

***The
Fondation
Fransaskoise
Act, 1998***

***Loi de 1998
sur la
Fondation
Fransaskoise***

being

A Private Act, Chapter 02 of the
Statutes of Saskatchewan, 1998
(effective June 11, 1998).

Loi Privé Chapitre 02 des *Lois de la
Saskatchewan de 1998*
(en vigueur à partir du 11 juin, 1998).

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.

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CHAPTER 02

An Act to incorporate the Fondation Fransaskoise

Preamble

Whereas La Fondation de la Radio Française en Saskatchewan was incorporated by chapter 6 of the *Statutes of Saskatchewan, 1975-76*; and

Whereas La Fondation de la Radio Française en Saskatchewan and the Association Culturelle Franco-Canadienne de la Saskatchewan have by petition prayed for an Act to incorporate the Fondation Fransaskoise and to transfer the assets of La Fondation de la Radio Française en Saskatchewan to the Fondation Fransaskoise and to transfer the assets of the Fonds Fransaskois of the Association Culturelle Franco-Canadienne de la Saskatchewan to the Fondation Fransaskoise, with the purposes and objectives being to receive, invest and manage funds in order to offer bursaries and to distribute grants to promote the development of the francophone community in Saskatchewan:

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 Fondation Fransaskoise Act, 1998*.

Interpretation

2 In this Act:

“**ACFC**” means the Association Culturelle Franco-Canadienne de la Saskatchewan or any successor association; («*ACFC*»)

“**CVFA**” means the Conseil de la Vie Française en Amérique, a body corporate by virtue of a federal charter, or any successor association; («*CVFA*»)

“**corporation**” means the Fondation Fransaskoise established pursuant to section 3; («*Fondation*»)

“**subsidiary fund**” means any fund created by a subsidiary agreement for a specific purpose from funds received from individuals or entities and whose general purposes and objects are similar to those of the Fondation Fransaskoise. («*fonds auxiliaire*»)

1998, c.02, s.2.

Incorporation

3 The Fondation Fransaskoise is constituted a body corporate under the name of La Fondation Fransaskoise.

1998, c.02, s.3.

Purposes and Objects of Corporation

4 The purposes and objects of the corporation are to carry on without pecuniary gain undertakings of a charitable, educational or religious nature as follows:

(a) to establish and promote the growth of a capital fund that would have as its general object the promotion and development of French language and culture and the francophone community of Saskatchewan;

(b) to receive, invest and manage funds including funds received from the Fondation de la Radio Française en Saskatchewan and from the Fonds Fransaskois of the ACFC;

- (c) to receive, invest and manage subsidiary funds;
- (d) to pay scholarships and bursaries to individuals, associations or corporations to pursue studies or perform research which promotes the development of French language and culture in the province of Saskatchewan and in particular but without restricting the generality of the foregoing, to promote the development of French language and culture in the field of communications;
- (e) to pay grants to individuals, associations or corporations to generally promote the development of French language and culture and the francophone community of Saskatchewan.

1998, c.02, s.4.

Transfer of Assets

5(1) The assets of the Fondation de la Radio Française en Saskatchewan and the assets of the Fonds Fransaskois of the ACFC are hereby transferred and become the assets of the Fondation Fransaskoise.

(2) The capital of the corporation may be spent on the objects and purposes of the corporation but at no time may the capital of the corporation be reduced to less than \$800,000.00.

1998, c.02, s.5.

Powers of Corporation

6 In addition to the powers, rights and privileges conferred upon or vested in a corporation by the laws of Saskatchewan, and in particular sections 16 and 17 of *The Interpretation Act, 1995*, the corporation shall have full power and authority:

- (a) to purchase, lease, acquire, hold, own, possess and enjoy, and to have, take, accept and receive for itself and its successors, lands, tenements, hereditaments and real and immovable property within Saskatchewan necessary for carrying out the objects and purposes of the corporation;
- (b) to purchase, lease, acquire, hold, own, possess and enjoy and to have, take, accept and receive for itself and its successors any and all property, movable or immovable, stocks, shares, debentures, money or security for the payment of money, whether in exchange for valuable consideration or acquired by gift, devise and bequest or otherwise howsoever;
- (c) to sell, mortgage, lease, exchange or otherwise deal with or dispose of its real and personal property or any portion of either and with the proceeds thereof to acquire other real and personal property to such extent as may be deemed advisable or desirable, and to make and execute all necessary and proper conveyances, transfers or other instruments for carrying the same into effect;
- (d) to acquire, take possession of and hold as the corporation may deem proper all such property, real, personal or mixed, as may at any time be mortgaged, hypothecated or pledged to the corporation by way of security or conveyed to it in satisfaction of obligations or debts due or owing to it from any person, firm or corporation;

- (e) to borrow from any person, firm, bank, credit union, caisse populaire or corporation such sum or sums of money as may be found or deemed to be necessary for the purposes of the corporation and to secure any loan to the lender or lenders by bonds, debentures, bills of exchange, promissory notes, mortgages, or any other instruments that may be required or deemed necessary or desirable by the lender or lenders;
- (f) to invest all or any sums of money belonging to the corporation and any property or security whatsoever for the use, purpose or benefit of the corporation;
- (g) to draw, accept, make, endorse and negotiate bills of exchange and promissory notes and other negotiable securities as and when required for the purposes of the corporation;
- (h) to adopt a corporate seal and to change it at will;
- (i) to demand, receive, sue for, recover and compel the payment of all sums of money that may become due and payable to the corporation, and to apply the said sums for the objects and purposes of the corporation and generally to sue and be sued;
- (j) to acquire, accept, solicit or receive any gift of real or personal property, either as an annual or other contribution or as an addition to the fund or funds of the corporation, in order to further attain the objects set out above;
- (k) to employ and pay such assistants, clerks, agents, representatives and employees and to procure, equip and maintain such offices and other facilities and to incur such reasonable expenses as may be necessary;
- (l) to do any and all other things that are incidental or conducive to the attainment of the objects for which the corporation is established.

