

The Conference of Mennonites of Saskatchewan Act

being a Private Act

Chapter 01 of the *Statutes of Saskatchewan, 1998*
(effective June 11, 1998) as amended by the *Statutes of
Saskatchewan, 2002, c.01*.

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 01

An Act respecting Mennonite Church Saskatchewan

WHEREAS Conference of Mennonites of Saskatchewan, having been earlier incorporated under *The Societies Act* of Saskatchewan, was continued as a body corporate on March 30, 1982, under *The Non-profit Corporations Act*, being chapter N-4.1 of the Statutes of Saskatchewan, 1979, as amended; and

WHEREAS a Petition has been presented praying that an Act be passed by the Legislative Assembly of Saskatchewan as hereinafter set forth for the continuance of Conference of Mennonites of Saskatchewan; and

WHEREAS it is expedient to grant the prayer of the said Petition:

NOW 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 Conference of Mennonites of Saskatchewan Act*.

Interpretation

2 In this Act:

“**Corporation**” means Mennonite Church Saskatchewan continued pursuant to section 3;

“**person**” includes an individual, partnership, association, body corporate, trustee, executor, administrator or legal representative.

1998, c.01, s.2; 2002, c.01, s.4.

Continuance of Body Corporate

3 Conference of Mennonites of Saskatchewan, continued as a body corporate pursuant to *The Non-profit Corporations Act* on March 30, 1982, as corporation number 201124, is hereby continued as a body corporate subject to the following provisions:

(a) the property of Conference of Mennonites of Saskatchewan shall continue to be the property of the Corporation;

(b) the Corporation shall continue to be liable for the obligations of Conference of Mennonites of Saskatchewan;

(c) an existing cause of action, claim or liability to prosecution is unaffected;

(d) a civil, criminal or administrative action or proceeding pending by or against Conference of Mennonites of Saskatchewan may be continued to be prosecuted by or against the Corporation; and

(e) a conviction against, or ruling, order or judgment in favour of or against Conference of Mennonites of Saskatchewan may be enforced by or against the Corporation;

(f) the bylaws of Conference of Mennonites of Saskatchewan shall continue as the bylaws of the Corporation until replaced or amended by the Corporation.

1998, c.01, s.3.

Members

4 The members of the Corporation are:

- (a) those persons who are members of the Corporation as of the date of this Act coming into force; and
- (b) such other persons as may thereafter become members of the Corporation in accordance with this Act and the bylaws of the Corporation.

1998, c.01, s.4.

Head office

5 The head office of the Corporation shall be located in such place in Saskatchewan as may from time to time be designated by the bylaws of the Corporation.

1998, c.01, s.5.

Objectives

6 The objects of the Corporation are:

- (a) to promote spiritual growth and unity among its members;
- (b) to give mutual assistance in the work of the Kingdom of God;
- (c) to perpetuate the common faith of its membership as a witness to the world; and
- (d) to relate to and co-ordinate that part of Mennonite Church Canada which requires contact and liaison within the Province of Saskatchewan.

1998, c.01, s.6; 2002, c.01, s.5.

Powers

7(1) The Corporation has the capacity and, subject to this Act, the rights, powers and privileges of a natural person.

(2) Without limiting the generality of subsection (1), the Corporation has the power to:

- (a) acquire, hold and dispose of any real and personal property or portion thereof;
- (b) invest all or any portion of its funds in any property or security;
- (c) borrow or raise money and secure its repayment by issuing bonds, debentures, bills of exchange, promissory notes, mortgages or any other instrument that the Corporation may consider necessary;
- (d) acquire, take possession of, hold and dispose of, as the Corporation may deem proper, any and all real and personal property mortgaged, hypothecated or pledged to the Corporation by way of security or conveyed to it in satisfaction of obligations or debts owing to it from any person, firm or corporation;
- (e) draw, accept, make, endorse and negotiate bills of exchange and other negotiable instruments;
- (f) enter into any contract or arrangement to affiliate the Corporation with any other corporation or legal entity which has similar objects;

- (g) fix fees for any services rendered by the Corporation;
- (h) solicit for and receive bequests, devises and donations of every kind and description and to otherwise raise funds for the purposes of the Corporation together with the power, in the sole discretion of the Corporation's officer's and/or Board of Directors, to refuse to accept any bequest, devise or donation;
- (i) have a corporate seal and to change it at will;
- (j) do any and all other things that are necessary, incidental, or conducive to the attainment of the objects of the Corporation or to the exercise of any powers mentioned in this Act.

1998, c.01, s.7.

Bylaws

8(1) The Corporation may make, amend and repeal any bylaws that it considers advisable for the conduct of its affairs.

