

Our Lady of the Prairies Foundation Act, 2001

being a Private Act

Chapter 02 of the *Statutes of Saskatchewan, 2001*
(effective May 30, 2001).

NOTE:

This consolidation is not official. Amendments have been incorporated for convenience of reference and the original statutes and regulations should be consulted for all purposes of interpretation and application of the law. In order to preserve the integrity of the original statutes and regulations, errors that may have appeared are reproduced in this consolidation.

Table of Contents

1	Short title	13	Duties of Trustee
2	Interpretation	14	Powers of Foundation
3	Head Office	15	Expenses
4	Objects and powers	16	Quorum
5	Trustees	17	Meetings
6	Permanent Trustees	18	Audit
7	Appointments of Successors to Permanent trustees	19	Power to make rules
8	Rotating Trustees	20	Report
9	Trustees-at-Large	21	Non-profit and winding up
10	Less than Six Trustees	22	Certain Acts not applicable
11	No Permanent Trustees	23	Transitional
12	No Trustees	24	S.S. 1995, c.2 repealed
		25	Coming into force

2001

CHAPTER 02

An Act respecting Our Lady of the Prairies Foundation

(Assented to May 30, 2001)

Preamble

WHEREAS Our Lady of the Prairies Foundation was incorporated by chapter 106 of the Statutes of Saskatchewan, 1957, as amended by chapter 86 of the Statutes of Saskatchewan, 1963, by chapter 3 of the Statutes of Saskatchewan, 1986-87-88, and by chapter 2 of the Statutes of Saskatchewan, 1995;

WHEREAS Our Lady of the Prairies Foundation was founded by James Peter Leier, deceased;

WHEREAS the children of James Peter Leier, namely Joseph B. Leier, deceased, Patricia J. Sikler, James A. Leier and Donald R. Leier, are or were trustees of Our Lady of the Prairies Foundation;

WHEREAS Our Lady of the Prairies Foundation has by Petition prayed for amendments to its incorporating legislation to, among other things, enable the children of James Peter Leier, deceased, and the families of each of the children to continue to have a role in the administration and management of the affairs of the Foundation as trustees, including the appointment of Mark J. Leier, the son of Joseph B. Leier, deceased, as a trustee of the Foundation; and

WHEREAS it is expedient to grant the prayer of the said Petition;

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

Short title

1 This Act may be cited as *The Our Lady of the Prairies Foundation Act, 2001*.

Interpretation

2 In this Act:

- (a) **“Foundation”** means Our Lady of the Prairies Foundation;
- (b) **“fund”** means the fund of money and other property created under clause 14(a);
- (c) **“lineal descendant”** includes any person that was adopted by a lineal descendant of James Peter Leier.

2001, c.02, s.2.

Head Office

3 The Foundation shall maintain its head office in Saskatoon, Saskatchewan.

2001, c.02, s.3.

Objects and powers

4(1) The objects of the Foundation are to receive money and accept gifts and to invest or manage them to create a fund, the income from which the Foundation shall, subject to subsection (2) use for religious, educational and charitable purposes and, in particular, the Foundation has full power and authority to:

- (a) propagate the Christian faith and gospel as taught by the Roman Catholic Church;
 - (b) promote a greater devotion to Mary the Mother of God by any means that the trustees may, in their discretion, determine, including the erection of one or more shrines;
 - (c) assist and provide scholarships or bursaries to any deserving person intending to become a priest, brother, sister, or lay minister in the Roman Catholic Church;
 - (d) found, create and make payments in the nature of scholarships, bursaries, prizes or otherwise to deserving students, regardless of race, colour or creed, to further their education;
 - (e) assist, aid, or contribute to works of charity, educational institutions, missionary institutions or religious institutions in Canada or elsewhere;
 - (f) do acts of mercy and contribute to, aid or assist, in Canada or elsewhere, any person engaged in the advancement of, or in a pursuit which would tend to advance, the objects of the Foundation;
 - (g) do any and all other things that are incidental or conducive to the attainment of the objects and purpose for which the Foundation is established.
- (2) The Foundation shall use the amount of its funds required to be distributed in compliance with the *Income Tax Act* (Canada) for the attainment of the objects of the Foundation, so long as in so doing not more than 25% of the funds are spent elsewhere than in Saskatchewan.

