



## CHAPTER 94.

## An Act to incorporate the Vancouver Foundation.

[Assented to 30th March, 1950.]

## Preamble.

WHEREAS The Vancouver Foundation was incorporated on the fourteenth day of September, 1943, under the "Societies Act":

And whereas it is desirable to create a perpetual body to acquire all the assets of The Vancouver Foundation aforesaid, and to receive donations in trust for charitable purposes to the end that the net annual income arising from such assets and donations shall be devoted perpetually to charitable purposes:

Therefore, His Majesty, by and with the advice and consent of the Legislative Assembly of the Province of British Columbia, enacts as follows:—

## Short title.

1. This Act may be cited as the "Vancouver Foundation Act."

*Creation of Foundation.*

## Creation of Vancouver Foundation.

2. There is hereby created a corporation which shall be a body politic and corporate, without share capital, under the name of the "Vancouver Foundation."

## Members of Foundation.

3. The corporation (hereinafter called "the Foundation") shall be composed of the members for the time being of the Board of Directors (hereinafter called "the Board").

*Transfer of Property to Foundation.*

## Assets of The Vancouver Foundation transferred to the Foundation.

4. All the property, real and personal, and whether in possession or in action, including the benefits under any agreement whatsoever of The Vancouver Foundation incorporated under the "Societies Act" are hereby transferred to and vested in the

Foundation, and all the debts and obligations of any kind whatsoever of The Vancouver Foundation shall be paid and discharged by the Foundation.

Dissolution of  
The Vancouver  
Foundation.

5. Notwithstanding anything in the "Societies Act" to the contrary, The Vancouver Foundation is dissolved.

*Objects.*

Objects.

6. The objects of the Foundation are to provide care for needy men, women, and children, and in particular the sick, aged, destitute, and helpless; to promote educational advancement and scientific or medical research for the increase of human knowledge and the alleviation of human suffering; to better underprivileged or delinquent persons; and to provide for such other charitable purposes as may in the discretion of the Board appear to contribute to the mental, moral, and physical improvement of the inhabitants of Greater Vancouver.

*Powers.*

Powers.

7. The Foundation is empowered:—

- (a) To receive bequests, devises, and donations of every kind and description whatsoever, and hold, control, administer, and deal with property of every kind and description, whether real or personal and wheresoever situate, and to refuse to accept any bequest, devise, and donation in the sole discretion of the Board:
- (b) If not in contravention of an express term of the bequest, devise, or donation under which it is received, to convert any property at any time or from time to time received or held by the Foundation into any other form, and for such purpose to sell, dispose of, assign, transfer, lease, or exchange the same:
- (c) To pass on and entrust to one or more trust companies the custody and management of all or any portion of the property at any time or from time to time received or held by the Foundation, in such manner and in such portions as the Board may deem proper, and enter into agreements with such companies with regard thereto:
- (d) To lease any lands at any time held by the Foundation.

Power to Court to  
direct transfer to  
the Foundation of  
certain trust  
properties.

8. (1) Where any person holds any property in trust for any charitable purpose or for the benefit of any institution or class or group of persons, or for any purpose of a nature similar to the objects for which the income of the Foundation may be used under this Act, and where by reason of the object of the trust having ceased to exist or the trust having become substantially

incapable of performance, the trust cannot be further administered, or where the trustee of any such property wishes to be discharged from the administration of such trust, then such person trustee as aforesaid may, upon notice to the Foundation, apply to the Supreme Court or a Judge thereof for an order directing him to assign, set over, transfer, and convey such property to the Foundation to be used for such charitable purpose or purposes as the Court may stipulate by its order, or otherwise, to be used by the Foundation in the same manner and for the same purposes as other donations that may be made to the Foundation under this Act; and the said Court or a Judge thereof is empowered to make an order to assign, set over, transfer, and convey such property to the Foundation as may then appear proper, and any trustee upon complying with the order shall thereupon be relieved and discharged of all further responsibility in respect of the property so handed over pursuant to the order.

Power to Court to change trusts upon which properties are held.

(2) Where by reason of the object of the trust having ceased to exist or the trust having become substantially incapable of performance, the trust cannot be administered, the Foundation, being the trustee, may apply to the Supreme Court or a Judge thereof for an order directing the property held upon such trusts to be used for such charitable purpose or purposes as the Court may stipulate by its order, or otherwise, to be used by the Foundation in the same manner and for the same purposes as other donations that may be made to the Foundation under this Act.

Appointment by Foundation of trust companies.

9. The Foundation, as soon as practicable after a donation has been received, shall appoint one or more trust companies to have custody of the property included in the donation, or such portion or portions thereof as may be allotted to each of such companies by the Board, and to act as trustee or trustees thereof for the Foundation under the direction and control of the Board.

Directions to trust company.

10. In making an appointment of a trust company pursuant to section 8, the Board shall direct the trust company to give effect to any directions in writing given by the donor and expressed in the instrument creating the trust.

Power to revoke appointment of a trust company.

11. The Foundation may at any time, on a resolution passed by a majority of the Board, revoke the appointment of any trust company as a trustee and appoint another trust company as a new trustee.

