

Mr. FITZPATRICK. An Act now existing?

Mr. R. L. BORDEN. Yes.

Mr. FITZPATRICK. I think so because these Acts would continue and become part of the legislation of the province after it was created and as far as these societies are concerned they are matters of purely provincial concern that can be dealt with by the provinces.

Mr. R. L. BORDEN. If you can amend the Acts why cannot you abolish them?

Mr. FITZPATRICK. I am doubtful if the province could abolish the society after the province is created, because the society, having a charter which at that time will enable it to operate in two provinces, will become a Dominion society and a matter of Dominion concern. It will have a charter extending over two provinces. It is a matter of difficulty.

Mr. R. L. BORDEN. The same difficulty presents itself to my mind in regard to any amendment. I think the same difficulty would prevent either one of the provincial legislatures from amending the Act.

Mr. FITZPATRICK. I think my hon. friend is right. They will have to make a new Act and create an entirely new society.

Mr. R. L. BORDEN. If you wanted to amend the statute, you would have to apply to the Governor in Council to abolish it, and then go to the provincial legislature for a new charter.

Mr. FOSTER. What becomes of it in the meantime?

Mr. R. L. BORDEN. The provincial legislature could pass an Act that would not come into force until the association had been dissolved by the Governor in Council; it is very complicated.

Mr. FITZPATRICK. It is, but I want to get some simple way to deal with it.

Mr. STOCKTON. No one province could amend an Act of incorporation, because that was decided by the Judicial Committee of the Privy Council in the Temporalities case; it would be a matter for the two provinces under this legislation.

Mr. FOSTER. Section 4 deals with incorporated companies only, but there are companies that are simply licensed by the Northwest Territories. What becomes of these?

Mr. FITZPATRICK. That is one of the difficulties suggested to me this morning. I cannot see anything for it except a registration under the law of each province.

Mr. R. L. BORDEN. These are strong arguments in favour of only one province.

Mr. R. L. BORDEN.

Mr. FITZPATRICK. A company could be considered as a company within the law of the province where it had its head office, and at the same time it could obtain the benefit of registration in the other province under the Foreign Companies Ordinance.

Mr. FOSTER. Have you not as much right to legislate to continue a company in the two provinces as you have in one province? Why not legislate that it should be continued in the two provinces as well as in one?

Mr. FITZPATRICK. I think we would have the right.

Mr. M. S. MCCARTHY. A company might now go to the Northwest Territories legislature under existing laws which it is known will come to an end in a short time, and get authority to do business in the Northwest; in such a case why should we clip the wings of the two provinces as to what they should say would be a reasonable fee for licensing companies to do business in each of these two provinces? Of course it would not be quite fair either to compel a company to apply in the two provinces for a license, when it now has a license to cover the whole of the Territories.

Mr. FOSTER. I think it is only a yearly license.

Mr. M. S. MCCARTHY. Is the hon. gentleman quite sure? In Ontario the license is for all time, subject to an annual fee.

Mr. FOSTER. Perhaps the authorization is permanent, but the yearly tax is on the amount of the business done. Suppose one of the provinces should take it into its head not to give registration.

Mr. FITZPATRICK. I do not think that is likely to occur. The other suggestion of the hon. gentleman (Mr. Foster) seems a better one: that we should give these corporations that now have legal existence throughout the Territories, a corporate existence separate and distinct in each province.

Mr. FOSTER. And let the provinces do as they wish afterwards.

Mr. R. L. BORDEN. Does the Minister of Justice propose to add any clause with regard to extra-provincial companies doing business in the Territories at the present time?

Mr. FITZPATRICK. My intention is to allow them to be dealt with under the Foreign Companies Ordinance which will be continued.

Mr. L. G. MCCARTHY. The wording of the latter part of section 3 with respect to winding-up, seems very vague. Suppose a corporation could not pay its liabilities in full, is there to be a rateable proportion distributed amongst its creditors, or is it to be subject to winding-up proceedings?