

1982 BILL PR 10

Fourth Session, 19th Legislature, 31 Elizabeth II

THE LEGISLATIVE ASSEMBLY OF ALBERTA

BILL PR 10

THE CAMPBELL MCLAURIN FOUNDATION FOR
HEARING DEFICIENCIES ACT

MR. OMAN

First Reading

Second Reading

Committee of the Whole

Third Reading

Royal Assent

Bill PR 10
Mr. Oman

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THE CAMPBELL MCLAURIN FOUNDATION FOR HEARING DEFICIENCIES ACT

(Assented to , 1982)

WHEREAS a petition has been presented, praying for the incorporation of "The Campbell McLaurin Foundation for Hearing Deficiencies" and it is expedient to grant the prayer of the petition:

THEREFORE HER MAJESTY, by and with the advice and consent of the Legislative Assembly of Alberta, enacts as follows:

Definitions

1 In this Act,

(a) "Foundation" means The Campbell McLaurin Foundation for Hearing Deficiencies;

(b) "trustee" means a trustee of the Foundation.

Incorporation

2(1) The following persons, namely Maurice Gerrard McGinley, Chartered Accountant; Douglas Harding Mitchell, Barrister and Solicitor; Stephen Benedict Thorson, Physician; Evelyn Sybil Graburn, retired; William Arnold Howard, Barrister and Solicitor; and John Herbert Cook, Architect, together with such other persons as become trustees of the Foundation, are hereby incorporated as a body corporate under the name "The Campbell McLaurin Foundation for Hearing Deficiencies".

(2) The trustees of the Foundation shall have direction and control of the conduct of the business and affairs of the Foundation.

Objects

3 The Foundation shall have as its objects the assistance of people with hearing deficiencies and for those purposes to take any gift of shares, securities, money or real or personal property either inter vivos or testamentary, whether subject to any special trust or otherwise, to hold, sell or invest it and use the net income from the capital

assets of the Foundation, after paying the necessary salaries, operating expenses and other obligations of the Foundation, solely:

(a) firstly, for the assistance of persons with hearing deficiencies who are in straitened or indigent circumstances and who have been resident in the City of Calgary for not less than 5 years immediately prior to the providing of the assistance, or if under 18 years of age who has a parent or guardian who has been a resident of Calgary for not less than 5 years immediately prior to the providing of the assistance, through the provision of medical treatment or the purchase of equipment to assist the hearing deficiencies; and

(b) secondly, if at any time the trustees are of the opinion that all or part of the net income earned on the capital assets of the Foundation is not required for the assistance of persons in straitened or indigent circumstances with hearing deficiencies, then to use the balance of the net income for the assistance of research in the area of hearing deficiencies.

Powers

4 For the attainment of its objects the Foundation shall have the following powers:

(a) the power to receive bequests, devises and donations of every kind and description together with the power, in the sole discretion of the trustees, to refuse to accept any bequest, devise or donation;

(b) the power to acquire, hold, control, administer, dispose of and otherwise deal with property of every kind and description whether real or personal and wheresoever situate;

(c) the power to convert any property at any time received or held by the Foundation into any other form and for such purpose to dispose of or otherwise deal with it;

(d) the power to borrow or receive the payment of money in such manner as the trustees may determine;

(e) the power to draw, make, accept, endorse, execute and issue promissory notes, bills of exchange and other negotiable instruments;

(f) the power to employ and pay such persons who are not trustees as consultants, agents or employees and to procure, equip and maintain such offices and other facilities and to incur such reasonable expenses as the trustees may consider necessary or desirable;

(g) the power to entrust to 1 or more trust companies, authorized to act as an executor and administrator in the Province, all or some of the assets of the Foundation as agent of the Foundation upon such terms as the trustees may consider appropriate;

(h) the power to pay the expenses of administering the Foundation and the properties held by it and to charge such expenses against the income arising from each such property in the proportion that the annual income arising from it bears the total annual income of the Foundation;

(i) the power to invest funds, or other properties, in any investments which the trustees shall in their absolute discretion consider to be fit and prudent, not being limited to investments expressly authorized by law for trustees, and the power in like manner from time to time to alter or vary any such investments; and

(j) the power to do all such other things as are incidental or conducive to the attainment of the objects of the Foundation and the exercise of its powers.

Management by trustees

5 The trustees shall manage the business and affairs of the Foundation and without limiting the generality of the foregoing, may:

(a) fix and determine the requisite minimum and maximum number of trustees and the procedure to be adopted for their appointment;

(b) establish by-laws covering the calling of meetings of the trustees, the requisite quorum, the majority required for a decision and the method of conducting business at meetings of the trustees;

(c) elect or appoint such officers of the Foundation as they may deem expedient and prescribe the duty, power, authority and tenure of office of each;

(d) employ such persons as consultants, agents and employees of the Foundation as they may deem necessary or desirable and prescribe their respective terms of employment; and

(e) enact by-laws, resolutions, rules and regulations, not inconsistent with any of the provisions of this Act, respecting any or all of the powers or authorities conferred upon the Foundation or the trustees by virtue of the provisions of this Act.

Limitation on use of income and property

6(1) The income and property of the Foundation wheresoever derived shall be applied solely towards the promotion of the objects of the Foundation as set forth herein, and no portion of it shall be paid or transferred or be available directly or indirectly by way of dividend, bonus, salary, fee or otherwise howsoever for the benefit of any trustee or trustees of the Foundation.

(2) Notwithstanding subsection (1), the Foundation may pay in good faith a reasonable remuneration to any person other than a trustee of the Foundation, and that may include a firm or corporation with which a trustee is associated or of which he is a member or by whom he is employed, in return for any services actually rendered to the Foundation.

- Dissolution** **7** If upon the winding-up or dissolution of the Foundation there remains after the satisfaction of all its debts and liabilities any property whatsoever, it shall not be paid to or distributed among the trustees of the Foundation but shall be given or transferred to such charitable organizations as the trustees of the Foundation shall see fit, or failing the agreement of the trustees in that regard, as shall be determined by a Judge of the Court of Queen's Bench.
- Retirement** **8** Any trustee of the Foundation may retire by giving notice to that effect in writing to the Secretary and thereupon his name shall be removed from the list of trustees and he shall be deemed to have retired.
- Rights of trustees** **9** No right, privilege or obligation of any trustee shall be in any way transferable or transmissible, but shall cease upon the trustee ceasing to be such, whether by death, retirement or otherwise.
- Members entitled to information** **10** All trustees shall be entitled to all such information and advice with regard to the affairs of the Foundation as the Foundation or any of its officers may be able to supply.
- General meetings** **11**(1) The Foundation shall, in each year, hold a general meeting as its annual general meeting in addition to any other meetings in that year, and shall identify the meeting as such in the notices calling it.
- (2) Not more than 18 months shall elapse between 1 annual general meeting of the Foundation and the next.
- (3) The first annual general meeting shall be held within 18 months of its incorporation.
- (4) The annual general meeting shall be held at such time and place as the trustees shall appoint and in default of an appointment, then the general meeting shall be held on the first day in June in each year at the registered office of the Foundation.

*In accordance with section 4(1) of the Interpretation Act,
this Bill comes into force on the date it receives Royal
Assent.*