stocks of said Society ;
2. Of an equally indefinite number of shares or stocks in the different classes which are and may be successively formed ;
3. No permanent member, or other, can possess, altogether, more than five hundred shares or stocks in the Society ;
4. The amount of all these shares or stocks is of twelve pounds and ten shillings, current money of the Province of Canada.
5. In all the classes, from the first April eighteen hundred and sixty five, the shares are payable at the office of the Society by monthly instalments of two shillings and six pence currency, per share, on the first day of every month, the first payment to be made on the day of the opening of the class.

#### ART. V.

The object of this Society is to assist its members (by advancing them the amount of their shares or stocks on liberal conditions) for the purpose of freeing or improving any real estate which they possess or shall possess, or to acquire some, or to facilitate them in their agricultural, industrial, colonizing

and commercial pursuits and also to afford to those who would not receive immediately the amount of their shares in advance, a safe and advantageous mode for depositing their savings.

#### ART. VI.

All sums of money obtained for the use of the Society and belonging to it in any manner whatever, shall be employed :

1. To defray the expenses necessarily incurred for its management ;
2. To advance to members one, several or their shares upon required conditions by the Bye-Laws of the Society ;
3. To the purchase of the shares of members who will retire in the manner hereinafer provided ;
4. To the payment of half yearly dividends on permanent stocks of the Society, provided such dividends be paid only on the clear profits produced by the capital of such permanent stocks ;
5. For the payment in full, at the time of the extinction of each successive class of members, of those shares which have not been advanced.
6. If the funds of the Society are not disposed of in the manner above pointed out, the Directors, at their discretion, may dispose thereof, otherwise, for the benefit of the Society.

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### The Members, their Rights and Obligations.

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#### ART. VII.

The members of the Society are designated under different names according to the kind of their relations with the Society, namely :

1. Permanent members are the owners of permanent stocks of the Society ;
2. Borrowing members are those who receive in advance the amount of one, several or all their stocks, at the conditions and rate of interest established according to the Bye-Laws of the Society.
3. Lending members or non borrowing members are those who receive the amount of their stocks only at or after the extinction of the class to which they belong.

4. Participating borrowing members are those to whom the Society has advanced the amount of their shares and who share in the profits and losses of the Society, at the extinction of the class of which they are members.

5. Non participating members are those who, their class being expired, and unwilling to bind themselves to the Society and to its risks and profits, do not participate in the bonus and surplus which may be declared in favor of the other shareholders.

#### ART. VIII.

Any person, in order to become a member of any class ~~of~~ the Society must sign herself or by attorney or, if she cannot sign, must approve with her mark in the presence of two witnesses, the book held to that effect, and in which are entered, inscribed and registered the *Bye-laws* of the Society with promise to conform herself to such bye-laws as well as to the amendments, alterations or modifications which might be made to them subsequently.

#### ART. IX.

1. Every person becoming a member, except those becoming so by inheritance or succession, on or before the day of the opening of a class, will pay an entrance fee of two shillings and six pence, current money, per share, and when the shares shall have been advanced to such a person, on a mortgage, she will moreover have to pay at once the sum of two shillings and six pence per share on such advance.

2. In any other time, the entrance fee and the amount of arrears and interest which must be paid in order to become a member of any class, shall be established and fixed by the Directors.

3. Nevertheless the share holders of Permanent stocks having themselves (or their owners) paid their entrance fee on their primitive shares, shall not be bound to pay such fees.

4. In order to be a member and in order to exercise the rights of a member, it is necessary to have paid the entrance fee and to have made at least one monthly payment on our shares.

## ART. X.

1. Every member whose monthly payment is not made on the day appointed shall pay the fine as follows :

1 penny per share for the 1st. month,	or on 1 share, 1 month, 1d.
2 " " " " " 2nd "	or on " 2 " 3d.
4 " " " " " 3rd "	or on " 3 " 7d.
8 " " " " " 4th "	or on " 4 " 14d.
Total for 4 months, 15 pence.	Total for 4 months, 15d.

2. At the fifth month, the fine ceases to double and begins again as in the first month of the above scale and ~~double~~ double for the subsequent months, and so on per each complete period of four months.

3. Every member having not paid (on the day appointed) the interest and bonus on the shares which shall have been advanced to him, will pay moreover for such default a similar fine on each share till legally prosecuted.

