

1973 Bill Pr. 7

Second Session, 17th Legislature, 21 Elizabeth II

THE LEGISLATIVE ASSEMBLY OF ALBERTA

BILL Pr. 7

**An Act to Incorporate The Grand Chapter of Alberta,
Order of The Eastern Star**

MR. TRYNCHY

First Reading

Second Reading

Third Reading

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AN ACT TO INCORPORATE THE GRAND CHAPTER OF ALBERTA, ORDER OF THE EASTERN STAR

(Assented to , 1973)

Preamble

WHEREAS the Grand Chapter of Alberta of the Order of the Eastern Star having sole jurisdiction over members of the Order of the Eastern Star in the Province of Alberta has petitioned that the said Grand Chapter be incorporated and that regularly chartered subordinate Chapters be empowered to become incorporated; and it is expedient to grant the prayer of its petition;

Therefore Her Majesty, by and with the advice and consent of the Legislative Assembly of Alberta, enacts as follows:

Designation

1. In this Act the words "The Grand Chapter of Alberta, Order of the Eastern Star" shall mean the body consisting of Grand Matron, Officers of and persons entitled to vote in the Grand Chapter.

Incorporation

2. The Grand Chapter of Alberta, Order of the Eastern Star shall be and the same is hereby made and constituted a body politic and corporate under the name of The Grand Chapter of Alberta, Order of the Eastern Star, hereinafter called "the corporation".

Composition

3. The corporation shall consist of Irene McDougall, the Grand Matron of Alberta, and her successors to be from time to time appointed in such manner as is or shall be provided by the Grand Chapter of Alberta and of such other persons as are or may become entitled to vote in the corporation according to the constitution of the said Grand Chapter as the same exists at the time of the enactment of this Act or as the said constitution may from time to time be altered by the said Grand Chapter.

Corporate powers

4. The corporation shall have perpetual succession and a common seal with power to change, alter, break and renew the same when and so often as it shall think fit and the corporation may, under the same name, contract and be contracted with, sue and be sued, implead and be impleaded with, answer and defend in all courts and places whatsoever and the corporation shall be able and capable,

in law, respectively, to purchase, take, hold, give, receive, enjoy, possess, and retain without license in mortmain all real and personal property, which has been or hereafter shall be paid, given, granted, appropriated, devised or bequeathed to it or purchased or otherwise acquired by it in any manner or way whatsoever; and shall have full power to deal with any such property as fully and effectually as any individual person.

**Additional
Powers**

5. The corporation shall in addition to the powers conferred upon it by the next preceding section of this Act and subject to the provisions thereof have power to sell, convey, exchange, alienate, mortgage, lease or demise any lands, tenements and hereditaments held by the corporation, and the corporation may also from time to time invest all or any of its funds and moneys and all or any funds and personal property which may be vested in or acquired by the corporation of eleemosynary, philanthropic or educational purposes aforesaid in and upon any mortgage, security of lands, tenements and hereditaments and in other securities in any part or parts of Canada and for the purposes of such investment may take, receive and accept a mortgage or mortgages, bonds or debentures or securities, or any assignment or assignments thereof in its own corporate name and shall have and enjoy the same and as large, full and ample powers and rights of sale and foreclosure, action and suit upon and for the purposes of enforcing the covenants, stipulations, conditions and agreements and all matters and things contained in such mortgages, bonds, debentures or securities or any of them and in as ample a manner as if it were a private person, able and capable in law; and furthermore may sell, grant, assign and transfer such mortgages, securities, or any of them to any person, company or body capable of receiving any assignment thereof and may release and discharge such mortgages or any of them either wholly or partly.

**Subsidiary
corporation**

6. (1) The corporation may also cause any subsidiary corporation to be incorporated and exist for the purposes of carrying out any of its powers and privileges as set forth in section 5.

(2) Upon a resolution being approved by a majority vote of those entitled to vote at any meeting of the Grand Chapter and upon evidence by a certified copy of such resolution signed by the Grand Matron and Grand Secretary of the Grand Chapter being filed with the Provincial Secretary, together with the sum of \$10.00, the corporation shall be and become from the time of issuing by the Provincial Secretary a body politic and corporate in accordance with name and style designated in the said resolution and such corporation shall be subject to such by-laws as may from time to time be prescribed by the Grand Chapter for it.

