

May 2, 1996

**The Chair:** — I guess I'll call the meeting to order and bring up an item that I believe you're being given some information on . . . (inaudible interjection) . . . Yes, that you're being given some material on. It has to do with TD (Toronto Dominion) Trust Company and I'm going to make a recommendation for the committee to decide one way or the other.

And the recommendation is that we as a committee be prepared to meet an extra time to facilitate allowing this Bill through if they can meet the items that they'd have to meet outside of this committee. Number one, which is two weeks of consecutive advertising, I believe, or maybe it's three — whatever the number is — and if no other group or department comes forward with and opposes the Bill, that simply that we as a committee say that we're prepared to do that, to do the extra meeting and to facilitate in that particular manner.

It's possible for us to do that under rule 84, and we would need, though, in order to do it under that rule, some grounds for recommending that. And so at the end of the meeting, at the end of the other four Bills, if we acquired that, then we'd go ahead. And that's basically what I'm proposing, and if the committee is agreeable to that then we would follow on that procedure. Is everyone agreed to that? Okay.

Then we'll revert to the written procedures that you have there and start with Bill . . . Now who all do we have here so we can make sure we're in . . . Are those here for Bill No. 01?

**Bill No. 01 — An Act Respecting St. Paul's Hospital (Grey Nuns) of Saskatoon, being An Act to Amend and Consolidate An Act to incorporate St. Paul's Hospital (Grey Nuns) of Saskatoon**

**The Chair:** — Okay, could the witnesses and the sponsor for Bill No. 01, would they please take the chairs at the other end of the room here. Okay.

And I would ask Mr. Pringle to make a few remarks and introduce everyone to start the show on the road.

**Mr. Pringle:** — Thank you very much, Mr. Chairman, and members. Good morning. I have with me, to my immediate left Darlene Wingerak, the legal counsel; Sister Faye Wylie, representing the owners, the Grey Nuns; and then Mr. Ted Nieman, the Vice-Chair of the board of management of St. Paul's.

And we have two Bills here and maybe what I would do is just ask Darlene to make a few comments regarding the — if that's in order — the intent and what the Bills speak to . . . (inaudible interjection) . . . I'm sorry?

**The Chair:** — Perhaps, just to break in between, we would have the Law Clerk make a report here so that . . . and then we can just carry straight on after that.

**Mr. Pringle:** — Okay, sure.

**Mr. Cosman:** — Thank you, Mr. Chairman. I have reviewed

the provisions of Bill 01, An Act Respecting St. Paul's Hospital (Grey Nuns) of Saskatoon, being An Act to Amend and Consolidate An Act to incorporate St. Paul's Hospital (Grey Nuns) of Saskatoon. In compliance with the requirements of rules 69, 74 and 108 of the Rules and Procedures of the Legislative Assembly of Saskatchewan respecting private Bills. And I am pleased to report that, in my opinion, it includes no unusual provisions.

**The Chair:** — Okay. I'll return it now back to you, Mr. Pringle.

**Mr. Pringle:** — Okay. Well, Darlene will just make a few comments then and we will be very happy to respond to, as any of the officials would, any of your questions or comments as members.

**Ms. Wingerak:** — Thank you, Mr. Pringle. The purpose of Bill No. 01 is to amend the existing Act of incorporation of St. Paul's Hospital. Now the original Act of incorporation was assented to back in 1959, and it has not been amended since that time.

It was desired that the Act be reviewed and amended to better reflect the current needs and structure of the corporation and to delete sections that no longer serve any practical, useful purpose. In particular, it was desired that the Act be amended to provide for greater flexibility in terms of who may become members of the corporation. The existing Act of incorporation specifically restricts membership to members who are of the Order of Grey Nuns, and it was wanted to provide for the expansion of possible membership in the future. And so that restriction has been deleted. And that was the primary reason for amending the Act is to remove that restriction.