4. Every future advances made by the Society to any members on the *Garantie* warranty of his shares paid, or of the payments made by him on his shares according to the sixteenth article of the present Bye-laws, will allow the Society to raise previously, on the amount thus advanced or lent, a fee of one fourth per cent, which fee will form part of the sinking fund of the Society.

## ART. XI.

1. When a member, not a borrower, shall be indebted for six months or more, the Directors will be at liberty to close finally his account, either by putting to his credit or surrendering to him the payments which he shall have made on his shares, with legal interest, deduction being made of all the claims of the Society against such member for arrears, interests, fines or other rights whatever.

2. In order to stop the account of a member indebted for a balance after a prosecution and a forced sale of his properties the Directors, in the manner they may deem proper may sell the shares said indebted member may possess in the Society, and the President and the Secretary-Treasurer shall sign the

transfer of said shares a month or more after such forced sale, if such a member has not himself voluntarily done it previously. The Society shall detain its claims against all members so indebted, out of the money thus produced by the sale of their shares, and remit them whatever balance may afterwards remain in their favour.

## ART. XII.

In all cases, nothing, in the precedent articles shall prevent the Directors from suing for the recovery of all said arrears, interest, fines, balances and other claims, when they shall deem it more advantageous to the Society, nor from granting in certain cases, and under an agreement to arreared or sued members periods which shall in no case exceed the term of six months, provided they pay interest at the fixed rate.

## ART. XIII.

1. Any member having paid at least four instalments and against whom the Society shall have no claim, can, without any fee or fine, transfer his shares, in the manner set forth by the Directors.

2. Any member having made at least twelve monthly payments, shall have the power to withdraw from the Society, on giving one month's notice in writing to the Secretary Treasurer, and from that date, he shall be deemed no member of said Society.

3. The amount of instalments shall be returned; however such member withdrawing shall wait until the Society's funds can allow the full payment of his claims, and any member having paid 18 instalments shall be entitled to the one half of the profits arising from such as established by last Report of Secretary Treasurer.

## ART. XIV.

Every member applying for a loan, unless instalments made exceed by 20 per cent, the amount demanded, shall deposit, with his written demand for such a loan, with the Secretary Treasurer, a sum of money the amount whereof shall be previously determined by the Directors, in order to secure to the Society the reimbursement of any expense which may be incurred upon such demand, should the borrower not have given at the time specified, securities as the Directors deem sufficient.



## ART. XV.

On any loan or advance the Directors cannot ask or accept from the borrowers, for the advantage of the Society, less than two shillings, or more than two shillings and six pence currency for interest and bonus per each month, for the benefit derived from each share or sum of twelve pounds ten shillings so advanced and lent, the whole without prejudice to the entrance fee, fines, etc., set forth by the Bye-Laws.

## ART. XVI.

1. Payments made on the shares shall be sufficient warranty for loans, provided said payments amount to £15 0 0 per each share to be advanced.

2. Every member borrowing on this warranty shall give a mortgage or acknowledgement by which he shall oblige himself to reimburse to the Society, at the expiration of no less than six months, or at the extinction of a class, all sums thus borrowed from said Society, and to pay to the same, for the enjoyment of such sums, the interest and *bonus* the rate whereof is fixed by the XV article of these Bye-Laws.

3. And every such borrowing member who shall not fulfil the obligations which he shall have contracted towards the Society by such mortgage or acknowledgement, shall have to pay all the fines imposed by the X article of these Bye-Laws.

## ART. XVII.

The owners of permanent stocks shall equally be at liberty to borrow on the warranty of their permanent stocks to the amount of twelve pounds and ten shillings currency per each fifteen pounds currency of the amount paid on their said shares, and this at the same rate, charges and conditions as other borrowing members on the warranty of their payments already made.

## ART. XVIII.

1. The shares, profits, and generally, the monies of any member indebted to the Society for any cause whatever, are specially and by privilege affected to the payment of the claims of the Society against him.

2. To that effect, any transfer or cession of shares, profits and monies, shall be valid against the rights of the Society only when said Society shall have consented to it by having it registered in it's books of transfer.

ART. XIX.

No member shall obtain from the Society as advances of his shares or loans, a sum whatever for a longer term than that of the duration of a class.

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**Directors and Administration of the affairs of  
the Society.**

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ART. XX.