(2) Without limiting the generality of subsection (1), the Corporation may make bylaws to provide for any or all of the following matters:

- (a) the government and proper administration of its property, affairs and interests including the appointment or election of officers, a Board of Directors and/or a General Council to transact the business of the Corporation;
- (b) the terms of admission of members and their rights and obligations;
- (c) the conditions of withdrawal of members and the manner, if any, in which a member may be expelled;
- (d) the calling of regular and special meetings of members and delegates of members, and of any special boards, commissions and committees and fix the quorums and establish the procedures for such meetings;
- (e) the voting rights of members and delegates of members at meetings of the Corporation and the elections of delegates of members to meetings of the Corporation;
- (f) the right of persons who are not members of the Corporation to attend at, and to vote at, meetings of the members of the Corporation;
- (g) officers, agents and employees of the Corporation, including their titles, duties, methods of appointment, terms of office, remuneration and reimbursement of expenses;
- (h) a fiscal year end and for the appointment of an auditor to audit the accounts of the Corporation;
- (i) create and provide for the powers of a Board of Directors to manage the affairs of the Corporation; and
- (j) generally for the carrying out of the objects and purposes of the Corporation.

1998, c.01, s.8.

Board of Directors

9(1) The Corporation may exercise all its powers by and through a Board of Directors established by the bylaws or such other bodies or committees as the Corporation may from time to time provide for in its bylaws for the management of all or any of the property or affairs of the Corporation.

(2) The Board of Directors of the Corporation shall consist of those persons who are from time to time designated in accordance with the bylaws of the Corporation.

1998, c.01, s.9.

Maintenance of records

10(1) The Corporation shall prepare and maintain records containing:

- (a) this Act and any amendments subsequently made thereto; and
- (b) the Corporation's bylaws.

(2) The Corporation shall prepare and maintain adequate accounting records.

(3) Any member of the Corporation may examine the records referred to in subsection (1) during normal business hours.

1998, c.01, s.10.

Winding up

11 Upon the winding-up of the Corporation, any remaining property of the Corporation shall be transferred to Mennonite Church Canada or its legal successor, or to such other charitable organization in Canada the objects of which, in the opinion of the officers and/or Board of Directors of the Corporation, most closely resemble those of the Corporation.

1998, c.01, s.11; 2002, c.01, s.6.

Accounting

12 When directed to do so by the Lieutenant Governor in Council, the Corporation shall provide an account in writing of its property and affairs.

1998, c.01, s.12.

No Personal Liability

13 No member, officer or member of any committee of the Corporation shall be personally liable for any debt or liability of the Corporation.

1998, c.01, s.13.

Ceasing as Corporation under *The Non-profit Corporations Act*

14 Upon the coming into force of this Act, the Corporation shall cease to be a corporation under *The Non-profit Corporations Act* of the Statutes of Saskatchewan, 1979 and its successor Act, *The Non-profit Corporations Act, 1995*.

1998, c.01, s.14.

Editorial Appendix

Chapter 01 of 2002 allows for a transitional application as follows:

“Transitional

7(1) Upon the coming into force of this Act:

- (a) the property of Conference of Mennonites of Saskatchewan as it existed on the day before this Act comes into force continues to be the property of Mennonite Church Saskatchewan;
- (b) Mennonite Church Saskatchewan continues to be liable for the obligations of Conference of Mennonites of Saskatchewan as it existed on the day before this Act comes into force;
- (c) any existing cause of action, claim or liability is not affected by the enactment of this Act and any existing cause of action, claim or liability continues to apply to Mennonite Church Saskatchewan notwithstanding the enactment of this Act;
- (d) a civil, criminal or administrative action or proceeding pending by or against Conference of Mennonites of Saskatchewan as it existed on the day before this Act comes into force may be continued to be prosecuted by or against Mennonite Church Saskatchewan;
- (e) a conviction against, or ruling, order or judgment in favour of or against Conference of Mennonites of Saskatchewan as it existed on the day before this Act comes into force may be enforced by or against Mennonite Church Saskatchewan;
- (f) the bylaws of Conference of Mennonites of Saskatchewan that were in force on the day before this Act comes into force continue as the bylaws of Mennonite Church Saskatchewan until replaced or amended by Mennonite Church Saskatchewan pursuant to this Act;
- (g) a person who holds elected office within the Conference of Mennonites of Saskatchewan on the day before this Act comes into force continues in office until the earlier of the following dates:
 - (i) the date elections for office are next held pursuant to this Act and the bylaws; and
 - (ii) the date the person dies, resigns or otherwise ceases to hold elected office.

(2) If a will, within the meaning of *The Wills Act, 1996*, made before or after the coming into force of this Act, that is probated after the coming into force of this Act directs that assets be given to Conference of Mennonites of Saskatchewan the assets that would have been given to that entity are to be given to Mennonite Church Saskatchewan.

(3) Notwithstanding any other Act or law, on and from the coming into force of this Act, a reference to Conference of Mennonites of Saskatchewan in a will, bequest or gift is deemed to be a reference to Mennonite Church Saskatchewan.”