And also then the opportunity was taken to look at the Act and just generally update it and remove some antiquated wording and bring it more into line with the current needs and structure of the corporation, you know, certain wording that didn't really apply any more was deleted. And that, primarily, that summarizes what the changes are compared to the original Act of incorporation.

I don't know if it's appropriate now to comment on the Bill No. 02 one, which is the Sisters of Charity (Grey Nuns) of Saskatchewan because the changes are exactly the same. Should I take the opportunity now to comment on that or . . .

**The Chair:** — Okay. Is there any . . . does any of the committee members have any problem with doing it in that manner? We will have to revert back to separate for the official part of it, but the questioning part, we can if there's any . . . Okay, go.

**Ms. Wingerak:** — Okay. My comments on the St. Paul's Hospital Act of incorporation basically are the same with respect to the Sisters of Charity (Grey Nuns) of Saskatchewan Act, that's Bill No. 02. And everybody's familiar with St. Paul's Hospital. I just thought I'd take the opportunity to just give some information about what the Sisters of Charity (Grey

Nuns) of Saskatchewan corporation does, which is the 02 Act.

Originally, this corporation did operate the hospital in Biggar, Saskatchewan, until that hospital was turned over to be run by the municipality in the late '60s, early '70s. And now what the corporation does is it operates a group home in Biggar, Saskatchewan, a small group home for elderly women with physical disabilities and special needs.

And the Act, again, is . . . the original Act of Incorporation followed the exact same format as the original Act for St. Paul's Hospital and the same changes are being made, again to once . . . to provide for greater flexibility in terms of who may become members of the corporation so that you don't have to be a member of the Order of Grey Nuns. And they could amend their by-laws to contemplate people from the community becoming members as well. And that would summarize, for the most part, the changes. We would be pleased to answer any questions that the committee may have.

**The Chair:** — I don't expect that there's anyone here opposing the Bill but if there . . .

**Ms. Lorje:** — I'm not here opposing the Bill. I am here to congratulate the sisters on the recent initiatives you've undertaken to become more a part of the community in Saskatoon and surrounding area, and to move St. Paul's into a role of more of a community-oriented facility. I think it's excellent and I do appreciate the initiative you're showing in advancing these two Bills and expanding the membership.

I'm sure that you had tremendous debates and wrestled a lot with your spirit of conscience as you considered this and considered opening this up. I assume that the Roman Catholic community in Saskatoon, the diocese, is fully in concurrence with these moves?

**Sister Wylie:** — Yes. Yes, they are. These decisions have been taken with the full knowledge of the church and other congregations because, in effect, other congregations could participate in the corporation of St. Paul's Hospital by us saying that it does not have to be a member of the Grey Nun congregation who would have voting powers.

**Ms. Lorje:** — Okay, well again I do congratulate you for this forward-looking step and also for the initiatives you've taken in the past in terms of hospital reform.

I do have one specific question of the lawyer though. Maybe I'm being unnecessarily thick today, but as I read the clause 4 on members it says that, if everybody who's already there in the corporation and any persons in the future who may become members of the corporation in accordance with this Act, constitute the corporation . . . Then I go up to clause 2 defining corporation and I see that it just means the hospital. Well the hospital is bricks and mortar, so is there any need to be more specific about who are members?

**Ms. Wingerak:** — The way the Act was structured is, that first definitional section, corporation is just defining the name of the corporation for the purpose of whenever the corporation is

referenced after; that's of course the corporation that we're talking about.

And in section 4, again it was worded just to provide the flexibility in terms of, okay right now we're saying the members of the corporation are those who are right now. And later on it's in the by-laws that provide for the, you know, admission of members and in section 9 (b). So then the by-laws, this would be the first step, and then later on of course the corporation will look at making whatever necessary changes there are to the by-laws to determine how membership would be expanded.

**Ms. Lorje:** — Yes, that was the point I was missing. I was scanning through the Act and I didn't see a further reference to membership requirements and conditions. So now that I see that I realize I was, yes, just being thick. And it is all covered off in the . . .