1. The affairs of the Society are under the control and management of a board of Directors being seven in number and electing their president and vice-president, and the quorum of their meeting is of four ; but from the day of the next general annual meeting of the shareholders of the Society, the Directors shall only be five altogether and the quorum of their meetings of three.

2. The Directors are elected yearly at the general annual meeting, by the absolute majority of votes.

3. The Directors, once elected, shall remain in office until they shall have been replaced by their successors, unless they shall cease to be so from any of the following causes, to wit : death, resignation, holding less than sixteen shares, insolvency, bankruptcy and arrest for crime or misdemeanor.

4. When a Director shall have failed to assist to the meetings of the Board of Direction during three consecutive months, the majority of the quorum of the other Directors shall by a resolution, be at liberty to declare his office vacant.

5. Every Director has the right to give by writing the resignation of his office, and he must be replaced immediately in the hereby provided manner.

6. There being any vacancy in the Board of Direction in the course of the year, for any cause whatever, it shall be

filled up by an election made by the absolute majority of votes, at a general meeting of the shareholders, called for that purpose. And the Director so named shall remain in office until he is replaced at the election of Directors by the general annual meeting.

7. No Director so long as he shall be in office nor for six months after, shall be eligible to fill any other lucrative office in the Society.

8. As an indemnity for loss of time every Director has a right to ten shillings currency per each meeting of the Board of Direction when there is a quorum, and to which he assists during the whole time, but no Director shall receive more than ten shillings per each week where there is a quorum of which he forms part, although he assists to several meetings in the same week.

9. After the first of april next, the President, instead of ten shillings as above, shall have fifteen shillings.

#### ART. XXI.

1. The Directors shall have the power to make such arrangements with one or several of the chartered Banks and doing business in Montreal, as they may deem advantageous, for the deposit of the money and values belonging to the Society, for opening a credit account and for conducting the other business of the Society.

2. The President, or in his absence, the Vice-President and the Secretary-Treasurer, being authorised by a resolution of the Board of Directors, may, in the name of the Society, negotiate and contract for all loans of money deemed necessary and useful by the Directors and at the conditions and restrictions approved by them, and may likely and upon a similar resolution, accept, acquire, possess, sell, alienate, transfer, mortgage and hypothecate, for and in the name of the Society, any real estate, heritage, monies, merchandise and moveable effects whatsoever, and all titles, obligations for monies, transfers, cessions, subrogations or other obligatory instruments, acts or titles and all other effects and all rights and claims which the Society has a right by law to accept, acquire, possess, sell, alienate, transfer, mortgage and hypothecate, and all the acts required for the above purposes shall be signed by the President, and in his absence, by the Vice-President, and countersigned by the Secretary-Treasurer.

## ART. XXII.

1. The Directors shall name a Treasurer who shall act in the mean time as Secretary and who shall manage the affairs of the Board of Direction under the control of the Directors.

2. He shall not enter upon the duties of his office, until he has given a sufficient security, in the discretion of Directors.

## ART. XXIII.

1. The Secretary-Treasurer is authorised to receive and pay all sums of money due to or by the Society, and his receipt discharges the debtors for all legal purposes.

2. He shall be bound to deposit in the Bank, as soon as possible, all the monies received for the Society.

3. Every check or order upon the Bank shall be signed by the Secretary-Treasurer and two Directors.

4. The President shall be bound to examine the Bank book of the Society, once a month, and to certify such an examination.

## ART. XXIV.

1. Besides the Secretary-Treasurer, the Directors, in their discretion, shall have the power to name 1o. an attorney to investigate and examine all deeds relating to real estate or others, which may be offered as security for loans, and for all other business of the Society; 2o. A notary to execute the deeds and documents of the Society; 3o. Inspectors charged to visit and value the properties offered in security; 4o. agents for the country and to establish offices for the objects of the Society; 5o three auditors ( amongst the members ) to examine at all times the books and the accounts of the Society, and to attest the annual report of the Secretary-Treasurer; 6o. and all such other clerks, book keepers and officers or agents which they may deem useful to the ends of the Society.

2. The reports of the inspectors shall always be in writing and sworn to, should the Directors require it.

3. The fees of the attorney, notary, inspectors and agents shall be fixed by the Directors and shall be, in every case, paid by the borrowing members.

