



CHAPTER 69

An Act to come to the assistance of Montreal University

[Assented to, the 28th of April, 1939]

WHEREAS, since 1876, there has been at Montreal ^{Preamble.}
an institution of higher education, first known under
the name of Laval University at Montreal and afterwards,
since 1920, under the name of Montreal University;

Whereas the ecclesiastical province of Montreal, which
is served directly by the said University, includes six
dioceses and has a Catholic population of more than one
million two hundred and fifty thousand souls;

Whereas the city of Montreal itself has a Catholic popu-
lation of more than eight hundred thousand souls and, due
to its geographic and economic position, is destined to new
and important developments;

Whereas Montreal University receives students from
all parts of the Province and even from outside;

Whereas, in order to enable Montreal University to
complete the construction of the buildings it has begun
and to better organize its educational facilities, for the
present and for the future, it is necessary to come to its
assistance;

Whereas Their Excellencies the Coadjutor Archbishop of
Montreal and the bishops of the ecclesiastical province of
Montreal have recommended the adoption of this act;

Therefore, His Majesty, with the advice and consent of
the Legislative Council and of the Legislative Assembly of
Quebec, enacts as follows:

Incorporation.

Name.

Powers.

Existence limited.

Composition.

Resignation.

Vacancies not to entail dissolution.

Filling of vacancies.

Idem.

Corporate seat.

Quorum.

Calling of first meeting.

Presiding officer.

Selection of vice-president, etc.

1. A corporation is hereby created under the name of Montreal University Administration Society, hereinafter designated under the name of "Society".

It shall possess, in addition to the rights and powers hereinafter conferred upon it, all the rights and powers which corporations in general may exercise and which are not incompatible with the provisions of this act.

The existence of the Society is limited to a period of ten years, saving the provisions of section 31.

2. The Society shall be composed of seven members: the Chancellor of Montreal University, His Excellency Monseigneur Georges Gauthier, who, or his successor in the Chancellorship, shall be the president thereof; one of the bishops of the ecclesiastical province of Montreal chosen by the Chancellor, and five other members appointed by the Lieutenant-Governor in Council.

His Excellence may resign from the office of president, although still remaining a member of the Society.

3. The Society shall not be dissolved by the death, resignation or inability to act of one or more of all of its members, nor through vacancies caused by any reason and to any number whatsoever in its personnel.

Any vacancy in the office of president or of member shall be filled, within a delay of thirty days, by the members of the Society in office, after consultation with the Ordinary of the diocese of Montreal and the authorities of Montreal University.

After the expiration of such delay, the vacancies shall be filled by the Lieutenant-Governor in Council.

4. The Society shall have its corporate seat in the city of Montreal where it shall hold its sittings.

Four members shall form the quorum.

5. The first meeting of the Society must be called by its president, or, upon his failing so to do, by three members, within fifteen days from the coming into force of this act or from the appointment of the number of members required to form the quorum.

The president of the Society shall preside at the meeting. If he is unable so to do, the members present shall select from amongst themselves a person to so preside.

6. The Society shall, at such first meeting or as soon as possible thereafter, select, from its members, a vice-president, a secretary and the other officers it may have need of.

It may, however, for the first two years, choose a secretary who is not a member of the Society.

7. The Society may retain the services of technicians, specialists and experts and appoint such employees as it may need. Technicians, etc.

The fees, salaries, emoluments or wages of such technicians, specialists, experts and employees, including the salary payable to the secretary if he is not a member of the Society, are subject to the approval of the Lieutenant-Governor in Council. Fees, etc., subject to approval.

8. The Society is authorized to make such by-laws as it may deem necessary respecting its internal government, the conducting of its proceedings and the carrying out of this act, saving incompatibility with the latter. Making of by-laws.

Such by-laws shall come into force as soon as they have been approved by the Lieutenant-Governor in Council. Coming into force thereof.

9. All decisions of the Society, including the adopting of its by-laws, shall be taken by the majority of the members present, except the election of the officers indicated in section 6, which shall be effected by the absolute majority of the members of the Society. Decision by majority of members.

In the case of a tie, the presiding officer shall have a casting-vote. Casting-vote.

10. The members of the Society shall not be paid any remuneration for their services. They may, however, receive the attendance fees prescribed by the by-laws. Attendance fees only.

11. The Society may possess and acquire, by gratuitous or onerous title, by deed *inter vivos* or in contemplation of death, any kind of property, moveable or immoveable, and in this respect, the Society is withdrawn from the application of any provision to the contrary contained in the Mortmain Act. Acquiring of property.

12. The Society may, in particular, accept gifts of moveables or immoveables, in kind or in money, by way of subscriptions, subsidies, remuneration, guarantees or otherwise, from any natural or ideal person and from any public body having its corporate seat within the ecclesiastical province of Montreal, including therein episcopal corporations, *fabriques*, municipal corporations and school boards. Accepting of gifts.

