



CHAPTER 117

An Act to consolidate the charter of the *Séminaire de St. Charles Borromée de Sherbrooke*

[Assented to, the 4th of April, 1929]

WHEREAS the *Séminaire de St. Charles Borromée de Sherbrooke* has, by its petition, represented: Preamble.

That by the act of this Legislature, assented to on the 31st of October, 1879, 42-43 Victoria, chapter 65, the *Séminaire de St. Charles Borromée de Sherbrooke* was incorporated;

That the corporation has since considerably developed and it has become necessary to further specify and better define the rights of the corporation and grant it more ample powers;

Whereas it is expedient to grant the prayer of the said petition;

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

1. There is hereby constituted and established, in the city of Sherbrooke, a body politic and corporate under the name of *Séminaire St. Charles Borromée de Sherbrooke*. Incorporation. Name.

The head office of the corporation shall be in the city of Sherbrooke, district of St. Francis. Head office.

2. The corporation shall, for the present, consist of the Roman Catholic Bishop of Sherbrooke, or of the administrator of the diocese of Sherbrooke, and a superior elected for three years, by the members of the corporation, according to the constitution of the said seminary as approved by the Bishop, and of the priests whose names follow: Mgr. P. J. A. Lefebvre, Mgr. E. C. Tanguay, Messrs. J. A. Castonguay, Léon Marcotte, N. Codère, Léonard St. Composition.

Laurent, Emile Gauthier, Emile Caron, Victor Vincent, René Favreau, Michel Couture, Dorila Houle, Napoléon Pépin, Stewart Cain, Herman Morin, Aldéi Fontaine, Ira Bourassa, Arthur Sideleau, Gaston Allard, and Joseph Veilleux, and of those who shall hereafter be admitted, according to the same constitution, as members of the corporation for the proper functioning of the educational institution, always with the sanction of the said Bishop or of the administrator of the diocese.

3. The members shall cease to form part of the corporation by resignation, final departure, or expulsion pronounced in conformity with the rules and regulations of the said seminary, provided always that it be with the sanction of the said Bishop or of the administrator of the diocese.

Adminis-
tration.

4. The corporation shall be administered by a council of direction composed of the Bishop of Sherbrooke or of the administrator of the diocese, as *ex officio* member, of the superior and of eight other priests elected in conformity with the constitution of the said seminary whose appointment shall be subject to approval by the Bishop of Sherbrooke or the administrator of the diocese, before he or they may perform the duties of superior or director of the corporation. A member shall cease to form part of the board of directors when he abandons any remunerated or salaried position in the said seminary, but shall continue to be a member of the corporation.

Place of
residence of
members.

5. All the members of the corporation and all members of the council of direction shall reside in the said *Séminaire St. Charles Borromée de Sherbrooke*, except the Bishop or the administrator of the diocese.

Choice of
outside
members in
case of
urgency.

6. In certain cases of urgency, the Bishop may permit one or more members of the council of direction to be chosen from priests not members of the corporation, but they shall become members of the corporation by their acceptance of membership in the said council.

Election of
members.

7. The members of the council of direction, except the Bishop of Sherbrooke or the administrator of the diocese, and the superior, shall be elected each year, by the members of the corporation, at the close of the school year, in the manner determined by the constitution of the seminary. The Bishop, or the administrator of the diocese, may at any time approve or disapprove of the election of the

superior, of a member or of all the members of the council of direction. The same shall apply to the admission of a new member into the corporation.

8. By a majority vote the council of direction shall have power and authority to make and pass such enactments, by-laws, rules and regulations not contrary to this act or to the laws in force in this Province, which it may deem useful or necessary for the interests of the corporation and its government, and it may, from time to time, amend or repeal them, as it may deem expedient for the proper administration of the seminary, with the sanction of the Bishop of Sherbrooke or of the administrator of the diocese, who may always disapprove any such enactment, rule, order or by-law made by the said council, and thereupon such enactment, rule, order or by-law shall be deemed null and void. Powers of council of direction.

