

An Act to Incorporate The Yorkton Agricultural and Industrial Exhibition Association Limited

being a Private Act

Chapter 48 of the *Statutes of Saskatchewan, 1909*
(effective December 18, 1909) as amended by the *Statutes of
Saskatchewan, 1909, c.35; 1933, c.93; and 1970, c.85.*

NOTE:

This consolidation is not official. Amendments have been incorporated for convenience of reference and the original statutes and regulations should be consulted for all purposes of interpretation and application of the law. In order to preserve the integrity of the original statutes and regulations, errors that may have appeared are reproduced in this consolidation.

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1909

CHAPTER 48

**An Act to incorporate The Yorkton Agricultural and Industrial
Exhibition Association, Limited**

(Assented to December 18, 1909)

Preamble

WHEREAS William Simpson, clerk, Thomas A. Waterfield, farmer, Harry H. R. Nepveu, farmer, Howard Bradbrook, merchant, John McDonald, banker, Charles W. R. Pearson, banker, Samuel S. Rickard, farmer, W. R. Parsons, barrister all of Yorkton in the province of Saskatchewan have petitioned that they may be incorporated under the name of "The Yorkton Agricultural and Industrial Exhibition Association, Limited" for the purposes herein contained;

And whereas it is expedient to grant the prayer of the said petitioners:

Therefore His Majesty by and with the advice and consent of the Legislative Assembly of Saskatchewan enacts as follows:

Incorporation

1 The persons hereinbefore named and all such persons as shall become shareholders of the said association shall be and are hereby constituted and declared to be a body corporate and politic in law and in fact under the name and style of The Yorkton Agricultural and Industrial Exhibition Association, Limited, having for its objects the promotion of agricultural industries and sciences generally and the organising, establishing and holding of an annual agricultural, industrial, art and other exhibitions at or near the town of Yorkton in this province and for other purposes and for doing all things appertaining thereto or connected therewith and such shall and may have perpetual succession and a corporate seal with power from time to time to make, alter, break or change the same and shall be capable in law of contracting and being contracted with, of suing and being sued, of pleading and being impleaded in any court of law or equity.

1909, c.48 s.1.

Capital stock

2 The capital stock of the same association shall be \$20,000 divided into two thousand shares of \$10 each and the same may be increased as hereinafter provided; and such shares shall be transferable upon books of the said association in such manner and subject to such restrictions as may be fixed by the bylaws of the said association and calls may be made upon such stock in such instalments and upon such notice as shall be regulated by the board of directors.

1909, c.48, s.2.

Provisional directors/Stock books/**When first meeting of shareholders to be called**

3 The persons named in the preamble to this Act are hereby constituted a provisional board of directors and they shall hold office until the first election of trustees under this Act; and they or a majority of them may cause stock books to be opened at the town of Yorkton and elsewhere at the discretion of the said provisional directors which shall remain open as long as they may deem necessary; when at least \$500 stock shall be subscribed and \$500 thereof actually paid up the provisional directors shall call a general meeting of the shareholders at the town of Yorkton for the purpose of electing directors and such meeting shall be called in manner hereinafter provided for the calling of general and special meetings; and the provisional directors are hereby authorised to receive from the shareholders payment in full or any less amount of the amount of stock subscribed by them respectively and to pay all costs and expenses incurred in the application for and obtaining this Act of incorporation; so soon as the directors shall have been elected as hereinafter provided the powers and functions of the provisional directors shall cease and determine.

1909, c.48, s.3.

Objects and powers of the association

4 The said association is hereby authorised and empowered either permanently or periodically to erect any structures, buildings and enclosures in any place or places in or near the said town of Yorkton and for the promotion of industries, arts and sciences generally therein to exhibit any and every variety of thing and being found in animal and vegetable life and any and every mineral product; to exhibit products, wares, goods, merchandise, machinery, mercantile inventions and improvements of every nature, name and kind and such as are generally exhibited at fairs; to exhibit paintings and statuary of any and every nature and kind; to exhibit and develop the points and qualities of the several breeds of horses and other animals by such competitive tests as may be humane and proper and as may be deemed expedient and to make such other exhibitions as well be in conformity with the purposes and objects of this Act and also to provide entertainment and amusement to persons visiting its exhibitions by means of music, shows or other attractions and to enter into contracts for such purposes and to allot space for such shows or attractions and to dispose of any contracts for such music, shows or attractions which may not be completed at the close of any exhibition; and the said association is hereby further authorised in carrying on and maintaining the business aforesaid and such other business as may be hereinafter mentioned to hold, own and acquire by lease, purchase, gift or otherwise property (real, personal and mixed) at such prices and on such terms and conditions as may be agreed upon and may improve and use the same by construction of such buildings, houses, works and improvements as are necessary and are deemed proper, to sell, let on lease or otherwise dispose of the same at such prices and on such terms and conditions as may be agreed upon and the said association is hereby further authorised to cultivate such portion of their grounds as they may deem proper for the propagation of plants, trees, shrubs, etc., and also to manufacture and raise articles and things required in the various exhibitions contemplated:

Provided always that the said corporation shall at no time acquire or hold as purchasers any lands or tenements or any interest therein exceeding in the whole at any one time the annual value of \$1,000 nor otherwise than for their actual use of occupation for the purposes of the said association.

1909, c.48, s.4.

Power to hold race-meetings, etc.

4A Subject to sections 3, 4 and 6 of *The Horse Racing Regulation Act*, the said association may:

- (a) as one of its purposes, hold or conduct horse race-meetings or horse-racing, including running races and trotting or pacing races, on a course operated by the association;
- (b) conduct or operate a pari-mutuel system of betting in respect of such race-meetings or races.

1970, c.85, s.1.

**Admission fee/Subscription and bonuses in aid/
Lease of stalls, stands, rooms, etc.**

5 The said association is hereby authorised to charge admission fees to the places of exhibition or any part thereof and such entry fees as may be deemed proper to receive for exhibiting everything contemplated by this Act; to receive subscriptions to the prize list or for aiding the general purposes of the association and subscriptions and bonuses to the guarantee or other fund established for the prize list or for the purposes of the association and to sue for and recover the same from the party subscribing; to award and to pay the exhibitors such prizes, medals and honorary distinctions as they may deem proper and to let, lease or own stalls, stands, rooms and places in any of their buildings or structures or in any part of their property upon such terms and conditions as the board of directors deem best for the interests of the said association.

1909, c.48, s.5.

**Calling of meetings of shareholders/What notice to be given/
Each shareholder to have only one vote/Quorum**

6 Special and general meetings of the said association may be called by publishing a notice of such intended meeting for two successive issues of a weekly newspaper published in the town of Yorkton and by mailing at least ten days before such meeting notice of the calling of such meeting to all shareholders whose addresses have been registered with or are known by the secretary of the said association; each shareholder without regard to the number of shares held by him shall be entitled to only one vote at any election or upon any question; at all special or general meetings of the shareholders fifteen shareholders shall constitute a quorum.

1909, c.48, s.6.

No dividend on stock or remuneration to directors

7 No dividend or profit on the stock or shares in the said association shall be declared or paid and no remuneration shall be paid to the president, vice presidents or directors.

1909, c.48, s.7.

**Number of directors/Election of Directors/
Appointment of president and vice presidents/
Duration of office/Filling vacancies**

8 The board of directors shall consist of not less than ten nor more than forty directors; the directors other than those provided for in section 10 of this Act shall be elected by ballot at the annual meeting of the shareholders; but if such meeting be delayed or the election cannot then take place then at a meeting to be called by publication of a notice thereof in a manner provided in this Act or the bylaws of the association; each of the said directors shall be a shareholder in his own right except as provided in section 10 of this Act; the election of directors and other questions voted on at any meeting of the shareholders shall be decided by a majority of the votes of the shareholders present in person but no shareholder shall have more than one vote in his own right; the directors so chosen shall elect one of their own number to be president and two others to be first and second vice presidents respectively and the said president, vice presidents and directors shall continue in office one year or until others shall be chosen to fill their places as may be provided by the bylaws of the said association; and if any vacancy shall happen by death, resignation or otherwise during the said year in the office of president, vice presidents or directors the remaining directors shall supply such vacancy for the remainder of the year and the election of directors except those referred to in section 10 hereof shall take place annually either the day of the annual meeting of shareholders or on such other day or days as may be fixed by bylaw of the said association.

1909, c.48, s.8; 1909, c.35, s.15; 1933, c.93, s.1.

Annual meeting

9 The annual meeting of the shareholders of the association shall be held on a day to be fixed by bylaw of the board of directors.

1909, c.48, s.9.

Associate directors

10 The directors of the said The Yorkton Agricultural and Industrial Exhibition Association, Limited, shall have power to accept a representative or representatives from any society or organisation for the promotion of agriculture, stock raising, dairying, poultry raising, art or any form of industry to be associate director or directors of The Yorkton Agricultural and Industrial Exhibition Association, Limited; the persons so appointed shall be eligible to act on any of the various committees of the said association but shall not be entitled to attend board meetings or to exercise any other function of a director of the said association and shall hold office at the pleasure of the directors of the said association.

