

2009 Bill Pr2

Second Session, 27th Legislature, 58 Elizabeth II

THE LEGISLATIVE ASSEMBLY OF ALBERTA

BILL Pr2

**CARITAS HEALTH GROUP
STATUTES AMENDMENT ACT, 2009**

MR. ELNISKI

First Reading

Second Reading

Committee of the Whole

Third Reading

Royal Assent

Bill Pr2
Mr. Elniski

BILL Pr2

2009

CARITAS HEALTH GROUP STATUTES AMENDMENT ACT, 2009

(Assented to _____, 2009)

WHEREAS Caritas Health Group was incorporated by the *Caritas Health Group Act*, chapter 39 of the Statutes of Alberta, 1992;

WHEREAS Caritas Health Group along with certain other Catholic organizations are operating approved hospitals and other health care facilities in the Province of Alberta and it has been determined that it would be beneficial to amalgamate these organizations into Caritas Health Group as one entity;

WHEREAS it is deemed advisable to change the name of Caritas Health Group upon such amalgamation; and

WHEREAS a petition has been presented praying that the Act be amended as herein set forth 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:

Amends SA 1992 c39

1 The *Caritas Health Group Act* is amended by this Act.

2 The title of the Act is struck out and the following is substituted:

COVENANT HEALTH ACT

Explanatory Notes

1 Amends chapter 39 of the Statutes of Alberta, 1992.

2 Name change.

3 Section 1 is amended by renumbering it as section 1.1 and by adding the following before section 1.1:

Definitions

1 In this Act,

- (a) “affiliated Catholic entities” means the following bodies corporate:
 - (i) St. Joseph’s Hospital of Edmonton, a body corporate incorporated by *An Act to Incorporate St. Joseph’s Hospital of Edmonton*, chapter 106 of the Statutes of Alberta, 1961;
 - (ii) St. Mary’s Hospital, Camrose, a body corporate incorporated by *An Act to Incorporate St. Mary’s Hospital, Camrose*, chapter 107 of the Statutes of Alberta, 1961;
 - (iii) St. Joseph’s General Hospital, Vegreville, a body corporate incorporated by *An Act to Incorporate St. Joseph’s General Hospital, Vegreville*, chapter 114 of the Statutes of Alberta, 1962;
 - (iv) Youville Home (Grey Nuns) of St. Albert, a body corporate incorporated by *An Act to Incorporate Youville Home (Grey Nuns) of St. Albert*, chapter 117 of the Statutes of Alberta, 1962;
 - (v) The Bonnyville Health Centre, a body corporate incorporated by *The Bonnyville Health Centre Act*, chapter 115 of the Statutes of Alberta, 1962;
 - (vi) Our Lady of the Rosary Hospital, Castor, a body corporate incorporated by *The Our Lady of the Rosary Hospital, Castor Act*, chapter 80 of the Statutes of Alberta, 1979;
 - (vii) St. Mary’s Health Care Centre, Trochu, a body corporate incorporated by *St. Mary’s Health Care Centre, Trochu Act*, chapter 103 of the Statutes of Alberta, 1977;
 - (viii) Mary Immaculate Hospital of Mundare, a body corporate continued under the *Mary Immaculate Hospital of Mundare Act*, chapter 36 of the Statutes of Alberta, 2006;

3 Definitions added.

- (ix) St. Michael's Health Centre, a body corporate incorporated under Part 9 of the *Companies Act*;
 - (x) Banff Mineral Springs Hospital Corporation, a body corporate incorporated under Part 9 of the *Companies Act*; and
 - (xi) Killam General Hospital, a body corporate incorporated under Part 9 of the *Companies Act*.
- (b) "amalgamation" means the amalgamation of the amalgamating corporations effected under section 10.1;
 - (c) "amalgamating corporations" means the original corporation and the affiliated Catholic entities;
 - (d) "corporation" means, effective April 1, 2009, the entity formed by the merger of the amalgamating corporations;
 - (e) "original corporation" means the entity created upon the coming into force of the *Caritas Health Group Act* in June, 1992;

4 Section 1.1 is amended by striking out "Caritas Health Group" wherever it occurs and substituting "Covenant Health".

5 Section 10 is amended

- (a) **in subsection (1) by striking out "204" and substituting "212";**
- (b) **in subsection (2) by striking out "The Alberta Catholic Hospitals Foundation and the Sisters of Charity of Montreal "Grey Nuns" " and substituting "Catholic Health of Alberta".**

4 Section 1 presently reads:

1 The present members of The General Hospital (Grey Nuns) of Edmonton and the present members of the Misericordia Hospital and such others as shall hereafter from time to time become members of the Caritas Health Group in the manner prescribed in the by-laws of the Caritas Health Group are hereby declared to be a body politic and corporate in deed in name by the name of Caritas Health Group, for the purposes and objects hereinafter set out.

