August 5th 1905.

AEmilius Jarvis, Esq.,

Toronto.

Dear Mr Jarvis;-

On receipt of your telegram I called on Mr Ker re the B.C. Packers stock, and he explained to me what was being done and conveyed also your very generous offer as regards payment, which needless to say was very much appreciated by me. As there seemed to be no immediate hurry to act I requested a delay for a few days to give time for a letter to follow, and upon hearing from you I expect I will take up the 50 shares you offer. However you will hear from me again in reference to them.

After talking over the stock proposition, Mr Ker informed me of a conversation you had with him prior to taking your departure for the east, and from what he said of your remarks, I am sorry to learn you have so misunderstood and misjudged my motives in criticizing the actions of those at the head of the Packers Association. Permit me to assure you that my attitude was not, and is not, dictated by any feelings of vindictive spleen, as you seem to imagine. Nothing is farther from my thoughts, and no one - not even yourself - takes greater pride, interest, or concern in the Association, or more heartily desires them to enjoy a measure of success greater in proportion than any of their competitors can secure. To me the Association means more than it can to you. It is true you were directly responsible for securing the preference shareholders, but securing them through arguments based on my representations, made me indirectly the object of any onus or praise that might be deserved by you. To me also was entirely due the securing of the various canning properties, and I would be ungrateful indeed if through private resentment I now attempted to injure those who made my own success possible.

Had I been animated by feelings of resentment toward the Association, I could, by voicing my sentiments and knowledge of their affairs, have caused them considerable trouble, annoyance, and unpleasant notoriety. To my mind I had ample cause for doing so, but I distinguished between the Association and its individual directors, and did not blame the former for things the latter were guilty of. My differences with the directors were largely questions of responsibility, veracity, and knowledge of the business. Of the first I assumed my share, but refused to also bear the burden of some others equally responsible. Of the second I was content to let actions and general reputation be the arguments by which people could judge who was to be believed. As to knowledge of the business, Mr Barker's report to the preference shareholders, that neither Wilson nor Ker had technical knowledge of, or were competent to manage the business, and his subsequent adoption - in every detail - of my plan of management, I consider ample evidence as to who was in the right in the previous unfortunate discussions.

I admit that I felt both hurt and exasperated when, despite Mr Barker's verdict, the directors, on the question of a closed season in 1907 and 1908, took the advice of the incompetents in preference to that of Barker and Ewen. I also felt somewhat bitter against Messrs Rolling and Kenyn for having kept these men on the Board after I had pointed out the very danger which was afterwards realized, and after they had promised both Mr Ewen and myself that the removals would be put into effect.

AE.J. #2

Through all this however, I distinguished between the company and its officers. For the former I have steadfastly worked, argued, and fought, and in doing so I have not spared the directors when their actions were at variance with the Association's welfare. To you in Toronto, far removed from the scene of action, and unfamiliar with the surrounding details, I can understand how my actions may have appeared to you in an unfavorable light. But I, who am on the spot, have almost daily to listen to complaints of unjust treatment, and of unwise actions, on the part of the Association; on me falls all the unpleasantness of being brought into contact with responsibility for actions which I share in disapproving of; to me do the vendors look for explanations as to why they have been treated so differently from what they were led to expect; and had I any desire to be vindictively inclined toward the Association I would, at such times, have ample opportunity to hurt them.

Human forbearance has its limitations however, and on the two occasions on which I wrote letters concerning the Association I felt, and I still feel, my action was both right and perfectly justifiable. I further believe you will agree in that opinion when you are acquainted with the details.

If you will recollect, when trying to get the option on the Dinsmore Island Canning Co - which was one of the last secured - we found old MacPherson a very canny, cautious, and hard headed Scotchman to deal with. He spoke of the profitable business his company had enjoyed, of their good financial condition, and of their belief in the future proving equally profitable to them if they remained independent. With the distinct understanding that selling out to us would not mean severing their relations with the industry, they gave us the option and on the same understanding - in which you as well as I were personally represented - we accepted it. In the course of the numerous conversations we had with them, the binding nature of the ten year prohibition clause was frequently discussed. They objected to this, but agreed to leave it remain on our statements that, while we considered it binding in a moral sense, there were so many technical ways of evading its observation that we could only look upon it as an honorary obligation.

But after the amalgamation had been effected, and the Association an established fact, matters were not carried out on the lines we had led the holders of ordinary shares to believe would be the case. Instead of shareholders being given the preference in positions at our disposal, they were overlooked or set aside, in order that former employees of Wilson and Ker might be provided for. To-day over 25% of the Company's plants are in the hands of such employees, to the exclusion of shareholders, who are in my opinion far more competent to do the work, than are the favorites who were preferred. To these appointments as made I was opposed, and considered them as violations of the promises under which our success had been made possible.