**Ms. Wingerak:** — Yes. In the by-law section, the 9 (b) that says:

for the enforcement of discipline, and the admission, retirement, appointment and removal of its members, directors and officers;

So it would fall within that section.

**Ms. Lorje:** — I have no further questions. I again wish to congratulate and thank the sisters for their initiative and for the wonderful health care that they've provided to the citizens of Saskatoon and Saskatchewan.

**The Chair:** — Yes?

**Mr. Goohsen:** — You have alluded to other church groups as potential persons that might be involved in the corporation in the future. Other than that, who might you envision would be interested in becoming members of the corporation, and what advantages or disadvantages would they have in so doing?

**Sister Wylie:** — We're finding that more and more the Grey Nuns themselves, our membership, has gone down so that we don't always have the resources, the preparation, the educational preparation that we would need, whether for health care or social work projects that we have. And we see it would be beneficial to the community in which we're serving if some members of that community would have voting powers on the corporation and be involved in the decision making of that community project.

As it is now, the members of the corporation for St. Paul's Hospital, Grey Nuns of Saskatoon, all reside in Alberta. And we have a board of management; Ted Nieman is the Vice-Chair. And we would foresee that in the future maybe people on the board of management could move up to a position on the corporation because they would understand what the project, the service, is all about.

But we're not planning on taking any of these decisions soon. We're just preparing for the future.

**Mr. Goohsen:** — So what criteria would you follow accepting people into the corporation then? Obviously you wouldn't just take Joe Blow off the street when he or she might become interested, and say I want to start running this operation. I'm going to become a member. How do you become included, and what are the guidelines?

**Sister Wylie:** — Well as I mentioned, it probably would be somebody who had shown strong support for the service being rendered in the community, whether it's St. Paul's Hospital or our project in Biggar. And the appointments all would be made by the Grey Nuns congregation. Anybody appointed to the corporation would have to be appointed by the Grey Nuns congregation.

**Mr. Goohsen:** — So they'd have the final say.

**Sister Wylie:** — Yes.

**Mr. Goohsen:** — That's all I was interested in finding out.

**The Chair:** — Okay. Does anyone have any other further questions? Well seeing none, then we'll proceed with some of the other official activity we have to do in order to deal with this particular Bill.

We need a motion to adopt the preamble, which is the . . . (inaudible interjection) . . . okay. A motion:

WHEREAS a Petition has been presented praying for the amendment and consolidation of *An Act to incorporate St. Paul's Hospital (Grey Nuns) of Saskatoon*, being chapter 115 of the *Statutes of Saskatchewan, 1959* in the manner hereinafter set forth;

Would someone move the motion?

**Mr. Langford:** — I'll move the motion.

**The Chair:** — Jack moves that motion. Is everyone in favour of the motion? Agreed. Anyone opposed? Hearing none, carried.

Okay, now to go through the Bill clause by clause. Clause 1, the short title, is it agreed?

Clauses 1 to 15 inclusive agreed to.

**Ms. Lorje:** — I will move:

That we report to the Assembly that we've considered Bill 01, *An Act Respecting St. Paul's Hospital (Grey Nuns) of Saskatoon*, being *An Act to Amend and Consolidate An Act to incorporate St. Paul's Hospital (Grey Nuns) of Saskatoon*, and that we have reviewed it and recommend that the Bill now be passed under its title without amendments.

**The Chair:** — Is that agreed? Okay, then, hearing no opposition, the motion is passed.

We usually have a motion regarding costs, but we will consolidate that motion for all of the Bills at the end of the session.

**Bill No. 02 — An Act Respecting Sisters of Charity  
(Grey Nuns) of Saskatchewan, being An Act to Amend and  
Consolidate An Act to incorporate the Sisters of Charity  
(Grey Nuns) of Saskatchewan**

**The Chair:** — So we now have to move on to Bill 02, and as I . . . since we covered it off but I'd said we'd have to go back to some of the formal stuff related to this, I'll ask the Law Clerk to give his report on Bill 02.