2001, c.02, s.4.

Trustees

- 5(1) There shall be a minimum of six and a maximum of ten trustees.
- (2) Four trustees shall be appointed in the manner described in section 6 and each trustee so appointed shall, for the purposes of this Act, be referred to as a permanent trustee.
- (3) A maximum of four trustees may be appointed in the manner described in section 8 and each trustee so appointed shall, for the purposes of this Act, be referred to as a rotating trustee.
- (4) A maximum of two trustees may be appointed in the manner described in section 9 and each trustee so appointed shall, for the purposes of this Act, be referred to as a trustee-at-large.
- (5) The office of a trustee, howsoever appointed under this Act, is vacated when the trustee dies, resigns, refuses or neglects to act, ceases to reside in Canada, becomes mentally incompetent or otherwise becomes unfit to hold office.

- (6) The following persons are disqualified from being a trustee under this Act:
- (a) any person who is less than 18 years of age;
 - (b) any person who is not a capable person;
 - (c) any person who is otherwise not qualified by law to be a trustee.

Permanent Trustees

6(1) Each of the living children of James Peter Leier, deceased, namely Patricia J. Sikler, James A. Leier, and Donald R. Leier is hereby appointed to the office of trustee and is, for the purposes of this Act, referred to as a permanent trustee.

(2) Mark J. Leier, the son of Joseph B. Leier, the deceased child of James Peter Leier, is appointed to the office of trustee and is, for the purposes of this Act referred to as a permanent trustee.

(3) A permanent trustee shall hold his or her office of trustee until the office he or she holds is vacated.

2001, c.02, s.6.

Appointments of Successors to Permanent Trustees

7(1) If the office held by a permanent trustee is vacated and such permanent trustee is:

- (a) a child of James Peter Leier; or
- (b) the lineal descendant of a child of James Peter Leier;

the lineal descendants of the child mentioned in clause (1)(a) or clause (1)(b), as the case may be, shall fill the vacancy by appointing a trustee from among themselves, as a class.

(2) A trustee appointed pursuant to subsection (1) shall be deemed to be a permanent trustee for all purposes under this Act.

(3) If at any time the office held by a permanent trustee is vacated and such permanent trustee is:

- (a) a child of James Peter Leier; or
- (b) the lineal descendant of a child of James Peter Leier;

but if the child mentioned in clause (3)(a) or clause (3)(b), as the case may be, has no lineal descendant that can be appointed to fill the vacancy, the remaining permanent trustees shall fill the vacancy by appointing a person who is:

- (c) a lineal descendant of James Peter Leier; or
- (d) if there is no lineal descendant of James Peter Leier who can be appointed to fill the vacancy, a member of the general public.

(4) A trustee appointed under clause (3)(c) shall hold office until the earlier of the following dates:

- (a) the date of expiry of the time period specified in subsection 8(3); and
- (b) the date when a lineal descendant of the child of James Peter Leier mentioned in clause (3)(a) or clause (3)(b), as the case may be, can and is willing to be appointed as trustee.

c.02

OUR LADY OF THE PRAIRIES FOUNDATION, 2001

- (5) If the circumstances described in clause (4)(b) arise, the lineal descendant mentioned in clause (4)(b) shall be deemed to be a permanent trustee under subsection (2).
- (6) A trustee appointed under clause (3)(d) shall hold office until the earlier of the following dates:
- (a) the expiry of the time period specified in subsection 8(3);
 - (b) the date when a lineal descendant of the child of James Peter Leier mentioned in clause (3)(a) or clause (3)(b), as the case may be, can and is willing to be appointed as trustee; and
 - (c) the date when a lineal descendant of James Peter Leier can and is willing to be appointed as trustee.
- (7) If the circumstances described in clause (6)(b) arise, the lineal descendant mentioned in clause (6)(b) shall be deemed to be a permanent trustee under subsection (2).
- (8) If the circumstances described in clause (6)(c) arise, the lineal descendant mentioned in clause (6)(c) shall be deemed to have been appointed under clause (3)(c).