9. The said corporation shall have perpetual succession, and may have a common seal, with power to change, alter, break and renew the same, whenever and as often as it shall deem it advisable, and the said corporation may, under the same name, enter into contracts and agreements, sue and be sued, plead and be impleaded, defend and be defended, summon and be summoned in all courts of justice and places whatsoever in this Province. Powers of the corporation.

10. The council of direction is empowered, with the authorization of the Bishop or of the administrator of the diocese, to acquire by purchase, donation, legacy or otherwise, for the objects of the said corporation, all lands, tenements or hereditaments, moveable and immoveable property, and, with the same authorization, to sell, lease, exchange, alienate or dispose of the same, and to acquire others in lieu thereof, for the said purposes, provided always that the average net revenue of ten years arising from all the immoveable property held by the said corporation, excepting those on which the buildings of the said Seminary of Sherbrooke and its dependencies are erected, shall not exceed at any time the average annual sum of fifty thousand dollars. Idem.

11. Should the said corporation acquire, by purchase, by donation or by legacy, any immoveable property over and above that which it is hereby authorized to hold, the said purchase, donation or legacy shall not on that account be void, but the said corporation shall be bound, within twenty years from taking possession thereof, to sell or Disposal of excess property.

alienate the said immoveable property in whole or in part, or some other portion of its real estate, so as not to exceed the annual amount above specified.

Right to appoint procurator, etc.

12. The corporation shall also have the right to appoint a procurator or procurators to administer its affairs, and it shall generally enjoy all the rights and privileges of the other corporate and politic bodies recognized by the Legislature. It shall, in particular, have power, to publish, purchase and sell school books, stationery, pamphlets, manuals and other publications which may, in any way contribute to advancing the work of the corporation; to erect such buildings as it may deem suited to its purposes; to establish, upon conforming to the conditions and formalities exacted by law and the regulations of the Bureau of Health of the Province of Quebec, a cemetery on its property or vaults in its chapels, for the disposal of the mortal remains of the members or benefactors of the corporation, or of any other person in any way connected with the corporation.

Additional powers of the corporation.

13. The corporation may, in addition:

1. Sign, draw and endorse bills of exchange, cheques, promissory notes and other negotiable instruments for its own purposes only;

2. Upon a resolution of its council and with the authorization of the Bishop or of the administrator of the diocese:

a. Borrow money on the credit of the corporation;

b. Issue bonds or other securities of the corporation and give the same in guarantee or sell them at the price and amount considered advisable;

c. Hypothecate, mortgage or pledge the moveables or immoveables, present or future, of the corporation, to assure the payment of such bonds or other securities, or give a part only of these guarantees for the same object; and constitute the hypothec, mortgage or pledge, mentioned in this sub-paragraph, by a deed of trust in accordance with sections 10, 11, 12 and 13 of chapter 227 of the Revised Statutes, 1925, or in any other way;

d. Hypothecate or mortgage the immoveables, or pledge or otherwise affect the moveables of the corporation, or give all such guarantees, to secure the payment of loans made otherwise than by bond issue, as well as the payment or execution of other debts, contracts or undertakings of the corporation.

Representation of the corporation.

14. In all deeds in which it appears, the corporation may act in its corporate name and be represented by the

superior, procurator or any other persons authorized for the purpose by a resolution of its council.

15. All the property which the said corporation may at any time hold, as well as the revenue arising therefrom, shall at all times be exclusively applied and appropriated to the purposes of education in the said seminary and to no other object, institution or establishment whatever, which shall not be attached thereto and dependent thereon, the said property remaining for ever in the hands of Roman Catholic clergymen for the said purposes. Property to be applied to the purposes of education.

16. The said corporation shall transmit to the Lieutenant-Governor in Council, annually, in the month of January, and whenever thereunto required, a statement of the property held by the corporation, the names of its officers and a copy of its rules and by-laws. Annual statement to Lt.-Gov. in C.

17. The *Séminaire St. Charles Borromée de Sherbrooke* shall possess all the rights and privileges and be liable for all the obligations heretofore entered into or contracted by it under the name of *Séminaire de St. Charles Borromée de Sherbrooke*. Rights and privileges.

18. The act 42-43 Victoria, chapter 65, is repealed. 42-43 Vict., c. 65, repealed.

19. This act shall come into force on the 20th day of June, 1929. Coming into force.