Formalities
for making
gifts.

Notwithstanding any provision to the contrary, such public bodies are authorized to enter into and make to the Society such gifts as they may deem appropriate, without any formality other than a mere resolution, which shall come into force, in the case of a municipal or school corporation, after its approval by the Minister of Municipal Affairs, Trade and Commerce, and, in the other cases, from the time of its adoption.

Withdrawing
of gifts from
application of
certain provi-
sions.

13. Gifts made to the Society shall not be subject to the application of articles 776 and 787 of the Civil Code. They may be made, by private writing, and shall be deemed valid and accepted as soon as the writing establishing them is signed by the donor or, as regards the public bodies contemplated by section 12, immediately upon the coming into force of the resolution. They may not afterwards be cancelled except with the consent of the Society.

Want of con-
sideration not
to annul gift.

14. No person may cause a gift made to the Society to be annulled for want of consideration, even if such gift be made with a term, by way of a promissory note, subscription, promise or undertaking whatsoever.

Transferring
of property
of Montreal
University.

15. Upon the coming into force of this act, all the moveable and immovable property then belonging to Montreal University shall be transferred *pleno jure* to the Society, in full ownership, and free from all privileges, hypothecs and charges whatsoever. The registration at length of this provision, with a description of the immovables affected, shall have the same effect as the registration of a deed of transfer of ownership in favour of the Society and shall effect the cancellation *pleno jure* of all the privileges, charges and hypothecs which may affect such immovables.

Selling, etc,
of property.

16. Subject to the approval of the Lieutenant-Governor in Council, the Society may sell, alienate and cede under any title whatsoever, for such price and conditions as it may determine, the whole or a portion of its moveable and immovable property.

Leasing, etc,
of property.

It may also, with the same approval, lease or exchange such property, acquire other property in its place and stead, and, in case of necessity, lease immovables belonging to third parties.

Exemption as
to certain
taxes.

17. Notwithstanding the provisions to the contrary of any general law or special act and of any special charter,

and in particular of the charter of the city of Montreal, all the moveables and immoveables of the Society shall be exempt from every tax, assessment and levy whatsoever, municipal or school, general or special, from and after the day they shall have become the property of the Society.

Nevertheless, the Society shall pay the city of Montreal for the water supply service at the ordinary rates, but when the annual amount exigible for such service shall exceed ten thousand dollars it shall be reduced to such amount, and, in consideration of the payment of the price of water as hereinabove determined, the city of Montreal shall be bound to supply to the Society the quantity of water required for the use of its various immoveables.

18. The Society may contract loans on its credit, either by promissory notes or by the issuing and the selling or the pledging of bonds, obligations or other securities.

It may hypothecate, cede, mortgage or pledge all of its moveable and immoveable property, present or future, to guarantee the repayment of such loans and the payment of its bonds, obligations and other securities.

The hypothec, mortgage or pledge may be constituted by a trust deed, and the guarantee given shall be good and valid although the trustee allow the Society to retain possession or use of the property so pledged or mortgaged, the whole in conformity with the provisions of the Special Corporate Powers Act.

The hypothec resulting from the trust deed shall rank ahead of every other hypothec and privilege which may affect the Society's property.

19. The Lieutenant-Governor in Council may guarantee, in whole or in part, in such manner and form as he may determine and for an amount not exceeding five million dollars, the reimbursement of the sums borrowed by the Society and the payment of the interest accruing on such loans.

20. During ten years counting from the coming into force of this act, the Government shall pay annually to the Society, out of the consolidated revenue fund, an amount not less than four hundred thousand dollars and not exceeding five hundred thousand dollars, which must be employed first to pay the interest on the loans guaranteed as aforesaid and then to meet the cost of the education given in Montreal University and other incidental expenses.

Annual submitting of budget.

21. At the beginning of each financial year, Montreal University must submit its budget to the Society. The latter may approve such budget, with or without amendment, and any expenditure which it has not authorized shall be deemed illegal and shall entail the personal liability of those having made or permitted same.

Changing, etc., of buildings.

22. The Society is authorized to change, enlarge and complete, in whole or in part, as it may deem expedient, the buildings under construction on the land situated on Maplewood Avenue, at Montreal, and now belonging to Montreal University, and also to construct new buildings on such land or in the vicinity and to execute terracing and improvement works in the neighbourhood and any other incidental work provided in the plans and specifications, the whole in such manner, upon such conditions and for such price as it may determine.

Granting of contracts.

For such purpose it may grant all contracts respecting the carrying out of such works as it may decide and retain the services of such engineers, architects and other experts as it may need.

Maintaining, etc., of certain immovables.

The Society may also, out of the monies at its disposal, maintain, repair and improve the other immovables transmitted to it in virtue of section 15.

Cost restricted.

The total cost of the works contemplated in the first two paragraphs of this section must not exceed five million dollars.

Mandatory of Gov't.

