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An Act to incorporate the "*Syndicat financier de l'Université Laval à Québec.*"

[Assented to 18th May, 1887.]

Preamble.

WHEREAS the Laval University, founded by the Seminary of Quebec, under Royal Charter, dated the 8th December, 1852, canonically erected by His Holiness Pope Pius IX, on the 15th May, 1878, has been hitherto supported solely at the expense of the Seminary of Quebec;

Whereas the better to secure the development and progress of Laval University in the city of Quebec, it is necessary that a corporation be created, with power to acquire, hold, alienate and administer the moveable and immovable property destined to promote the University education given by Laval University in the city of Quebec;

Whereas His Eminence Cardinal E. A. Taschereau, Monsignor M. E. Methot, Rector of Laval University; Rev. F. C. Gagnon, Procurator of the Seminary of Quebec, the Honorable Judge U. J. Tessier, Dr. C. E. Lemieux, Senior, the Honorable Gédéon Ouimet, L. G. Baillargé, Q. C., the Honorable Judge N. Casault, the Honorable Judge A. B. Routhier, Dr. L. J. A. Simard and other petitioners have, with the consent of the Seminary of Quebec, prayed to be incorporated, under the name of the "*Syndicat financier de l'Université Laval à Québec*" for the purposes aforesaid, that is to say, in the interest of the University education given by Laval University in the city of Quebec;

Therefore, Her Majesty, by and with the advice and consent of the Legislature of Quebec, enacts as follows:

Persons incorporated.
Name.

1. The following persons are constituted a body politic and corporate, under the name of the "*Syndicat financier de l'Université Laval à Québec,*" to wit:

1. The petitioners above named;
2. The members of the Board of Governors, hereinafter mentioned;
3. The professors of Laval University at Quebec;
4. The graduates of Laval University, residing in the ecclesiastical province of Quebec, and other graduates of Laval University, at Quebec, residing out of the province, who shall pay an annual contribution of fifty cents or five dollars in a single payment;
5. Subscribers of at least one hundred dollars to the funds of the corporation.

2. The corporation shall have power to acquire, either by gift, by purchase or lease, hold and administer moveable and immoveable property and to hypothecate, sell or exchange the same for others or alienate the same in any manner whatsoever, in whole or in part, and generally perform, as regards such property, all acts which an ordinary owner might perform.

Power to hold &c., property.

The corporation shall likewise have power to appear before the courts, to borrow, sign, endorse, accept and negotiate promissory notes, bills of exchange and other commercial securities, or to become parties thereto, under any title whatsoever, and shall further possess all the rights and powers belonging generally to corporations, in so far as they are not derogated from by this act.

Power to appear before the courts &c.

3. All property acquired or to be acquired and all revenues therefrom shall be the exclusive property of the corporation and be employed solely for the purposes of the corporation.

Application of revenues.

It is understood that all gifts and legacies to the Laval University, without any other special designation, by any person residing outside of the ecclesiastical province of Quebec shall *de jure* belong to the corporation.

Property in certain gifts.

The yearly revenue from the immoveable property of the corporation, held for purposes of revenue, shall not exceed fifty thousand dollars per annum.

Annual value of property to be limited.

4. The corporation shall exercise its rights and powers in the manner hereinafter set forth, by a general board called the "Board of Governors" and by an administrative board called the "Board of Management."

Board of Governors.

Board of Management.

5. The "Board of Governors" shall consist of *ex officio* governors and *elective* governors.

Composition of Board of Governors.

(a). The *ex officio* governors are :

1. The Roman Catholic Archbishop of Quebec and the Roman Catholic Bishops, his suffragans ;
2. The Rector of Laval University, and the procurator of the Seminary of Quebec ;
3. The head of each of the affiliated colleges in the ecclesiastical province of Quebec ;
4. Subscribers of at least five thousand dollars to the funds of the corporation ;
5. A delegate from every institution or corporation subscribing at least one thousand dollars.