5 Section 10 presently reads:

10(1) The corporation shall be deemed dissolved one year from a resolution of the members to do so provided all provisions of section 204 of the Business Corporations Act have been met.

(2) The Alberta Catholic Hospitals Foundation and the Sisters of Charity of Montreal "Grey Nuns" shall be immediately notified of such resolution.

(3) A resolution to dissolve the corporation may be revoked by resolution any time within one year from the date of the resolution to dissolve.

6 The following is added after section 10:

Amalgamation

10.1 Effective April 1, 2009, the amalgamating corporations are amalgamated and

- (a) the amalgamating corporations shall continue as one body corporate under the name “Covenant Health”;
- (b) the property of each amalgamating corporation continues to be the property of the corporation;
- (c) any bequest, legacy or devise or other gift, previously or hereafter made into the name of or for the benefit of an amalgamating corporation shall, unless the terms thereof expressly state otherwise, be deemed to have been made to and for the benefit of the corporation;
- (d) subject to section 10.2, the corporation continues to be liable for the obligations of each amalgamating corporation;
- (e) an existing cause of action, claim or liability to prosecution is unaffected;
- (f) a civil, criminal or administrative action or proceeding pending by or against an amalgamating corporation may be continued to be prosecuted by or against the corporation;
- (g) a conviction against, or ruling, order or judgment in favour of or against, an amalgamating corporation may be enforced by or against the corporation;
- (h) upon such amalgamation coming into effect, the members of the corporation shall be the same persons who were members of the original corporation at that time;
- (i) upon such amalgamation coming into effect, the directors of the corporation shall be the same persons who were directors of the original corporation at that time; and
- (j) upon such amalgamation coming into effect, the bylaws of the corporation, until amended or replaced, shall be the bylaws of the original corporation.

6 Amalgamation.

Contracts

10.2 If immediately prior to the amalgamation an amalgamating corporation is party to a contract which gives to a third party an exclusive right to supply goods or services to that amalgamating corporation or which otherwise places restrictions upon the ability of the amalgamating corporation to contract with other persons or engage in any other act, such rights of exclusivity or such restrictions, as the case may be, shall, upon amalgamation, be binding upon the corporation only to the extent that such rights or restrictions are in relation to the facilities owned or operated by the amalgamating corporation immediately prior to the amalgamation.

Successor organizations

10.3(1) If Catholic Health of Alberta should cease to exist, then reference in this Act to the corporation shall thereafter be deemed to be reference to the Catholic Archdiocese of Edmonton.

(2) If the Canadian Conference of Catholic Bishops should cease to exist, then reference in this Act to such Conference shall thereafter be deemed to be a reference to the Catholic Archbishop of Edmonton.

Repeals

7 The following Acts are repealed:

- (a) *An Act to Incorporate St. Joseph's Hospital of Edmonton*, SA 1961 c106;
- (b) *An Act to Incorporate St. Mary's Hospital, Camrose*, SA 1961 c107;
- (c) *An Act to Incorporate St. Joseph's General Hospital, Vegreville*, SA 1962 c114;
- (d) *An Act to Incorporate Youville Home (Grey Nuns) of St. Albert*, SA 1962 c117;
- (e) *The Bonnyville Health Centre Act*, SA 1962 c115;
- (f) *The Our Lady of the Rosary Hospital, Castor Act*, SA 1979 c80;
- (g) *St. Mary's Health Care Centre, Trochu Act*, SA 1977 c103; and

7 Repeals.

(h) *Mary Immaculate Hospital of Mundare Act*, SA 2006 c36.

8 This Act is deemed to have come into force on April 1, 2009.

8 Coming into force.

RECORD OF DEBATE

Stage	Date	Member	From	To

Questions and Comments	From	To

Stage	Date	Member	From	To

Questions and Comments	From	To

Stage	Date	Member	From	To

Questions and Comments	From	To

Stage	Date	Member	From	To

Questions and Comments	From	To