

acquire for themselves and their successors and assigns, under any legal title whatever, such real and personal estate in the City and County of Saint John, as they may require; and the Directors thereof for the time being may sell, lease, underlet, assign, convey and transfer any such real and personal estate, lands, tenements, and hereditaments, held or to be held by the said Club, and for such price or prices, and on such terms and conditions as they may see fit, and grant valid and sufficient discharges on such price or prices, or other moneys, and should they see fit, acquire other lands, tenements, hereditaments, and premises, instead thereof; and the said Directors may borrow money on the mortgage or other security of the said property of the said Corporation, or of any part thereof, for such time and on such terms, and at such rates of interest, as they shall see fit.

2. The capital of the Company shall be eight thousand dollars currency, divided into four hundred shares of twenty dollars each, with power to increase the same to sixteen thousand dollars, by the issue of additional shares of twenty dollars each, such increase to be authorized by a vote of the shareholders, at any meeting of the shareholders specially convened for the purpose, or at any meeting in the notice convening which it shall be stated that it is proposed to increase the capital.

3. The said James A. Harding, William Wright, Thomas M. Reed, William F. Bunting, Alexander M. Tavish, Frederick T. C. Burpee, William H. Harrison, Lewis J. Almon, and John Walter Scammell, shall be the Directors of the Company until a choice of Directors by election of the shareholders shall take place in the manner hereinafter prescribed, and they shall have power to open books for the subscription of shares, and to make and collect calls thereon.

4. The Directors, or a majority of them, may open a subscription book and receive the subscription of persons desirous of becoming shareholders in the Company, and may allot to such persons the number of shares that each or any of them shall have in the capital of the Company.

5. The shares in the capital of the Company shall be transferable in such manner as shall from time to time be prescribed by the bye laws, but no share shall be transferable until all the calls previously made thereon shall have been paid, or until such share shall have been declared forfeited for non-payment of calls.

6. The Company may administer their affairs by any number of Directors to be elected annually from among the shareholders at their annual meeting, their number and qualification being declared in the rules of such Society, and by such other officers, and under such restrictions touching their powers and duties, as by law in that behalf they may from time to time ordain, and they may assign to any of such officers such remuneration as they may deem requisite, and such Directors shall always hold office till their successors are elected.

7. An annual meeting of the Company shall be held for the transaction of the general business of the Company and the election of Directors, at such time and place, and under such regulations with regard to notice, as the bye laws of the Company shall determine, and until it shall be so determined, the first annual meeting shall be held on the first Monday of June next, which meeting may be adjourned from time to time; and in case of a vacancy occurring among the Directors by death, resignation, or otherwise, at any time previous to the annual meeting, the same shall be filled up for the

remainder of the unoccupied term by the Directors, if by them deemed expedient, or by so many of them as may be prescribed by the bye laws of the Company.

8. The Directors may make such calls upon the capital stock of the Company as they may from time to time deem expedient.

9. The Corporation may make all such bye laws not contrary to law, as they may deem expedient for the government thereof; the maintenance and due regulation of their Skating Rink, and of their grounds and buildings connected therewith; the raising of capital by the issue of transferable shares or otherwise; the conditions under which shares shall be issued, and may be transferred or forfeited; the admission to the rink of non-shareholders, and the regulations to which such non-shareholders shall be subject; and the administration of their affairs generally; and may amend and repeal such bye laws from time to time, observing always, however, such formalities of procedure as by such bye laws may have been prescribed to that end, and generally shall have all needful corporate powers for the purposes of this Act.

10. No shareholder in the Company shall in any manner be liable to, or charged with the payment of any debt or demand due by the Company beyond the amount of his or her unpaid subscribed share or shares in the capital stock of the Company.

11. The joint stock and property alone of the said Corporation shall be liable for the debts and engagements of the same.

## CAP. XXXII.

### An Act to incorporate the Saint John Gymnasium Company.

Section.	Section.
1. Company, by whom formed.	5. Time and place of annual meeting.
2. Capital stock; amount; how divided; power to increase.	Vote by ballot.
3. First meeting, how called and where held. Bye laws, &c. to be passed.	6. Shares assignable.
4. President, &c., how appointed.	7. Property of Company alone liable for debts.

*Passed 11th April, 1864.*

BE it enacted by the Lieutenant Governor, Legislative Council, and Assembly, as follows:—

1. That John V. Thurgar, John W. Cudlip, John M. Robinson, B. Lester Peters, Charles F. Kinnear, and Robert Barnes, their associates, successors, and assigns, be and they are hereby created and declared to be a body politic and corporate, by the name of "The Saint John Gymnasium Company," and by that name shall have all the general powers and privileges incident to a Corporation by Act of Assembly in this Province, and to make any bye laws for the management of their concerns not repugnant to the laws of this Province.

2. The capital stock of the said Company shall be four thousand dollars current money of New Brunswick, and shall be divided into two hundred shares of twenty dollars each, to be paid at such times and in such instalments as the business of the said Company shall require; provided that twenty five per cent. of the said capital stock, amounting to one thousand dollars, shall be actually paid in within one year from the passing of this Act, and provided also that the said Corporation, when necessary, have power to extend the said capital stock to the additional sum of two thousand dollars of like current money, and shall have power to increase the number of shares accordingly.

3. The first meeting of the said Company shall be held in the City of Saint John, and shall be called by John V. Thurgar, or in case of his death, neglect, or refusal, by any two