## BYE-LAWS

## ART. XXV.

They (*the Directors*) may, and when law ordains it specially, must exact from all clerks and other officers responsible to the Society, every and such securities which they shall judge useful and sufficient for the faithful and regular accomplishment of the duties assigned to all these different clerks.

## ART. XXVI.

The Secretary-Treasurer, the attorney, the notary, the inspectors and the auditors shall be named in the course of the first month following the day of the election of Directors and shall remain in office until they shall have been replaced by their successors, and they shall not, in any case, cease to fulfil the duties of their office until the Directors shall have provided for their being replaced.

## ART. XXVII.

The Directors shall also get made a seal the stamp whereof shall be put to the titles, deeds or proceedings of the Society or Directors, which they will judge necessary to be attested in this manner.

## ART. XXVIII.

1. Besides all the other books necessary or useful to the good administration of the affairs of the Society, the Directors shall keep a register wherein shall be entered their resolutions on every loan, advance or share made by the Society, and on every demand of loan and advance. This register shall be intituled: "Book of loans."

2. They shall also keep another register wherein shall be entered the written statements of all the other deliberations of Directors, and which shall be intituled: "Book of regulatory deliberations." In this register shall also be entered the minutes of all the general and other meetings of the members of the Society.

## ART. XXIX.

Under the authority of the act of incorporation of the Society and of the section 21 Chapter 69 of the Consolidated Statu-

tes of Lower-Canada, allowing the formation of Permanent Building Societies, the Board of Direction may, at any time, make to the members of the Society who might desire so, the advance of their shares, provided such members give to the Society securities to be judged sufficient to that effect by Directors, and in fixing and determining with such members the term and the amount of the reimbursement of such shares so advanced, such members being discharged of such securities, the whole without being subject to the risk of losses and profits of the affairs of the Society.

## ART. XXX.

1. The Directors, by resolutions, shall indicate as clear as possible style, the manner in which general or special expenses shall be distributed between the Permanent members and the different classes of members in the Society, as well as of the manner in which general or special profits of the permanent capital and of the capital of the different classes shall be divided between every member.

2. The Directors may also, with the profits of the permanent capital, create a reserve sinking fund and declare what shall be the object and use of this said fund.

3. They shall declare in the proper time the amount of each half yearly dividend which shall be granted to permanent shareholders with the clear profits of the permanent stock, deduction being made of the sum retained for the reserve fund, and also when such dividends shall be payable at the office of the Society.

### **Honorary Members.**

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#### ART. XXXI.

1. The Society shall have on future not less than three nor more than five honorary Directors, which the ordinary Directors shall chose every year amongst the members of the Society.

2. At their first meeting following their election, the Directors shall name at least three of the honorary Directors or the five, should they deem it more convenient and advantageous to the Society.

3. If they have not named the five honorary Directors at the first meeting following their election, the ordinary Directors shall be at liberty to name them and to complete their number in the course of the year.

#### ART. XXXII.

When the honorary Directors shall be present, they shall be at liberty, if they desire so to do, to assist at all the deliberations of the ordinary Directors, shall have consultative voices, without incurring any responsibility, on all the affairs of the Society.

#### ART. XXXIII.

1. At some one of the meetings where there shall be at least two honorary Directors joined to the *quorum* of the ordinary Directors, an honorary President of the Society chosen amongst the honorary Directors shall be chosen by the majority of the votes of all the present Directors.

2. When the honorary President of the Society shall be present, either at the general meetings of the members, either at the meetings of the Directors, he shall hold the chair at the right hand of the person which shall preside over either one meeting or the other.

#### ART. XXXIV.

The Board of Direction and the honorary Directors shall be at liberty to correspond together from time to time on the affairs and operations of the Society, in a word, on all the mat-

ters and questions which they shall judge proper to promote the consolidation, the prosperity, and in general, all the interests of the Society.

### **General meetings of the Members of the Society and meetings of the Directors.**

#### **ART. XXXV.**

There shall be a general meeting of the members of the Society, on the second monday of May, every year, to be computed from the year eighteen hundred-and-sixty five, for the election of Directors and for any other object of general interest relating to the Direction of the Society.

2. At each of these annual meetings, an exact report of the state of all the affairs of the Society till the thirty first of march preceding shall be read and submitted by the Secretary-Treasurer, which report shall be testified by three auditors or the majority of the three.

