

ASSEMBLÉE NATIONALE DU QUÉBEC

Bill 241 (PRIVATE)

**An Act to amend the Act to incorporate The Sisters
of St. Joseph of St. Hyacinthe**

First reading
Second reading
Third reading

M. FABIEN CORDEAU

Bill 241
(PRIVATE)

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of St. Joseph of St. Hyacinthe

WHEREAS the corporation called "The Sisters of St. Joseph of St. Hyacinthe" was incorporated by chapter 142 of the statutes of 1953-1954 and thereby succeeded to the corporation known by the same name, incorporated by chapter 53 of the statutes of 1881;

Whereas it is expedient to extend the definition of member of the corporation to include the members of the religious community of the Sisters of St. Joseph of St. Hyacinthe;

Whereas it is no longer expedient for that corporation to have a visitor and whereas the visitor has authorized the corporation to make this petition;

HER MAJESTY, with the advice and consent of the Assemblée nationale du Québec, enacts as follows:

1. Section 1 of the Act to incorporate the Sisters of St. Joseph of St. Hyacinthe (1953-1954, c. 142) is amended by adding the following paragraph:

"The persons who are or who become members of the community of the Sisters of St. Joseph of St. Hyacinthe are also members of the corporation for such time as they remain members thereof."

2. Section 3 of the said act is repealed.

3. Section 7 of the said act is replaced by the following section:

“7. The corporation may, by by-law, as occasion arises, make, amend and repeal provisions respecting:

- (a) its internal management;
- (b) the appointment, functions, duties and remuneration of its officers, agents and servants;
- (c) the constitution, appointment and management of executive committees, special committees, boards, or officers who or which may be constituted or appointed for the pursuit of its object and charged with the exercise of all or some of its powers;
- (d) the administration, management and control of its property, works and undertakings;
- (e) the pursuit of its objects generally.”

4. Section 8 of the said act is replaced by the following section:

“8. The corporation may accept endowments for religious, charitable or educational purposes and consequently receive, as legal depositary and fiduciary agent, the property given or transferred by gift, will or otherwise, by the founder and bind itself, as such, to carry out the charges established by the latter, the corporation being bound to carry out the same with the property of the endowment only and not with its personal assets.

The endowments made to the corporation under this section shall be exempt from the application of articles 776, 787 and 806 of the Civil Code. They may be made under private signature and shall be valid and deemed accepted as soon as the deed evidencing them is signed by the donor; they cannot thereafter be revoked except with the consent of the corporation.

The property of each endowment shall constitute a special patrimony which must be managed and administered separately. The corporation may exercise all the rights of absolute owner and use a special seal for each patrimony; it must keep a separate account for each showing the composition thereof.”

5. Section 9 of the said act is repealed.

6. Section 10 of the said act is replaced by the following section:

“10. The corporation may change its corporate name or the place of its corporate seat, which must be located in this province. Notice shall be given to the Ministre des consommateurs, coopératives et institutions financières of every such change, and such notice shall be published in the *Gazette officielle du Québec*.”

7. Section 11 of the said act is replaced by the following section:

“11. The corporation must provide for a sinking-fund for any issue of bonds or debentures which it may make and which is not payable by annual instalments.

The corporation must keep at its corporate seat an authentic copy of every trust deed to which it has become a party and any person interested may refer to such copy and make extracts therefrom at any time and without cost.”

8. Sections 13 and 14 of the said act are repealed.

9. Section 16 of the said act is replaced by the following section:

“16. The corporation must keep at its corporate seat one or more registers containing:

- (a) a copy of this act;
- (b) the by-laws made in the exercise of the powers conferred by this act;
- (c) a list of the surnames, Christian-names, nationalities, addresses and occupations of every member, indicating, as regards each, the date of his admission or entry into office and the date when he ceased to be a member or to hold office;
- (d) a summary of the provisions of the endowments accepted under section 8;
- (e) the debts secured by hypothec on its immoveables, indicating for each the principal sum, a summary description of the immoveables hypothecated and the name of the creditor or, as regards bond issues, the name of the trustee.

Such registers shall make *prima facie* proof of their contents, as shall extracts sealed with the seal of the corporation and certified by the secretary of the corporation. Any person interested may consult them and obtain certified extracts therefrom at his own expense.”

10. Section 19 of the said act is replaced by the following section:

“19. The corporation shall be the representative of its members; it may, in its corporate name, but for their benefit, exercise all their civil rights and their judicial recourses in respect of the property which they may possess or acquire.

It may, either as plaintiff or as defendant or in any other capacity:

(a) exercise their judicial recourse where proceedings have not been commenced;

(b) of its own motion and at any stage of the proceedings, continue suits commenced by them, despite their capacity to continue the same.

The corporation may also exercise for its benefit and in conjunction with the other beneficiaries, if any, such recourses as are provided by law in case of the accidental death of any of its members."

11. The said act is amended by inserting after section 20 the following sections:

"21. The aspirants, postulants, novices, juniors, those engaged by promise, or professed nuns of the congregation may engage their activities in the service of the corporation and establish the conditions thereof by an agreement which shall have effect, notwithstanding any law to the contrary, as long as they remain aspirants, postulants, novices, juniors or persons engaged by promise, or professed nuns of the congregation.

"22. Unless otherwise prescribed in the charter or the by-laws, the powers of the corporation are exercised by its board of management.

The number, qualifications, appointment and election of the members of such board, the duration of their term of office and their powers and duties shall be determined by the by-laws of the corporation.

The present superior general and assistants general of the community are the members of the board of management of the corporation; unless a by-law stipulates otherwise, they remain the sole members of the board of management until replaced in those positions and the persons replacing them automatically become members of the board of management of the corporation in their lieu and stead."

12. Section 21 of the said act is renumbered 23.

13. This act comes into force on the day of its sanction.