No trust company to be appointed unless authorized to act as executor, etc.

12. No trust company shall be appointed by the Foundation unless it is authorized to act as an executor and administrator in the Province.

Duties of trust  
companies appointed  
by the Foundation.

**13.** Each trust company during its continuance in office as trustee for the Foundation shall:—

- (a) Have custody of and deal in an efficient manner with all property entrusted to it by the Foundation, and shall make all investments, reinvestments, conversions, sales, or dispositions thereof as it may from time to time be instructed in writing by the Board; and only such investments may be made as are authorized under The Canadian and British Insurance Companies Act, 1932, of Canada for the investment of the funds of any company registered under that Act:
- (b) Under the direction of the Board, and subject to the provisions of any express bequest, devise, or donation, give effect to and observe all directions given to it by the Board with regard to any property entrusted to it by the Foundation:
- (c) Distribute from the moneys in its possession such sums in such manner as the Board at any time or from time to time by resolution directs:
- (d) Pay all such accounts and expenses relating to any property entrusted to it as the Board directs in writing.

Power to distribute  
income for needy  
persons, etc.

**14.** The Board is empowered at the end of each fiscal year to use and distribute such portion of the income of the Foundation for such year as the Board may deem proper for providing care for needy men, women, and children, and in particular the sick, aged, destitute, and helpless; for promoting educational advancement or scientific or medical research for the increase of human knowledge and the alleviation of human suffering; for the betterment of underprivileged or delinquent persons; and for such other charitable purposes as may in the discretion of the Board appear to contribute to the mental, moral, and physical improvement of the inhabitants of Greater Vancouver.

Duty to carry out  
directions of donors.

**15.** For the purpose of effectuating its objects, the Board shall carry out the directions of donors where definite directions in writing are given.

Where definite  
directions not given  
by donors.

**16.** (1) Where definite directions in writing by donors are not given, the income shall be accumulated in a general fund which may be distributed as set out in clauses (a) and (b):—

- (a) When the Community Chest of Greater Vancouver distributes in a calendar year not less than a sum equal to one dollar for each inhabitant of Greater Vancouver, the Board is empowered at the end of such calendar year to distribute the whole or any part of the income

in the said general fund to the Community Chest and Council of Greater Vancouver:

- (b) Should the Community Chest and Council of Greater Vancouver fail to distribute in any calendar year a sum equal to one dollar for each inhabitant of Greater Vancouver, then the Board is empowered at the end of such calendar year to distribute the whole or any part of the income in the general fund, that is not under any bequest, devise, or donation held in trust for some other object, for the assistance of such institutions, organizations, agencies, and bodies including the Community Chest and Council of Greater Vancouver as may be engaged in the promotion or advancement of the aforesaid objects or any of them, and the Board shall have full power and discretion to determine what institutions, organizations, agencies, or bodies (whether or not the same be within the limits of Greater Vancouver) are to benefit by such assistance in such year and to what extent.

(2) All powers, authority, and discretion that under the provisions of this section are exercisable by the Board shall be exercised in the full and absolute discretion of the Board or by a majority of the members of the Board present at any duly constituted meeting thereof, and the decision of the Board, or of such members, shall be final and conclusive.

(3) In order to determine the number of inhabitants of Greater Vancouver for the purpose of clauses (a) and (b) of subsection (1), the Board shall accept any official report upon the population of Greater Vancouver issued under the authority of the Government of Canada or of British Columbia, and in default of any such report such population shall be deemed to be four hundred thousand.

Net income devoted  
to charity in  
perpetuity.

17. In the absence of any direction by the donor, it shall be deemed that all contributions are to be invested and the net income devoted in perpetuity for charitable purposes as provided in this Act and subject to the provisions of sections 16 and 18.

Power to devote  
part of principal  
to purposes of  
Foundation.

18. By a resolution approved by all the members of the Board, part of the principal constituting the trust estate, excluding property specifically bequeathed, devised, or donated, may be withdrawn and disbursed from time to time for any purpose within the objects of the Foundation: Provided that not more than five per centum of the entire amount held as principal at the time of any withdrawal shall be so withdrawn, and no subsequent withdrawal shall take place till the amount of the prin-

cipal is at least equal to the amount thereof at the time of the last previous withdrawal.

Part of income for benefit of places outside Greater Vancouver.

19. Where property has been donated to the Foundation and the donor is desirous that a part of the income derivable therefrom shall be distributed for charitable purposes for the benefit of citizens of other places than Greater Vancouver and so indicates in the instrument creating the trust, the Board may accept and exercise the trust in respect of the distribution of such part as fully and effectually as in respect of the remainder.

Donations to take effect in future.

20. Where a donation is made to the Foundation in trust of any property to take effect in future, the Board is empowered to accept and exercise any powers of appointment, settlement, or distribution with respect to the income in whole or in part derivable from such property in the interim, and also power to nominate executors and trustees in the manner provided in the instrument creating the trust.

*Board.*

Board of Directors.

21. The Board shall consist of nine residents of Greater Vancouver.

Members of Board ex officio.

