

Mr. FITZPATRICK. You give them power to arrange for meeting their obligations, and that power can be exercised under the winding-up Act or in any other manner. My attention has been drawn to the fact that foreign corporations are now licensed under what is called an order under the foreign corporation's ordinance, and these orders are continued in force by the first paragraph of this section.

Mr. R. L. BORDEN. I suppose the concluding words of subsection 3 are intended to have application upon the dissolution of a society and not to be of general application. Would it not be advisable to make that perfectly clear?

Mr. FITZPATRICK. Probably it would be better to provide that the company shall arrange for its liabilities before it is dissolved.

Mr. R. L. BORDEN. With regard to subsection 4, is it within the bounds of possibility that there is a joint stock company incorporated by or under the authority of an ordinance of the Northwest Territories which might have its head office situate outside of the Territories? I do not know whether or not the laws of the Territories will permit that. In the province of Nova Scotia, we have incorporated companies which have their head office in London, England. If you had a company of that kind in the Northwest Territories, that would be a case unprovided for in subsection 4.

Mr. FITZPATRICK. I am informed that it would be considered as a foreign corporation within the meaning of the Northwest ordinance.

Mr. R. L. BORDEN. Although incorporated by an ordinance? It may be that there is no case of the kind. For instance, I have in my mind a company incorporated in Nova Scotia for the purpose of carrying on mining operations, the head office of which under the terms of the charter is situated in London. There is nothing to prevent that being done under provincial legislation. I do not know whether it could be done under territorial legislation.

Mr. FITZPATRICK. I am not sure of it, but I will make inquiry. If there were a case of the kind, I suppose you could cover it by providing that it would be subject to the legislative jurisdiction of the province in which its business was principally carried on or in which its principal place of business was situated. There is a distinction in British legislation between the place where the head office is situated and the principal place of business. We might adopt a provision that the corporation should make a declaration as to its head office or principal place of business.

Section 15 allowed to stand.

On section 20. Lands vested in the Crown.

Mr. FITZPATRICK. This section is practically for the purpose of re-enacting section 30 of the Manitoba Act, which provides for retaining in the Dominion government the public lands, with the exception of the Rocky Mountain Park, which it is intended to preserve under the legislative jurisdiction of the Dominion parliament, as it is now by virtue of a statute of 1902.

Mr. HAGGART. What is the object of this clause to vest the lands in the Crown as represented by the Dominion?

Mr. FITZPATRICK. The British North America Act, section 109, vests all the lands in the provinces which were already in possession of their own public lands. The case here is different. The lands were in the possession of the Crown in the right of the Dominion, and the intention is that these should continue to be vested in the Crown in the right of the Dominion, and not passed to the province. That is the enactment of the Manitoba Act.

Mr. R. L. BORDEN. As far as this section is concerned I do not know that there is any very great object in discussing it now. I would not like, however, to have it passed as I propose to move an amendment to it which I shall send to the Minister of Justice as soon as I have had it prepared. I think it would save time to allow the section to stand over.

Section 20 allowed to stand.

On section 21,

All properties and assets of the Northwest Territories shall be divided equally between the said province and the province of Saskatchewan, and the two provinces shall be jointly and equally responsible for all debts and liabilities of the Northwest Territories: Provided that, if any difference arises as to the division and adjustment of such properties, assets, debts and liabilities, such difference shall be referred to the arbitration of three arbitrators, one of whom shall be chosen by the Lieutenant Governor in Council of each province, and the third by the Governor in Council. The selection of such arbitrators shall not be made until the legislatures of the provinces have met, and the arbitrator chosen by Canada shall not be resident of either province.

Mr. FITZPATRICK. That is practically the re-enactment of clause 142 of the British North America Act, which provides for the readjustment of the debt, &c., of the old provinces of Canada.

Mr. R. L. BORDEN. The expression is 'divide equally.' I do not know just how that word will work out; I suppose it will work out with perfect equality. I was thinking of property situate in one province. Is there any possible injustice, any chance of inequality or of an unequal division?