The Society, for the carrying out of such works, and for the other purposes of this act, is constituted the mandatory of the Government of the Province.

Cancelling of certain agreements and contracts.

23. All the agreements signed or entered into by Montreal University respecting the construction of the university buildings on Maplewood Avenue or the carrying out of works in connection therewith, and especially all contracts for purchasing, supplying of material, hiring, lease and hire of work or of personal services, and all obligations flowing from such agreements, are cancelled *pleno jure* and shall be null from and after the coming into force of this act, except as regards the material sold and delivered prior to the 1st of January, 1934, to Montreal University, for which the latter shall remain obliged to pay at the market price current at the time of the purchase of such material.

No recourse in damages.

No recourse in damages shall lie, either against Montreal University or against the Society by reason of the cancellation enacted by this section.

24. Any claim for which Montreal University remains responsible in virtue of section 23 must be submitted to the decision of the members of the Society acting for such purpose as arbitrators. Submitting of certain claims.

Each claim must be heard by at least four members of the Society and the decision of the majority of such members shall constitute the decision of the members of the Society. Hearing thereof.

Such arbitrators shall take cognizance of every claim contemplated by this section, to the exclusion of any tribunal, notwithstanding any other recourse already exercised by the claimant which shall be of no effect. Exclusive jurisdiction.

They shall hear the parties and their witnesses under oath and shall have the same powers as a judge of the Superior Court as to compelling witnesses to appear before them and to produce any book, document or writing which they may deem necessary or useful for the purposes of their inquiries. Hearing of parties, etc.

Such arbitrators are exempt from proceeding and judging according to the rules of law, and must take equity into account. A judgment in writing must be rendered with respect to each claim. Such judgment is final and without appeal and, subject to the following provisions, is considered, for purposes of execution, as a judgment rendered by the Superior Court of the district of Montreal and entered in the registers of such court. Judgment and its effect, etc.

The Society is authorized to pay the amount of the judgments so rendered as well as the other debts of Montreal University, and the sums paid for all such purposes shall be deemed to form part of the expenses of constructing the university buildings. Paying of amount of judgment.

Such arbitrators shall also decide, in the same manner and to the exclusion of any tribunal, all the recourses and claims, either of Montreal University or of the contractors or sub-contractors, for the deterioration occasioned to the immovables under construction, since the work was suspended. Exclusive jurisdiction.

25. The Society is authorized to acquire and possess and the Government to sell to it, upon the conditions fixed by the Government, all the rights which it possesses and may possess in the furnishings, books and all other effects forming part of the library known under the name of *Bibliothèque Saint-Sulpice*, situated on St. Denis street, in Montreal. Acquiring of rights as to Bibliothèque Saint-Sulpice.

Restriction
as to recourse.

26. From and after the coming into force of this act, no recourse at law, by way of action or in execution of judgment, may be commenced or continued against Montreal University unless such recourse be authorized according to the rules established for a petition of right.

Prohibition
as to certain
civil recourse.

27. No civil recourse may be exercised against any member of the Society, by reason of the administration or alienation of property derived from Montreal University, or by reason of any other act in connection with the exercising of the powers conferred upon the Society by this statute.

Government
expenditure.

28. The expenditure occasioned to the Government through the carrying out of this act shall be paid out of the consolidated revenue fund.

Loans
authorized.

The Lieutenant-Governor in Council may, for the purpose of reimbursing to the consolidated revenue fund the whole or part of the amount of such extraordinary expenditure, authorize the Provincial Treasurer to contract one or more loans in such manner, at such rate of interest, in such form and for such amounts, as the Lieutenant-Governor in Council may determine.

Establishing,
etc., of
system of
bookkeeping,
etc.

29. Montreal University must establish and maintain a system of bookkeeping approved by the Society and justify the use of the sums handed to it by the latter. It must also allow, whenever thereunto required, an auditing of its books and the vouchers in connection therewith by a licensed accountant chosen by the Society.

Rendering of
account of ad-
ministration.

30. At the end of each year, the Society shall render an account of its administration to the Lieutenant-Governor in Council and at the same time deposit its budget for the ensuing year.

Extending of
term in cer-
tain case.

31. On the joint request of the authorities of Montreal University and of the Society, the Lieutenant-Governor in Council may, if he deem it necessary for the accomplishment of the purposes of this act, extend, for a period not exceeding ten years, the Society's existence beyond the period prescribed by section 1.

In event of
such exten-
sion.

In the event of such extension, the Society shall continue to be governed by this act and to exercise all the powers conferred upon it thereunder.

32. During the last year of its existence, the Society shall cede and transfer to Montreal University all the moveable and immoveable property whereof it shall then be owner. In agreement with the Ordinary of the diocese of Montreal and the University authorities, it shall fix the conditions of such cession and shall report same to the Lieutenant-Governor in Council.

Ceding, etc.,
of property
during last
year of
existence.

33. This act shall come into force on the day of its sanction.

Coming into
force.