2001, c.02, s.7.

Rotating Trustees

8(1) Each permanent trustee that is also a child of James Peter Leier or his or her successor in office, as the case may be, may appoint one trustee who is:

- (a) a lineal descendant of such child;
- (b) if there is no lineal descendant of such child that can be appointed to the office, a lineal descendant of James Peter Leier; or
- (c) if there is no lineal descendant of such child of James Peter Leier that can be appointed to the office, a member of the general public; and

each trustee so appointed shall be referred to for the purposes of this Act as a rotating trustee.

(2) In the case of Mark J. Leier or his or her successor in office, as the case may be, he or she may appoint one trustee from among:

- (a) the lineal descendants of Joseph B. Leier;
- (b) if there is no lineal descendant of Joseph B. Leier that can be appointed to the office, the lineal descendants of James Peter Leier; or
- (c) if there is no lineal descendant of Joseph B. Leier or James Peter Leier that can be appointed to the office, a member of the general public; and

each trustee so appointed shall be referred to for the purposes of this Act as a rotating trustee.

(3) Each rotating trustee shall be appointed for a three year term, but shall not serve as a trustee for more than three consecutive three year-terms; and any such person who has served as a trustee shall be eligible for re-appointment pursuant to subsection (1) provided that at least one year has elapsed from the date that such person ceased to be a trustee.

2001, c.02, s.8.

Trustees-at-Large

9(1) The permanent trustees may appoint up to two trustees.

(2) Trustees appointed under this section shall be members of the general public.

(3) A trustee-at-large appointed under this section shall be appointed for a three-year term, but shall not serve as a trustee for more than three consecutive three-year terms; and any such person who has served as a trustee shall be eligible for re-appointment pursuant to subsection (1) provided that at least one year has elapsed from the date that such person ceased to be a trustee.

2001, c.02, s.9.

Less than Six Trustees

10(1) If at any time the office of a trustee is vacant, and there are less than six trustees remaining in office, any vacancy shall not impair the right of the remaining trustees to act provided that any such vacancy is filled within 60 days of the date that the vacancy occurs.

(2) If any such vacancy is not filled within 60 days of the date that the vacancy occurs, any interested person may apply to the court for an order extending the date by which any vacancy is to be filled, which application may be made before or after the expiry of such date, or appointing a trustee to fill any vacancy.

2001, c.02, s.10.

No Permanent Trustees

11 If at any time there is no trustee that is a permanent trustee and there are other trustees remaining in office, the remaining trustees shall fill the vacancies in accordance with subsection 7(3).

2001, c.02, s.11.

No Trustees

12(1) If at any time there are no trustees in office, the Roman Catholic Bishop of Saskatoon shall have the power to fill the vacancies in the offices to be held by persons who are permanent trustees in accordance with subsection 7(3).

(2) Each permanent trustee appointed under subsection (1) shall be a substitute for a lineal descendant of a child of James Peter Leier.

(3) In exercising his power under subsection (1), the Bishop shall specify which child of James Peter Leier for which the person appointed by the Bishop shall be a substitute lineal descendant.

(4) Each permanent trustee appointed under subsection (1) shall appoint a rotating trustee in accordance with section 8.

2001, c.02, s.12.

Duties of Trustee

13 It is the duty of the trustees and they have power:

- (a) subject to the other provisions of this Act, to administer and manage the affairs of the Foundation;
- (b) to appoint trustees as provided by this Act and otherwise carry out the provisions of the Act.

2001, c.02, s.13.