Amongst others thus treated were Messrs MacPherson and Wilkinson They felt aggrieved, and told me so, nor under the circumstances could I blame them. Others recognized their worth even though their own company did not, and MacPherson was offered the management of the Canadian Canning Co's North Arm canneries. In a manly fashion he came to us before accepting, and tried to see what we could do. We did nothing, nor did we oppose his accepting the offer, as under the conditions of purchase we had a perfect right

AE.J. #3

to do. In overlooking this opportunity we may have been wrong, but our subsequent actions were no better.

In the sale to us of the R.Cunningham & Son cannery, the owners deliberately deceived us as to what the sale included. As a consequence I was desireous of closing down the Cunningham cannery since they refused to do us justice by making amends. For this reason the Balmoral was made of its present large size; the intention having been to install 3 lines of machinery there. When Cunningham realized our intentions however, he brought pressure to bear on us through Messrs R.P.Rithet & Co, who had formerly been his agents. Mr Ker, as Rithet's representative on the directorate, threatened us that if we did not run the Cunningham plant, Cunningham, despite his agreement to remain out of the business, would build a new plant, and R.P.Rithet & Co would finance him in his operations. The directors weakened; the Cunningham cannery was run at needless expense to the Association; and the Balmoral cannery remains an unnecessarily expensive cannery for a 2 line plant, but not so had the object in building it been carried out.

When the Great Northern cannery was offered for sale MacPherson and Wilkinson purchased it. Shortly afterwards the directors notified them they could not operate their purchase, and directly subsequent to this notification I wrote my letter dealing with this matter. You are I know aware of what my letter contained, but you are not aware of what caused its composition. MacPherson & Wilkinson asked me for a letter stating they had tried in the beginning to have that prohibition clause eliminated, and that I had given them my opinion as to its binding effects. I gave them the letter asked for because in addition to their past treatment at the hands of the Association, I was aware that the Great Northern cannery had been purchased for them by Mr Evans - who made $500. on the transaction -, and that Mr Wilson, while the directors were coming to a decision to contest their right of purchase, had offered them an advance of $4500. over cost, to to turn the cannery over to him. These are facts that you probably knew nothing of, but I who did, saw the mockery of Evans, Wilson and Ker - after their actions - passing judgement as directors on the affairs of MacPherson & Wilkinson, and I felt justified in endeavoring to shame the board into doing something more conducive to the Association's honor than the action they then contemplated, and have since undertaken.

So much for this matter: now as to my second letter. All through my negotiations with everybody, the keynote of my arguments for amalgamation was that everything being equal shareholders would be given the preference in what business the Association had to place. On this understanding the properties were secured, and on a like understanding as to the Co's banking business, was it that Sweeny and Murray endorsed the scheme. As evidence on this latter point I would remind you of our desire to give the Imperial bank a share of the account in order to get their influence on our behalf in trying to buy the United Canneries Co, and how all we could get agreed to was that the United Canneries portion might be left with them.

Almost in the very first days of the Associations existence, the assurances made were violated by insurance companies at your end bringing pressure on you for a share of the insurance business. My letters to you on this matter will refresh your memory as to details. This was only one of many occasions when the question of promises made shareholders, came up at board meetings for discussion. Amongst others was a complaint from Mr Ker

AE.J. #4

that in Rithet's case he did not consider promises had been complied with, and the discussion on this occasion was long, specific, and was joined in by every director present. When therefor the directors, replying to Robert Ward & Co's complaints said they had never heard of any promises being made, I can see nothing else than that they were lying, and were fully aware they were lying. In their desire to evade responsibility they accused both you and I of having obtained the options under false representations; they put into the hands of an outsider a written declaration that would if shown brand us as disreputable tricksters; and the only explanation I can think of for their action, is that they knew you being 3000 miles away would do nothing, and they presumed because I had been silent under provocation before, I would be so again. However it was a case of making you and I out to be cheats, or themselves liars. Under the circumstances I consider I would have been most culpable had I allowed our reputations to suffer in order that theirs might appear spotless.

In going into this question with Mr Ker, he had to admit that I was absolutely correct; that the question of promises made had often been discussed at meetings; that all the directors were perfectly well aware when they instructed them as to their answer to Ward, that the question had been discussed; and he further distinctly remembered his own efforts to have Rithet & Co taken care of under the promises made. He attempted to excuse his own actions however by stating he was most particular, when writing Ward to say he was "instructed by the Directors to write, etc.", but he admitted that as a director he had made no remarks at the meeting as to the instructions being contrary to fact. He further attempted to excuse the directors by saying that while it was true they had often discussed this question, nothing of the discussions had ever been entered in the minutes of the meetings; no resolution dealing with it had ever been passed; and that consequently it had never been officially brought to their notice. I pointed out the absurdity of this contention; said that at every meeting where the directors had been present they were there in a purely official capacity; and pointed out that if for example the A.B.C.Pkg.Co's plants were offered for sale, and the question was discussed by our directors, he could not say it was not officially brought before them simply because no resolution was passed either to purchase, or not to purchase, the properties. I added that in view of all his admissions, and my own knowledge of what took place at meetings at which I had been present, I still consider their letter a deliberate misrepresentation, and an intentional insult to both you and myself.