Management **7.** (1) The corporation may exercise all its powers by and through the board of general purposes as established by the constitution aforesaid or such other boards or committees as the corporation may from time to time appoint by resolution for the management of all or any of the property of the said corporation but in accordance only with the trusts relating to any property to which any special trust is attached, and the corporation may also make such regulations for the management and administration of its property as it shall see fit.

(2) The corporation shall also have the right of appointing any officer or other needful agent or agents for the management of its affairs and shall have all other rights necessarily incident to a body corporate.

Definition **8.** The Grand Chapter of Alberta, Order of the Eastern Star in all deeds, instruments and documents applying in the Province of Alberta shall mean, unless a different construction is to be gathered from the said deed, instrument or document, the Grand Chapter organized by the members of the Order of the Eastern Star in the Province of Alberta for self government under the jurisdiction of the General Grand Chapter, Order of the Eastern Star.

Subordinate Chapters **9.** Each subordinate Chapter of the Order of the Eastern Star now organized in this province or which may hereafter become organized by or under the authority of the said Grand Chapter within this province shall be bound by the constitution, rules and regulations, and penal code of the Grand Chapter as may exist from time to time and shall have and comply with all by-laws as may from time to time be prescribed by the Grand Chapter for subordinate Chapters and may in the manner hereinafter specified be and become a body politic and corporate by the name and number by which it may be designated by such Grand Chapter, and whenever a subordinate Chapter shall become incorporated as aforesaid it shall have the same powers and privileges as are hereinbefore conferred upon the Grand Chapter as a corporation; and in addition thereto shall have the right to acquire, hold and otherwise deal with any stock or shares in any incorporated company having as one of its objects the acquiring of land to be used for the purpose of erecting and maintaining a building or buildings thereon to be used in whole or in part for the purpose and uses of such Chapter or any other subordinate Chapter or Chapters and in dealing with such stock or shares the matron or such other member or members as the Chapter may by resolution designate shall have full power and authority to represent the Chapter with respect to such stock or shares at all meetings of such company and any one or more members of such Chapter may be elected or appointed a director or directors of such com-

pany, qualifying for such office on the stock or shares of the Chapter of which she or they are members.

Procedure
for
Incorpo-
ration
of sub-
ordinate
Chapters

10. Each subordinate Chapter now established or which may hereafter be established under the authority of the said Grand Chapter and which may be desirous of becoming incorporated shall and may by a resolution approved by a vote of at least two-thirds of the members present at any regular meeting resolve to become so incorporated; and upon evidence by a certified copy of such resolution signed by the matron and secretary of such subordinate Chapter being filed with the Provincial Secretary and a certificate under the hands of the Grand Matron and secretary and under the seal of the Grand Chapter, that such subordinate Chapter is in good standing in the order and such subordinate Chapter shall be and become from the time of the issuing by the Provincial Secretary of his certificate hereinafter provided for, a body politic and corporate as aforesaid by the style of name and number by which it may be designated by the said Grand Chapter and as such shall have perpetual succession and a common seal, with power to change or alter the said seal by by-law to that effect approved according to such rules and regulations and penal code as may be in force from time to time under the constitution of such Grand Chapter.

Incorpo-
ration
of sub-
ordinate
Chapters

11. Any subordinate Chapter which shall seek to become incorporated under this Act shall be entitled upon producing and filing of the proofs, documents and certificates aforesaid and upon payment of a fee of \$10.00 to receive a certificate of incorporation under the provisions hereof under the hand of the Provincial Secretary in such form as he may deem suitable, and such certificate shall be final and conclusive evidence of such subordinate Chapter being a corporation under this Act.

No pecuniary
interest

12. No person entitled to vote at the aforesaid Grand Chapter and no member of any subordinate Chapter shall have any pecuniary interest in the funds or property of the said Grand Chapter or any subordinate Chapter, and no property or stock, share or interest of any kind belonging to the said incorporated Grand Chapter or any subordinate Chapter shall be subject to the payment of the private debts of any of its members or persons entitled so to vote, nor liable to be taken in execution by any judgment creditor against any individual person or persons entitled to vote in said Grand Chapter or any member of any subordinate Chapter.