1909, c.48, s.10.

Powers of directors

11 The directors shall have full power to make all bylaws and regulations not inconsistent with the provisions of this Act for the management of the association, the acquirement, management and disposition of its stock and shares, property and effects and of its affairs and business, the making, management and collection of calls on stock and shares and forfeiture thereof for nonpayment, the entering into arrangements and contracts with any person or corporation, the form and issuing of stock certificates and the transfer of shares, the calling of general and other meetings of the association, the appointment and removal and remuneration of all

officers, agents, clerks, workmen and servants of the association, the admission fees to be received from persons visiting their exhibitions and from exhibitors and in general to do all things that may be necessary to carry on the objects and the exercise of the powers incident to the association.

1909, c.48, s.11.

Increase of capital stock/Borrowing power/Security for

12 The directors may from time to time increase the capital stock of the said association for such amounts as occasion may require and may also authorise any of its officers or officials to borrow money from any bank, corporation or individual or individuals on the note or notes of the association and may also raise or borrow any sum or sums of money by means of mortgage on their real or personal property or by the issue of bonds or debentures of not less than \$100 each on such terms and credit as they may think proper and may pledge, mortgage or hypothecate all the property, admission and entrance fees, tolls and income of the association or any part thereof to secure the repayment of the moneys so raised or borrowed and the interest thereon.

1909, c.48, s.12.

Limitation of shareholders' liability

13 No shareholder shall be personally liable for the promises, contracts, debts, undertakings, torts or liabilities of the said association beyond the amount remaining unpaid upon stock held by him.

1909, c.48, s.13.

Grants in aid

14 Any municipal or other corporation in Saskatchewan may guarantee the bonds or debentures of the said association or may grant aid to the said association out of any moneys belonging to the municipality or corporation and may raise money in the usual manner for the purpose of granting such aid and may grant such aid upon such terms and conditions as may be agreed upon between the said association and the municipality or corporation granting such aid.

1909, c.48, s.14.

Holding exhibitions

15 The council of any municipality and the said association are hereby respectively authorised to make and enter into any agreements or covenants relating to the holding of any exhibitions at or near Yorkton and granting and accepting aid for the same.

1909, c.48, s.15.

Actions of associations

16 In any action for the recovery of calls or arrears of calls on the stock or share or shares of any shareholder or shareholders of this association or for the recovery of any grant or subscription in aid of the association hereby incorporated, subscribed for or granted under the authority of this Act it shall be sufficient for the said association to allege that the defendant being the owner of such stock or shares is indebted to the said association in such sum of money as the calls in arrears amount to, for such and so many shares or being a subscriber to the said association

for an amount to be named is indebted to the association in respect of such subscription, or as the case may be, whereby an action has accrued to the association by virtue of this Act; and on the trial in order to establish a *prima facie* case it shall only be necessary to prove that the defendant was owner of the said stock or shares in the association, that the said calls were made and that notice was given as provided by the bylaws of the association or that the defendant was a subscriber to the said association for such an amount and that such subscription is due and unpaid and that notice, if any, was given as required by the bylaws of the association; and it shall not be necessary to prove the appointment of directors who made such calls or any other matter whatsoever than by this section specially required, and any copy or extract of any bylaw, rule, regulation or minute or of any entry in any book of the association certified to be a true copy or extract under the hand of the president or a vice president, the manager or secretary of the association and sealed with the corporate seal thereof shall be received in all courts and proceedings as *prima facie* evidence of such bylaw, rule, regulation, minute or entry without any further proof thereof and without proof of the official character or signature of the officer signing the same or of the corporate seal.

1909, c.48, s.16.

Returns

17 The said association shall furnish all returns as may be called for from time to time by the minister of agriculture or by such other persons as are required by *The Agricultural Societies Act*.

1909, c.48, s.17.

Affixing name

18 The association shall paint or affix and keep painted or affixed its name with the word "limited" after it on the outside of every office or place in which the business of the association is carried on in a conspicuous position, in letters easily legible and shall have its name with the said word "limited" after it mentioned in legible characters in all notices, advertisements and other official publications of the association and on all bills of exchange, promissory notes, cheques, orders for money or goods purporting to be drawn, made, signed, given or indorsed by or on behalf of the association and in all bills, invoices, receipts, letters and other writings used in the transaction of the business of the association; and the association shall be liable on summary conviction to a penalty of \$20 for every neglect or omission of the name of the association with the word "limited" after it in any of the above cases.

1909, c.48, s.18.