

2006 Bill Pr2

Second Session, 26th Legislature, 55 Elizabeth II

THE LEGISLATIVE ASSEMBLY OF ALBERTA

BILL Pr2

MARY IMMACULATE HOSPITAL OF MUNDARE ACT

MRS. JABLONSKI

First Reading

Second Reading

Committee of the Whole

Third Reading

Royal Assent

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2006

MARY IMMACULATE HOSPITAL OF MUNDARE ACT

(Assented to _____, 2006)

Preamble

WHEREAS Mary Immaculate Hospital of Mundare was incorporated by certain members of the Sisters Servants of Mary Immaculate pursuant to *An Act to Incorporate Mary Immaculate Hospital of Mundare*, being chapter 106 of the Statutes of Alberta, 1962;

WHEREAS the Sisters Servants of Mary Immaculate's representatives resigned their membership in Mary Immaculate Hospital of Mundare and the Alberta Catholic Health Corporation has been appointed as a member in their stead;

WHEREAS Mary Immaculate Hospital of Mundare is continuing operation of the Mary Immaculate Hospital as a Catholic facility;

WHEREAS a petition has been presented praying to modernize the corporate structure of Mary Immaculate Hospital of Mundare and the laws applicable to it; and

WHEREAS 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) "corporation" means Mary Immaculate Hospital of Mundare, which was incorporated by *An Act to Incorporate Mary*

Immaculate Hospital of Mundare, chapter 106 of the Statutes of Alberta, 1962, and is continued under this Act;

- (b) “hospital” means the hospital presently known as Mary Immaculate Hospital in Lamont County, Alberta, wherever it may be located from time to time;
- (c) “special resolution” means a resolution passed by a majority of not less than 75% of the votes cast by the members who voted in respect of that resolution or signed by all the members entitled to vote on that resolution.

Continuation

2(1) Mary Immaculate Hospital of Mundare, incorporated pursuant to *An Act to Incorporate Mary Immaculate Hospital of Mundare*, being chapter 106 of the Statutes of Alberta, 1962, is hereby continued as a body corporate for the purposes and objects set out in this Act.

(2) The property held by Mary Immaculate Hospital of Mundare prior to the coming into force of this Act continues to be the property of the corporation.

Objects

3(1) The objects of the corporation are

- (a) to undertake and carry on charitable institutions, works and activities consisting of the operations of hospitals, missions, health care facilities of any kind or nature, schools, dispensaries, homes for the aged, homes for the handicapped and the like, and generally to care for the aged, sick, handicapped and unfortunate;
- (b) to impart education and medical and other training;
- (c) to provide and offer health care activities, facilities and programs of all kinds, including, without limitation, general acute care hospitals, auxiliary hospitals, nursing homes, geriatric rehabilitation facilities, hostels, family care programs, educational programs and schools of nursing;
- (d) to carry on any other business, development or activity for the purpose of generating revenue for the corporation or which, in the opinion of the directors, is otherwise incidental, beneficial or conducive to the corporation’s objects;

- (e) to incorporate, support and monitor other entities engaged in activities incidental or conducive to the corporation's objects;
- (f) to incorporate and support other entities for the purpose of generating revenue for the corporation or for any other purpose beneficial to the corporation;
- (g) generally, to engage in charitable and benevolent activities.

(2) The corporation shall not be restricted to conducting its activities within the Province of Alberta, but is hereby empowered to conduct such activities as its members and directors consider in their opinion incidental, beneficial or conducive to the corporation's objects outside of the Province and outside of Canada.

(3) The corporation shall at all times conduct its activities in a manner which is consistent with the principles outlined in the medical moral code approved from time to time by the Canadian Conference of Catholic Bishops or any successor organization.

(4) No act of the corporation, including any transfer of property to or by the corporation, is invalid by reason only that the act or transfer is contrary to subsection (3).

Head office

4 The head office of the corporation shall be at the City of Edmonton, in the Province of Alberta, or at such other place in the Province as may from time to time be determined by the by-laws of the corporation.

Powers

5 The corporation shall have the capacity, rights, powers and privileges of a natural person.

Profits

6 The rents, revenues and profits of all property, real or personal, held by the corporation and the assets and property of the corporation shall be used and applied for the furtherance of all or any of the objects and activities in which the corporation may engage, the exercise of its powers and for the furtherance of works of charity or benevolence.

Board of directors

- 7(1)** The members shall from time to time appoint a board of directors in accordance with the by-laws of the corporation.
- (2)** The powers of the directors shall be defined in the by-laws of the corporation.
- (3)** Subject to the provisions of any other legislation that may be applicable, the directors may delegate their powers to employees and officers of the corporation except that the directors may not delegate their power to enact by-laws.

By-laws and membership

- 8(1)** The corporation may by special resolution make or amend its by-laws
- (a) for the governance and proper administration of the property, affairs and interests of the corporation,
 - (b) for the appointment of any persons as members, directors or officers of the corporation,
 - (c) for the establishment of classes of membership,
 - (d) respecting the calling and holding of meetings of members or directors,
 - (e) for the limitation or delegation of powers of the directors and officers of the corporation, and
 - (f) generally for the internal government of the affairs of the corporation.
- (2)** The Alberta Catholic Health Corporation, and any successor entity, shall be deemed to be a voting member of the corporation and the Alberta Catholic Health Corporation may appoint an individual to attend meetings on its behalf and to otherwise exercise its right of membership.
- (3)** The corporation may have as few as one member.

Liability

- 9** The members, directors or officers of the corporation are not as members, directors or officers liable for any liability, act or default of the corporation.

Remuneration of directors

- 10(1)** No income or property of the corporation shall be distributed to a director during the existence of the corporation or on or after its liquidation.
- (2)** Notwithstanding subsection (1), any director may be paid a reasonable price or remuneration for goods, services or other valuable benefits provided to the corporation.

Dissolution

- 11(1)** The corporation shall be deemed dissolved one year from a special resolution of the members to do so.
- (2)** The Alberta Catholic Health Corporation shall be immediately notified of such resolution.
- (3)** A special resolution to dissolve the corporation may be revoked by special resolution any time within one year from the date of the special resolution to dissolve.

Liquidation

- 12(1)** Upon liquidation, the property, assets and profits of the corporation shall, subject to the terms of any contracts to which the corporation may be a party and after payment of all liabilities, be paid and transferred to the Alberta Catholic Health Corporation or, if it has been dissolved, to the Catholic Archdiocese of Edmonton for utilization in the health care field in the Province.
- (2)** If the Alberta Catholic Health Corporation ceases to exist, then reference in this Act to such Corporation shall be deemed to be a reference to the Catholic Archdiocese of Edmonton.
- (3)** If the Canadian Conference of Catholic Bishops ceases to exist, then reference in this Act to such Conference shall be deemed to be a reference to the Catholic Archbishop of Edmonton.

Accounting

- 13** The corporation shall at all times when called upon to do so by the Lieutenant Governor in Council render an account in writing of its property and affairs.

General laws

- 14** The powers granted in this Act shall be subject to the general laws of the Province now or hereafter in force.

Repeals SA 1962 c106

15 *An Act to Incorporate Mary Immaculate Hospital of Mundare*
is repealed.