Powers of Foundation

14 The Foundation shall have the following powers:

- (a) to acquire, take and hold by grant, gift, donation, demise, legacy, bequest, lease or purchase for any consideration or on any terms or conditions that the trustees may determine, real and personal property, including money, and to receive the rents and profits of that real and personal property and invest any money received, in any manner that may be considered most advantageous to the carrying out of the objects of the Foundation;
- (b) to sell, lease, mortgage or otherwise deal with the whole or any part of the real or personal property acquired taken, or held by the Foundation in any manner that may be considered most advantageous to the carrying out of the objects of the Foundation for any consideration on any terms and conditions that the trustees may determine;
- (c) to examine and select the purposes to which and the persons to whom payments out of the fund are to be made, determine the amount of those payments and make payment at any time and in any manner that the trustees may consider fit;
- (d) to appoint one or more persons as manager to transact business for the Foundation and to carry out any duties that may be imposed upon the manager by the trustees;
- (e) to adopt a corporate seal and to change it at will.

2001, c.02, s.14.

Expenses

15 The trustees shall defray all the proper costs, charges and expenses that are incidental to the administration and management of the Foundation out of the Foundation's income.

2001, c.02, s.15.

Quorum

16 No act in the administration of the fund is binding and valid unless at least three trustees concur in it.

2001, c.02, s.16.

Meetings

17 The trustees shall meet at least once in each year.

2001, c.02, s.17.

Audit

18 The trustees shall, in each year, cause the accounts of the Foundation to be audited by a qualified chartered accountant.

2001, c.02, s.18.

Power to make rules

19 The Foundation may make rules not inconsistent with the provisions of this Act for the government and proper administration of its property, affairs and interest, to determine the nature and amount of its investment in any class of security and to determine the nature and the amount of contribution or assistance it shall grant for any particular purpose, and all other matters necessary or desirable for carrying out the objects of the foundations.

2001, c.02, s.19.

Report

20 The Foundation shall at all times when called upon to do so by the Lieutenant Governor in Council render an account of its property and affairs.

2001, c.02, s.20.

Non-profit and winding up

21(1) The trustees shall operate the Foundation without profit or gain to any of its members and trustees and shall donate all moneys received by it to further its objects and purposes.

(2) In the event of the winding-up of the Foundation, the trustees shall use all or any funds remaining in the Foundation for the purposes and the objects of the Foundation.

2001, c.02, s.21.

Certain Acts not applicable

22 *The Business Corporations Act* and *The Non-profit Corporations Act*, 1995 do not apply to the Foundation.

2001, c.02, s.22.

Transitional

23(1) Upon the coming into force of this Act:

- (a) the Foundation is continued as a body corporate;
- (b) the property of the Foundation as it existed on the day before this Act comes into force continues to be the property of the Foundation;
- (c) the Foundation continues to be liable for the obligations of the Foundation as it existed on the day before this Act comes into force;

c.02

OUR LADY OF THE PRAIRIES FOUNDATION, 2001

(d) any existing cause of action, claim or liability is not affected by the enactment of this Act and any existing cause of action, claim or liability continues to apply to the Foundation notwithstanding the enactment of this Act;

(e) a civil, criminal or administrative action or proceeding pending by or against the Foundation as it existed on the day before this Act comes into force may be continued to be prosecuted by or against the Foundation;

(f) a conviction against, or ruling, order or judgment in favour of or against the Foundation as it existed on the day before this Act comes into force may be enforced by or against the Foundation; and

(g) the rules of the Foundation that were in force on the day before this Act comes into force continue as the rules of the Foundation until replaced or amended by the Foundation pursuant to this Act, to the extent they are not inconsistent with this Act.

2001, c.02, s.23.

S.S. 1995, c.2 repealed

24 *An Act respecting Our Lady of the Prairies Foundation* is repealed.

2001, c.02, s.24.

Coming into force

25 This Act comes into force on assent.

2001, c.02, s.25.