22. The Mayor of the City of Vancouver for the time being shall be a member by virtue of his office, and the Chairman of the Community Chest and Council of Greater Vancouver shall be a member by virtue of his office.

Remaining members of Board.

23. The following persons and their successors who shall be chosen as prescribed in section 24 shall be members of the Board, namely: Whitford Julian Van Dusen and Alexander Douglas Wilson, both of whom shall hold office until the thirty-first day of December, 1950; Eric Vickers Chown, who shall hold office until the thirty-first day of December, 1951; Robert Barnett MacKay and Alan Holmes Williamson, both of whom shall hold office until the thirty-first day of December, 1952; and Gordon Farrell and Charles Thomas McHattie, both of whom shall hold office until the thirty-first day of December, 1953.

Appointment of successors to persons named in s. 23.

24. Upon any of the persons mentioned in section 23 ceasing to be a director, his vacancy shall be filled for the term of four years as follows: In the case of Robert Barnett MacKay, by a nominee of the Pacific Subsection of the Canadian Bankers Association in the City of Vancouver; in the case of Charles Thomas McHattie, by a nominee of the Vancouver Board of Trade; in the case of Alexander Douglas Wilson, a member of the Law Society of the Province of British Columbia nominated by the Chief Justice of the Supreme Court of British Columbia; in the

case of Eric Vickers Chown, a nominee of the Vancouver Life Insurance Managers' Bureau; and in the case of Gordon Farrell, Whitford Julian Van Dusen, and Alan Holmes Williamson, by such persons as are from time to time elected by the other members of the Board.

**Term of office.**

**25.** The persons nominated and appointed for membership on the Board pursuant to section 24 shall remain members of the Board for the term of four years unless they have been elected to fill a vacancy arising under section 28, in which case the term of office will expire on the date upon which the predecessor's term would ordinarily have ended.

**Eligibility of members for re-election.**

**26.** Any member of the Board shall, on the expiration of his term of office, be eligible for re-election.

**Resignation of members on request of majority of Board.**

**27.** Any member of the Board other than the Mayor of the City of Vancouver or the Chairman of the Community Chest and Council of Greater Vancouver may, on the request in writing signed by a majority of the Board, be required to resign as a member of the Board.

**Vacancy by reason of death, etc.**

**28.** Upon the expiration of the term of office of any member of the Board other than the Mayor of the City of Vancouver and the Chairman of the Community Chest and Council of Greater Vancouver, whether by death or by change of residence from Greater Vancouver or by resignation or by virtue of a request pursuant to section 27, a new member shall be appointed in place of the member whose term of office has expired in the same manner as the member was appointed whose membership is to be filled and for the unexpired term of such member.

**Appointment of officers and employees.**

**29. (1)** The Board may appoint such officers and engage such employees at such salaries or for such remuneration as the Board may deem proper and necessary, and may incur such expenditure incidental to the conduct of the affairs of the Foundation and the carrying-out of its objects as to the Board appears requisite.

**(2)** No salaries or other expenditure shall be paid unless payment is approved by the Board.

**No remuneration for members of Board.**

**30.** No salary or reward or profit of any kind shall be paid or given to any member of the Board.

**By-laws.**

**31.** The Board may pass by-laws regulating the carrying-out of such duties as are by this Act assigned to the Foundation or the Board, including the fixing of the fiscal year, the time or times of distribution and audit and of the publication thereof, the appointment of a chairman, and such other matters as may be deemed advisable for the convenient and efficient carrying-out of the objects of this Act.

**Audit.**

32. (1) The Foundation shall cause an audit to be made at least once in every fiscal year by an independent auditor of the receipts and disbursements of the Foundation, and shall cause to be published in the City of Vancouver a balance-sheet and statement of income and expenditures duly certified by such auditor.

(2) It shall be the duty of any trust company appointed by the Board under this Act to give full information and permit the necessary inspection to enable such audit to be made.

**Execution of transfers, etc.**

33. All transfers, assignments, or conveyances of property by the Foundation shall be executed by and on behalf of the Foundation in such manner as the Foundation may from time to time by by-law prescribe, and shall further be executed by the trustee for the time being of the property to be so transferred, assigned, or conveyed.

*General Provisions.***Provisions relating to donations.**

34. Any form of words shall be sufficient to constitute a donation for the purpose of this Act so long as the donor indicates an intention to contribute presently or prospectively to a fund or foundation of the general character indicated in this Act.

**Liberal construction.**

35. This Act is to be construed liberally to the end that the Courts of British Columbia may assist in making effective gifts for charitable purposes, and may, in case of any failure on the part of the Foundation or those entrusted with the powers of appointing the Board, or otherwise howsoever, do what may be necessary to carry out the true intent and purpose of this Act.

**Rule against perpetuities.**

36. The rule against perpetuities shall not apply to donations of the character indicated in this Act.

**Interpretation.**

37. For the purposes of this Act, Greater Vancouver shall be deemed to include the areas of the Cities of Vancouver and North Vancouver; the District of North Vancouver; the Municipalities of West Vancouver, Burnaby, and Richmond; and any areas added to any of them.

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