

CHAP. 121

An Act to amend the charter of *L'Association Saint Jean-Baptiste de Montréal*

[Assented to 25th April, 1903]

WHEREAS *L'Association Saint Jean-Baptiste de Montréal* Preamble. has, by its petition, represented :

That it is an association of public utility, whose resources are devoted to the foundation of national works and the education of the working classes, and has prayed that its charter be amended in order to increase its powers ; and whereas it is expedient to grant its prayer ;

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

1. Section 9 of the act 51-52 Victoria, chapter 65, as amended by the acts 55-56 Victoria, chapter 85, and 62 Victoria, chapter 93, is replaced by the following : 51-52 V., c. 65, s. 9, replaced.

“ **9.** The powers conferred upon the corporation are exercised by a council called the “ Board of the association,” consisting of the general officer of the association and of six active members and honorary members appointed by the board.” Board of management.

2. Subsection 4 of section 13 of the act 51-52 Victoria, chapter 65, is replaced by the following : Id., s. 13, amended.

“ **4.** The appointment of honorary officers and members with the right to vote or with the right of giving their opinion only at meetings of such board. The default to give notice to honorary members does not render the proceedings of the meeting void.” Appointment of honorary officers, &c.

3. The following section is added after section 23 of the said act : Sec. added after id. s. 23.

“ **23a.** The association may also admit ladies of French origin, either as ordinary members or as active members, and authorize them to constitute themselves into an auxiliary society as a section of the association.” Admission of ladies, &c.

4. The following paragraph is added to section 25 of the said act as amended : Id., s. 25, amended.

“ Such debentures may be of different denominations, each being for the sum of one hundred dollars or less.” Denomination of debentures.

Secs. added
after id. s. 29

5. The following sections are added after section 29 of the said act as amended :

Aid may be granted to association. Certain municipal corporations may guarantee its debentures. Association exempted from all taxes of every kind.

“**29a.** All public or private bodies are authorized to assist the association or its works by gifts or grants in money or otherwise; and, in particular, every municipal corporation in the Island of Montreal is authorized to guarantee the debentures of the said association.

Exemption limited.

The association being one of public utility, and its resources devoted to gratuitous instruction, it is exempted from all commercial taxes and, with its property, is exempt from the payment of all other taxes which the municipality may levy, including school taxes.

The above exemption shall not apply to the real estate special taxes or contributions or to the water-rate; such exemption shall, however, not affect the immoveables or portions of immoveables of the association employed for the purposes mentioned in schedule D, nor the business tax, same schedule.”

Increase of capital stock.

Division into ordinary and preferred shares, &c.

“**29b.** The capital stock of the association may be increased from time to time by by-law, and divided either into ordinary shares or preferred stock or both. Such shares may be issued in several series. The privileges or preferences to be enjoyed by the preferred stock shall be determined by by-law.

Explanation of gifts under sections 29 and 29a.

“**29c.** The gifts made under section 29 or 29a, may consist of preferred stock in the name of the association, with or without the reservation in favor of the donor or his assigns of the right to vote on such shares. The dividends on such shares shall be used solely for the works of the association and cannot benefit the other shareholders.”

Secs. added after id., s. 30.

Certain fund may be established by by-law, and regulations made respecting same.

6. The following sections are added after section 30 of the said act :

“**30a.** The association may also, by a by-law of its board of directors, establish in the first place : a fund (*Caisse de Remboursement*) for the repayment on the death of members of *l'Association Saint Jean-Baptiste de Montréal* (*Caisse Nationale d'Economie*), of the amounts by them paid, the by-laws whereof shall be in accordance with schedule C annexed to this act, which by-laws shall be deemed to form part of this act; and secondly a trust department, whose by-laws shall be in accordance with schedule D, also annexed to this act, which by-laws shall be deemed to form part thereof.

Deposit of copy of by-law and notice

A copy of the by-law establishing such *Caisse* shall be deposited in the office of the Provincial Secretary, and a

notice under the signature of the head of that department may be published in the *Quebec Official Gazette*, declaring that such by-law has been passed and filed as aforesaid; and thereupon the said *Caisse* shall, under the name of "*Caisse de Remboursement*," constitute a distinct corporation, having all the powers conferred upon civil corporations by the laws of this country and the powers mentioned in schedule C. A copy of the by-law establishing the trust department shall also be deposited in the office of the Provincial Secretary."

thereof to be published.
Effect of such deposit and notice.

"30b. The association may also furnish the guarantee fund, wholly or partly, or subscribe, wholly or partly, the capital stock, mentioned in article 7 of the by-laws contained in schedule C, and in article 14 of the by-laws contained in schedule D, annexed to this act.

Association may furnish guarantee or subscribe for certain stock.

The association may also make, with the *Caisse* mentioned in the said by-laws, an arrangement tending to secure to the association the profit realized by such *Caisse*."

Other arrangements which association may make.

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

Coming into force.

SCHEDULE C.

BY-LAWS.