(b). The *elective* governors are :

1. Two professors from each of the sections of the faculties of Divinity, Law, Medicine, and Arts, of Laval University at Quebec, elected by the professors of each faculty from among themselves ;
2. A member elected from amongst themselves by the

graduates who are members of the corporation in each of the four faculties;

3. A governor for every sum of five thousand dollars subscribed to the funds of the corporation, elected from amongst themselves by the subscribers of from one thousand dollars to five thousand dollars, provided the number of such governors does not exceed twenty.

Subscribers are entitled to a vote for every hundred dollars subscribed; subscribers of five thousand dollars and over, however, being *ex officio*, governors are not included in this category

(c) In addition to the governors constituted by the foregoing rules, the Board of Governors may increase the number of governors at the request of the Board of Management, provided the number of such additional governors does not exceed ten.

Term of office of elective Governors.

6. The elective governors are elected for three years and are eligible for re-election at the expiration of their term.

Election to be by ballot.

7. The election of the governors shall be by ballot, by the majority of votes and in accordance with the by-laws to be adopted.

Annual meeting of Board.

8. The Board of Governors, as constituted, and the quorum whereof shall be ten members, shall meet at least once a year, to receive the financial report of the Board of Management and to elect two members of the Board of Management.

Duties of Board

The Board of Governors shall see that the funds and revenues of the corporation have been employed for the purposes of the corporation and shall have power to appoint auditors of the accounts. It shall ratify or repeal, in whole or in part, the by-laws submitted to it by the Board of Management; it shall watch over the general interests of the corporation and meet as often as it shall deem advisable and whenever it shall be convened by the Board of Management.

President of Board.

The Archbishop of Quebec shall be, *ex-officio*, President of the Board of Governors. In his absence the senior bishop present shall preside; and, in the event of there being no bishop present, a president *ad hoc* shall be appointed by the members present by the majority of votes.

Composition of Board of Management.

9. The Board of Management shall consist:

1. Of a priest, appointed every year by the Archbishop of Quebec;
2. Of the Rector of Laval University;
3. Of a member selected every year by the Archbishop of Quebec and the Rector from amongst the professors of Laval University at Quebec;

4. Of two members elected from amongst themselves by the Governors.

10. The Board of Management shall have sole charge of the management and administration of the affairs of the corporation and shall, moreover, exercise all the rights and powers vested in the corporation set forth in section 2 of this act. Powers of Board of Management.

11. The Archbishop of Quebec shall be honorary president and the Rector of Laval University president *ex officio* of the Board of Management. President of Board.

The latter shall have the right to vote on all questions and shall, further, have a casting vote, when the votes are equal. Right to vote.

12. The Board of Management shall meet regularly at the dates which it shall determine and also whenever it may be necessary under the by-laws. Meetings of Board.

13. The Board of Management may make all necessary by-laws for the control of its operations or for any purpose whatsoever of the corporation. By laws which it may make.

Such by-laws shall come into force as soon as they are passed, but shall be submitted to the Board of Governors at its next meeting, in order that they may be ratified or repealed, in whole or in part. Coming into force and approval of by-laws.

14. The Board of Management shall report and render an account of its operations to the Board of Governors at least once a year. Reports to be made by it.

It shall, further, send a statement of account, every year to the Council of Laval University and a copy of such report shall also be addressed to the Provincial Secretary.

15. Nothing in the present act shall have the effect of infringing the rights and privileges of Laval University and of their Lordships the Bishops, as determined by the Royal Charter, the Bull of canonical erection and the "*Norma Consilii supremæ vigilantie*" respecting education, discipline, faith and morals. Certain privileges &c. not to be affected.

16. Subscribers to the funds of the corporation shall incur no personal liability, and shall be responsible to the corporation or to any person whomsoever only for the unpaid amount of their subscription. Subscribers not to be liable for debts.

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