3. General extraordinary meetings can be convoked by the Directors, when unforeseen circumstances shall render it useful.

#### **ART. XXXVI.**

1. The President, or if he is absent the Vice-President, and in their default or at their refusal, the Secretary-Treasurer shall be obliged to convoke immediately a special general meeting on a demand written and signed by at least twelve members.

2. Every demand of such meeting shall expressly indicate it's object.

3. If, for any cause whatever all or the majority of the Directors should cease so to be, the Secretary-Treasurer should be obliged to convoke immediately a general meeting, in order to procede to the election of new Directors or to the election of the Successors of those the offices whereof should have become vacant.

4. And the Directors so elected shall remain in office till they have been replaced by the election of the Directors which is made at the general annual meeting.



5. Every general meeting of the members of the Society in which they should make, change, annul and reestablish bye-laws, must be convoked such as prescribed by the section 4 of the act of incorporation of the Society.

6. All the other general meetings of the members shall be convoked by whom it concerns, by a public notice in french and in english, in at least two news-papers published in the City of Montreal, at least six whole days in advance, indicating the place where they shall be held.

7. All the general meetings of the members of the Society as well as all the meetings of the Directors may be adjourned from day to day, or at any further day they shall judge pertinentness and convenient, in order to decide and finish the affairs submitted to their deliberations, no matter in which sitting of these meetings delayed or adjourned.

#### ART. XXXVII.

1. All the meetings of the Society and of the Directors take place in the City of Montreal, at the place indicated in the convocation notice.

2. They are all presided by the President, or if he is absent, by the Vice-President, and if both of them are absent, by a President *pro tempore* chosen by the majority of the present members.

3. The Secretary-Treasurer is also *ex-officio* the Secretary of every general meeting. And the votes and deliberations of these general meetings, which must be made and inscribed in the Register of the deliberations of Directors are certified, testified and signed on such register by the President of the meeting and by the Secretary.

#### ART. XXXVIII.

1. In all the general meetings of the Directors, either for the election of Directors, either for any other affairs to be decided by the majority of votes, the members shall vote according to the following scale :

From one share to eight, one vote, and for every eight additional shares, one vote.

2. On the demand of three members, votation will be made by secret ballot.

3. Except when bye-laws are to be made, changed, annulled or reestablished, and when the mode of votation indicated by

said act must be followed, no person can vote by proxy in a general meeting, with the exception of members absent from the District of Montreal and of female share-holders.

4. When shares shall have been subscribed in the name of a partnership whatever, the partner who shall have subscribed them shall alone have the right of voting and in his absence or default, his or one of his copartners shall have the same right, provided he has a power of attorney to that effect from the share-holder who shall have subscribed.

5. In all the general meetings of the members, the President shall not be entitled to vote unless there is an equal division of votes, except the case where the votation of the two-thirds of the members present is required, in which case he shall have the right to vote as any other member.

6. In the meetings of the Directors, the President, as the other Directors, shall vote on all questions, each Director having a vote.

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### General dispositions and others transitory.

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#### ART. XXXIX.

The Directors can make and adopt all such resolutions and necessary orders in order to put or to get the present bye-laws put into execution, and to give them all the effect allowed by their dispositions.

#### ART. XL.

Whenever any of the days fixed by these rules for the meetings or for any other kind of business of the Society shall fall upon a Sunday or holiday, such meetings shall be held and such business transacted on the first business day following.

#### ART. XLI.

The fifth article of these rules shall remain in force till the first April 1865, and no longer.

## ART. XLII.

The twenty-fifth and twenty-ninth articles of these rules are specially annulled, and, generally, every thing which in the rules which have existed till this day, should be contrary to the sense and interpretation of the present rules, is annulled and amended so as to be conform to them, except in as much as it should be necessary to invoke said old rules and to use them for the settlement of all affairs and transactions of the Society made or begun before this day.


(Signed) D. E. PAPINEAU,

*President.*

“ P. A. FAUTEUX,

*Secretary-Treasurer.*

(True Copy.)

The image shows two handwritten signatures in black ink. The top signature is 'P. A. Fauteux' written in a cursive, flowing style. Below it is a second signature, 'D. E. Papineau', also in cursive, which is more compact and ends with a long, sweeping tail.