Art. 1.—*L'Association Saint Jean-Baptiste de Montréal*, under the powers conferred upon it by its charter, establishes a "*Caisse de Remboursement*" for the repayment on the death of members of *l'Association Saint Jean-Baptiste de Montréal (Caisse Nationale d'Economie)* of the amounts by them paid.

The association, for the purposes of such *Caisse*, constitutes a distinct corporation under the name of "*Caisse de Remboursement*," having all the powers conferred upon civil corporations by the laws of this country and those conferred by the present by-laws.

Art. 2.—The *Caisse* may, for such remuneration or consideration as may be agreed upon between it and the members of *l'Association Saint Jean-Baptiste de Montréal (Caisse Nationale d'Economie)*, guarantee to the heirs or assigns of the latter in case of death, the repayment of the amounts by them paid as members of the said *Caisse Nationale d'Economie*.

Art. 3.—All sums of money payable by the *Caisse* under the guarantee mentioned in the foregoing article are not liable to seizure.

Art. 4.—The provisions of articles 5584 to 5598, inclusively, of the Revised Statutes, but with the exception of the last paragraph of the latter article, are applicable to the *Caisse*, *mutatis mutandis*.

Art. 5.—The *Caisse* is managed by the board of the association or by a special committee appointed by such board, the general president and the secretary-treasurer of the association being *ex-officio* members of such committee.

Art. 6.—Articles 4651 to 4693 of the Revised Statutes shall apply to the *Caisse*, in so far as they are not inconsistent with these by-laws.

Art. 7.—The *Caisse* may, by by-law, a copy whereof shall be deposited in the office of the Provincial Secretary, establish either a guarantee fund or a capital stock, or both. The shares may be issued in one or more series and be subject to the conditions prescribed by the by-law. The *Caisse* may redeem such shares.

The *Caisse* may also, by by-law, issue bonds or debentures, payable at a specified term, in one or more series of various denominations, each being for one hundred dollars and less.

Art. 8.—The head office of the *Caisse* shall be in the city of Montreal.

SCHEDULE D

BY-LAWS

Art. 1.—*L'Association Saint Jean-Baptiste de Montréal*, in virtue of the powers conferred upon it by its charter, establishes a trust department, the operations whereof shall be carried on under the name of "*L'Association Nationale Fiduciaire*."

The word "association" when used alone means *L'Association Nationale Fiduciaire*, unless the context indicates otherwise.

Art. 2. The association is authorized :

1. To accept, fill and execute all such trusts as may be committed to it by any person or by any corporation, or by any court of law, on such terms as may be agreed upon, or as the court shall, in case of disability, approve ;

2. Generally, to act as agent or attorney for the transaction of business, the investment and collection of moneys, rents, interests, dividends, mortgages, bonds, promissory notes, and other securities ; to act as agent for the purpose of registering, issuing and countersigning the transfer and certificates of stocks, bonds, debentures, or other obligations of the Dominion of Canada or of any province thereof, or

of any corporation, association or municipality, and to receive and manage any sinking fund therefor, on such terms as may be agreed upon ;

3. To construct, maintain and operate and lease suitable buildings for the reception and storage of personal property of every nature and kind ; to act as agent, consignee and bailee thereof, and to take all kind of personal property for deposit and safe-keeping, on such terms as may be agreed upon ; and to make loans on the same ;

4. To lend money to any company, partnership or person, or corporate body, upon such terms as are deemed expedient ; to acquire, by purchase or otherwise, any of the property or assets, which may have been pledged, hypothecated or mortgaged with the company, as security for such loan, and to re-sell the same ;

5. To act as an agency or association for or on behalf of others who entrust it with money for loan or investment, upon any of the aforesaid securities ; to secure the repayment of the principal, or the payment of the interest, or both, of any moneys entrusted with the association for investment, and for the purpose of securing it against loss, upon any guarantee or obligation, or any advance made by the association, and to receive and dispose of any description of assets or collateral security, which is conveyed, pledged, mortgaged, or assigned to, or warehoused with the association, in connection with such guarantee, obligation, advance or investment ;

6. To promote, or assist in promoting any other company, and, for such purpose, to subscribe for, buy and sell debentures, mortgage debentures and such securities of such other company, and, otherwise, to employ the money or credit of the association, in any manner deemed expedient for any such purposes, either for actually employing any portion of the moneys of the association for such purpose, or by placing on the market, or guaranteeing the issue of, or the payment of interest on the shares, debentures, mortgage debentures, obligations or securities of such other company ; to act as agent for the purpose of collecting and converting into money such securities and properties pledged ; to close and wind up the business of persons, partnerships, associations or corporate bodies, and to do such incidental acts and things as are necessary for such purposes ;

7. To act as trustee for any debenture, bond or other security issued according to law by any municipal or other corporation or by this province ;

8. To accept, hold and exercise the office and perform all the duties of receiver, trustee, assignee, trustee for the

benefit of creditors, liquidator, executor, administrator, and curator, if appointed either by deed *inter vivos*, or by last will and testament, or by any court, notwithstanding the provisions of articles 364, 365, 366 and 367 of the Civil Code, preventing an association or corporation from acting in any of the said capacities. The said articles shall in nowise affect the present association.