1998, c.02, s.6.

Board of Directors

- 7(1) The corporation shall be under the management and administration of a board of directors.
- (2) The board shall consist of not less than 11 and not more than 15 members who must be members of the corporation.
- (3) At all times a majority of the board must be elected by and from the membership.
- (4) A maximum of six board members may be appointed, one by the ACFC, one by the CVFA, two by the subsidiary funds and two by the board of directors.
- (5) The following persons shall constitute the first board of directors under this Act and shall hold office until their successors are appointed as herein provided:
 - (a) ten persons appointed by and from the board of the Fondation de la Radio Française en Saskatchewan; and
 - (b) five persons appointed by and from the Fonds Fransaskois of the ACFC.

1998, c.02, s.7.

Powers of Board of Directors

8(1) The board of directors shall manage and administer the corporation in compliance with the purposes and objects of the corporation as defined in this Act and the bylaws, as may be adopted from time to time by the membership.

(2) The board of directors shall establish the first bylaws.

(3) The board of directors shall hold an annual meeting in compliance with the bylaws.

(4) The board of directors shall meet from time to time in order to carry out the purposes and objects of the corporation and report as required to the membership.

(5) The board of directors shall have full power from time to time to carry out all matters and things which to the board may seem good, fit and useful for the good order, government and advancement of the corporation in compliance with this Act and the bylaws.

(6) All bylaws once duly adopted shall be binding upon all members of the corporation.

(7) The board of directors may, at any time, appoint an executive committee and such other committees that are provided for by the bylaws or that it considers necessary and may delegate any of its powers to such committees which shall consist of such of the directors and of such other persons as the board may deem advisable and as the bylaws may allow.

(8) Any committee formed pursuant to subsection (7) shall, in the exercise of the powers so delegated, conform and be subject to such bylaws, rules and regulations as may exist from time to time.

(9) The board of directors shall have the power, subject to the bylaws, to appoint and to remove officers, agents and servants of the corporation.

1998, c.02, s.8.

Members of the corporation

9(1) Until the first annual meeting of the corporation, the membership shall consist of the members of the Fondation de la Radio Française en Saskatchewan and the members of the Fonds Fransaskois of the ACFC.

(2) After the first annual meeting of the corporation, the membership shall consist of those persons defined as members in the bylaws.

1998, c.02, s.9.

Powers of the members

10 Members of the corporation have the right to:

- (a) elect by region a majority of the members of the board of directors;
- (b) adopt, amend and repeal the bylaws of the corporation from time to time;
- (c) attend regional meetings of the corporation and receive reports from time to time.

1998, c.02, s.10.

Contents of bylaws

11 Subject to this Act, bylaws may be made by the members for the following purposes:

- (a) designating the head office of the corporation;
- (b) prescribing the use of the corporate seal;
- (c) respecting the official language of the corporation;
- (d) respecting eligibility for membership and classes of membership;
- (e) prescribing the number, manner of appointment and term of office of members of the board of directors;
- (f) prescribing the time, place, notice of and procedures at meetings of the board of directors;
- (g) establishing any committees that may be necessary and prescribing the manner of election or appointment of members to those committees;
- (h) establishing regions in the province of Saskatchewan;
- (i) providing for regional meetings;
- (j) prescribing the time, place, notice of and procedure at the regional meeting of members;
- (k) fixing the fiscal year of the corporation and providing for the audit of the accounts and transaction of the corporation;
- (l) respecting the financial affairs and execution of documents of the corporation;
- (m) providing for subsidiary agreements to create and manage subsidiary funds;
- (n) providing for rules and regulations by the board of directors;
- (o) providing for amendments to the bylaws.

1998, c.02, s.11.

Execution of documents

12 All grants, conveyances, deeds, transfers, leases, assignments, releases, discharges and all other instruments shall be made and executed on behalf of the corporation under its corporate seal attested by the signatures of such directors, officers or other persons as are authorized to do so by bylaw.

1998, c.02, s.12.

Reimbursement of expenses

13 The members of the board of directors shall not be entitled to any remuneration for their services but they shall be entitled to reimbursement of all necessary and reasonable expenses incurred in the carrying out of their duties as directors, as authorized by the bylaws, rules and regulations.

1998, c.02, s.13.

Dissolution

14 If for any reason the corporation abandons its charitable, educational or religious objects and purposes for which it was incorporated, it shall immediately proceed to surrender its incorporation by petitioning The Saskatchewan Legislative Assembly for a Bill to repeal this Act, and, after payment of all debts and liabilities:

(a) all of the remaining assets of the corporation shall be transferred to the ACFC, or, should it have ceased to exist without a successor, to a francophone entity in Saskatchewan, and if none exists, to the CVFA, or should that corporation have ceased to exist, to one or more charitable organizations in Canada having similar objects as the corporation and as may be decided by the members of the corporation in a general meeting;

(b) with respect to subsidiary funds, the remaining assets shall be transferred pursuant to the subsidiary agreement made at the time of the creation of the subsidiary fund or failing same, pursuant to subparagraph (a) above.

1998, c.02, s.14.

Repeal

15 *An Act to incorporate La Fondation de la Radio Française en Saskatchewan*, chapter 6, *Statutes of Saskatchewan, 1975-76*, is repealed.

1998, c.02, s.15.