Disposition
of funds and
property
on dissolu-
tion of
subordinate
Chapter
Charters

13. In the event that the Charter of any Chapter should be revoked, or surrendered, or the Chapter be dissolved, then the dispensation, Charter, books of record and account,

goods and chattels, property both real and personal and all stocks, bonds, securities, and all other property of the Chapter including monies shall thereupon become vested in the Grand Chapter without any claim or demand by such Chapter or any member thereof or any other person in respect thereof, but charged with the payment of the debts of such subordinate Chapter to the full extent of such property:

Provided that such devolution of property upon the said Grand Chapter shall in no way affect or prejudice the powers conferred thereon for holding property.

Disposition
of funds and
property on
dissolution
of Grand
Chapter

14. In the event that the Grand Chapter should, for any reason whatsoever, cease to function or exist (including, but in no way limiting the foregoing, surrender of its privileges, revocation of its privileges and/or dissolution), then ipso facto, the books of record and account, goods and chattels, property both real and personal, and all stocks, bonds, securities, monies and all other property of the Grand Chapter shall thereupon become vested in the General Grand Chapter without any claim or demand by such Grand Chapter or any subordinate Chapter or any member thereof or any other person in respect thereof, but charged with the payment of the debts of such subordinate Chapter to the full extent of such property:

Provided that such devolution of property upon the said General Grand Chapter shall in no way affect or prejudice the powers conferred thereon for holding property.

Settlement
of internal
disputes

15. All past, present and future complaints, grievances, disputes, or charges shall be determined and settled as set forth in the constitution and rules and regulations of the Grand Chapter and such complaints, grievances, disputes, and charges, shall be within the sole and absolute jurisdiction of the Grand Chapter and the said Worthy Grand Matron as herein set forth, without appeal except as may be specifically provided by the constitution or by the constitution of the General Grand Chapter and such determination or settlement shall be in the sole opinion of the said Grand Chapter or the said Worthy Grand Matron as to what is in the best interest of the peace, harmony and goodwill of the Order.

Cancellation
of certificate
of incorpora-
tion of
subordinate
Chapter

16. In case the Grand Chapter declare the authority or charter of any subordinate Chapter revoked pursuant to the constitution of the said Grand Chapter such subordinate Chapter shall, if not incorporated under this Act, be and be held to cease to exist and to be dissolved from the date of the resolution declaring such forfeiture, and if incorporated under this Act from the date of filing with Provincial Secretary of a certificate under the hands of the Grand Matron and secretary and the seal of the Grand Chapter certifying to such forfeiture.

Personal
liability

17. No officer of or person entitled to vote in such Grand Chapter or of any subordinate Chapter shall be or be held liable or responsible for any debt or obligation of such Grand Chapter or subordinate Chapter beyond the extent of any unpaid dues or subscriptions owing by him to such Chapter.

Execution of
documents
of
Grand
Chapter

18. Any transfer, mortgage or lease of real estate or of any interest therein or any transfer of stocks, funds, debentures or other personal property of any subordinate Chapter incorporated under this Act shall be deemed to be duly executed for that purpose if the same has affixed thereto the seal of the corporation verified by the signature of the Grand Matron for the time being of the Grand Chapter of Alberta and the grand secretary and a discharge of a mortgage if executed in the same way shall be deemed to be properly and effectually executed.

Execution
of
documents
of
subordinate
Chapter

19. Any transfer, mortgage or lease of real estate or of any interest therein or any transfer of stocks, funds, debentures or other personal property of any subordinate Chapter incorporated under this Act shall be deemed to be duly executed for that purpose if the same has affixed thereto the common seal of the said subordinate Chapter named therein and of the secretary of such Chapter.

Effective
date of
of sections
12, 13, 14
and 15

20. The provisions of sections 12, 13, 14 and 15 shall for all purposes be deemed to have been in full force and effect as and from the creation of the Grand Chapter and as and from the creation of each and every now existing subordinate Chapter.

Commence-
ment

21. This Act comes into force on the day upon which it is assented to.