Art. 3.—The association may acquire, hold and convey real estate for the following purposes :

1. Such as may be necessary for the transaction of its business ;

2. Such as may be taken by it in compromise or payment for any pre-existing indebtedness by any corporation, lawfully acquired by the said association ;

3. Such as may be purchased by it at any judicial or other sale, in forfeiture, or for the enforcement of any claim, mortgage, trust, or agreement, in the nature of a pledge or mortgage of the same, taken by the said association in the regular course of its business transactions.

Art. 4.—The association shall have power to receive money on deposit, and to allow interest on the same.

Art. 5.—The association may, from time to time, borrow money on its credit, and issue bonds or debentures, or other securities for any sums borrowed at such prices as are deemed necessary or expedient, and may hypothecate or pledge its moveable and immovable property to secure any sums borrowed by it.

The bonds or debentures may be issued in several series of various denominations, each being of one hundred dollars and less.

Art. 6.—The association may be surety upon any bond required in any judicial proceeding, and, subject to the discretion of the court, judge or official receiving such bond, the surety of the association shall suffice in all cases where two sureties are required.

The association may arrange for, receive and recover, if necessary, such remuneration as may be agreed upon for being such surety.

Art. 7.—The association is administered by a board of administration consisting of fifteen members at the most and of five at the least, appointed by the board of *L'Association Saint Jean-Baptiste de Montréal*, and chosen from amongst or outside of the members of such board or in such manner as may be determined by the by-law of the said board creating such trust department.

The general president and the secretary-treasurer of *L'Association Saint Jean-Baptiste de Montréal* are *ex-officio* members of such board of administration.

Art 8. — The president, vice-president, secretary or manager of the association, shall be liable to coercive imprisonment personally for the acts of the association, in those cases in which individuals exercising the same functions would be so liable.

Art. 9.—The association shall make an annual report to the Lieutenant-Governor in council.

Art. 10.—The moneys and securities of each trust shall always be kept distinct from those of the association and in separate accounts, and so marked in the books of the association for each particular trust as always to be distinguished from any other, in the registers and other books of account kept by the association, so that at no time shall trust moneys form part of or be mixed with the general assets of the association ; and the association shall, in the receipt of rents, and in the overseeing and management of trust or other property, keep distinct records and accounts of all operations connected therewith, and such trust moneys and other property shall not be liable for the ordinary debts and obligations of the association or of *l'Association Saint Jean-Baptiste de Montréal*.

Art. 11.—Articles 4651*a* to 4693 of the Revised Statutes shall apply to this association, in so far as they are not inconsistent with these by-laws.

Art. 12.—All the operations of the association in virtue of these by-laws shall be under the name of *L'Association Nationale Fiduciaire*. Separate books shall be kept in which shall be recorded all writings and transactions connected with such operations ; and as regards all things relating to such operations, the association may sue and be sued and be designated under the name of *L'Association Nationale Fiduciaire*.

Art. 13.—The extent of the liability of *L'Association Saint Jean-Baptiste de Montréal* for operations under these by-laws shall be determined by by-law of the board of management of the said *Association Saint Jean-Baptiste de Montréal*, a copy whereof shall be deposited in the office of the Provincial Secretary ; such extent of responsibility shall be fixed before commencing operations ; it may be increased, but never diminished.

Art. 14.—The said association may also, by by-law of the said board of management, a copy whereof shall also be deposited in the office of the Provincial Secretary,

establish either a guarantee fund or a capital stock, or either, in connection with the operations under these by-laws.

Shares may be issued in one or more series and shall be subject to the conditions prescribed by the by-laws.

The association shall have the right to redeem such shares.

A portion of the shares may be issued as paid up shares.

Art. 15—The head office of the said association shall be in the city of Montreal.

CHAP. 122

An Act to consolidate the charter of *La Société des Artisans Canadiens-Français*

[Assented to 25th April, 1903]

Preamble.

WHEREAS the French Canadian Artisans' Society of the city of Montreal has, by petition, represented :

That it was founded by Louis Archambault, Joseph Mercier, Pierre Giguère, Isidore Paquette, Toussaint Labelle, Edouard Grondin, Pierre Desautels, Léandre Lamontagne, Jean Baptiste Bélanger and others, under the act 40 Victoria, chapter 63, with a view of fraternal brotherhood and mutual protection, of securing to the widows and heirs of persons belonging to it pecuniary assistance by means of an indemnity, payable on the death of its members ;

That the last convention of the society has made important changes in its by-laws, and it has prayed that the charter be amended accordingly ;

Whereas an application to that effect is contained in the said petition, and it is expedient to grant the same ;

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

Certain persons incorporated.

Name and corporate powers.

1. The members of the said society are hereby constituted a body politic and corporate under the name of "*La Société des Artisans Canadiens-Français*"; and, under such name, they may exercise all the general powers vested in bodies politic ; sue and be sued ; acquire, hold and possess all moveable and immoveable property, and hypothecate, alienate, lease or otherwise dispose of the same, in whole or in part, and acquire others in lieu thereof ; provided such immoveables do not exceed in annual value the sum of ten thousand dollars.