I then listened to Mr Ker's explanation as to the placing of insurance, and made him admit he had not even tried to have the resolution of June 9th 1904, carried into effect. The resolution distinctly stated that insurance companies were to be asked to submit plans and terms, and he admitted he had not approached a single company on the matter. What he did was simply to approach agents of companies and insurance brokers, and the result was just so much time wasted as I could have told him before hand. His action was simply farcical, as it is obvious to the veriest tyro that it would be to the interest of such as he approached - like his own Company and Evans's, that instead of making favorable suggestions they would enlarge on every unfavorable suggestion they could think of.

If you will recollect, the last time we met in Toronto you requested me to call on a Mr Kenny, the head of one of your large insurance companies, and to talk over the business with him. I did so, and in the

AE.J. #5

course of our conversation he advised our dealing direct with but one company, and said we would find it much more profitable. Besides Mr Kenny I had discussed the question with two other companies, equally as large, if not larger, than his, and by each was informed we could make much more by going past the agents to the companies direct.

I know positively that we can save at the very least, an additional $5000. a year by adopting my suggestion. I know also that it is against the interests of Ker and Evans to do so, and consequently the resolution passed has been ignored. The insurance business of the B.C.P.A. alone is more than many first class companies are now obtaining through their present agents, and I know there would not be a moment's hesitation on the part of such companies to transfer their agencies to the B.C.P.A. In this simple way our insurance rebates, or agents commissions, would immediately be increased from 10% to 20%. On the basis of even as poor a season as last year these rebates (as set forth in the last annual Profit & Loss Statement) would give us an additional $3168.72 to start with. In addition I know from personal experience that the outside insurance business which would come to us unsolicited by business houses anxious to curry the Association's favor, would show a handsome profit, after paying every item of salary and other expenses made necessary by having an insurance agency account.

It is all nonsense to argue that this is not feasible; that one company having the entire account could not handle it all; and that in underwriting it with other companies, they would get but the minimum commission; and thus the average would be about the same as at present.

I know positively that this is not the case. I know further that Bell-Irving has an insurance agency of his own, and his business is not near as attractive to an insurance company as ours is. I know that before the Alaska Packers Association decided to carry all their own risk, they dealt entirely through one channel, and their business was larger by far than we have to offer. I know well there will be no trouble to put into practical operation the resolution I had passed, but I am equally as positive it must be done over the heads of those directors, and others, who desire the business for themselves.

In our advocating this plan no shareholder can object that they are being dealt with contrary to promises made them when the company's formation was in progress. Our promise was simply that that everything being equal they were to get the preference. None of them can do as well by us as the companies themselves can do, consequently they could raise no objection. I am not desireous of seeing Ward & Co, or anyone else, given a preference over other shareholders, but I want to see the Association adopt and live up to an honorable and just course, and this they cannot say they are doing to-day while certain shareholders are cast out in the cold, in order that others, and former employees of others, are enjoying more than they were contented to accept in the beginning.

I am sorry to have afflicted you with this long letter, and it would have been avoided had I been fortunate enough to have seen you while you were here. However I want you to feel that I am as anxious as you are to make the Association succeed. I am willing to bend all my energies toward attaining this end, and you can count on my co-operation in all legitimate ways and means. It is only when I feel that the company is losing its opportunities, or is being lowered in the estimation of others by the ill-advised, or self interested, action of those influential in the conduct of its affairs, that I voice my condemnation, and in such events I consider I

AE.J. #6

would be derelict in the duty I owe those I brought into the company, if I failed to oppose such actions. When I told Mr Cronyn of my intention not to be a director last year, he tried to dissuade me from such a step, but I felt I could not conscientiously remain on a board with men I lacked confidence in, as my doing so would mislead those who were relying on me. I felt keenly sorry at having to sever my connection with the Association but saw no other course open for me to adopt with honor. From a financial standpoint the Company has been nothing but a loss to me, as it cost me far more than I ever received, or am ever likely to receive, from it; but if handled rightly, as Mr Barker can handle it if he is untrammelled by interference from self interested parties, I know it will abundantly verify everything I ever claimed for it, and no one is half as anxious as I am to see this result obtained.

Very sincerely

Henry Doyle

H.D.