**Mr. Cosman:** — Thank you, Mr. Chairman. In compliance with the requirements of rules 69, 74, and 108 of the *Rules and Procedures of the Legislative Assembly in Saskatchewan* respecting private Bills, I've examined Bill 02 of 1996, *An Act Respecting Sisters of Charity (Grey Nuns) of Saskatchewan*, being *An Act to Amend and Consolidate An Act to incorporate the Sisters of Charity (Grey Nuns) of Saskatchewan*. And I'm pleased to report that, in my opinion, it includes no unusual provisions. Thank you.

**The Chair:** — Okay. Normally we would move then to hear the presentation on that, but since we've already done that, I will open it for questions from the members or statements.

**Mr. Goohsen:** — Under 7, under powers, (c), it says since you have the power now and to pass this to "borrow and raise money and secure its repayment by issuing bonds, debentures . . ." and that sort of thing. Who would you sell these bonds to or the debentures? And if you did in fact borrow more money than you could repay back, who would become your secured creditor, or would you have one or would you be unsecured?

**Ms. Wingerak:** — I don't know but I have a specific answer I guess. It was drafted in the interest to just provide the corporation with the ability to borrow monies in the event that it was necessary to do so, and how that would work I guess would depend on what the particular financial requirement might be at that time.

**Mr. Goohsen:** — I guess my question more specifically would go back to, then would these Sisters of Charity, Grey Nuns, that congregation, become liable for these loans if they were . . . if the operation were defunct or whatever?

**Ms. Wingerak:** — Well yes. This is a corporation, the Sisters of Charity.

**Mr. Goohsen:** — Okay. So their membership, would they then be responsible? We're taking in new members by the first Bill. Now these new members may want to know that when they join this organization or want to become involved, that they are also taking on a financial personal liability possibly.

**Mr. Nieman:** — Yes, absolutely. That would be correct. With respect to the first Bill, of course the St. Paul's Hospital, being an acute centre, is primarily government funded, except for foundation support which all hospitals do have. With respect to

the second Bill though, this is to their charity, this is their own initiative. Their funds are their own and raised either through themselves or through congregational donations, etc.

The right though — the power — they need the power to borrow a thing or raise capital in some particular fashion, which they have already and we would ask they be permitted to maintain. But yes, any member would be responsible. Any new member would be responsible. Because they would be representing the corporation; they would be the corporation. Their corporation would be responsible.

**Mr. Goohsen:** — Because monies spent that are borrowed are not the monies of the Grey Nuns. They are the monies of the . . . (inaudible) . . . you borrowed it from and you're responsible to pay it back. So the new members would be taking on a financial responsibility and liability.

**Mr. Nieman:** — Technically that's correct. At the present time that's not the situation, but that is correct.

**Mr. Goohsen:** — I see nothing wrong with that so long as those people are made aware of that when they potentially become members. And I think somehow there should be a signal here that it be for sure pointed out to people that become involved that they are taking on a financial responsibility potentially.

And that's my comment and my view. Asking me to make an answer on it, that would have been . . . If you thought there was something that you could openly flag that to people who are making a commitment to that issue, we're prepared to do that.

**Mr. Nieman:** — Do you want an answer? Do you want some comment, what I think?

**Mr. Goohsen:** — . . . decision. I'm not . . . Open your feet to the fire on it, but . . .

**Mr. Nieman:** — I will try to look for it in the future and think of . . . at some particular point when the Grey Nuns do feel it's an appropriate time to have members of the public sitting on their corporations, I think that probably what will be done, definitely should be done. I think your comment is well taken, is that there should be kind of a detailed information package with respect to what the corporation is about and the potential liabilities for that.

I don't think its quite the same with respect to St. Paul's because of the fact that we are funded through government funds primarily which are administered through the . . . (inaudible) . . . district health board and our affiliation agreements are in place with respect to that. But nevertheless I think that an information package like that is probably warranted and we will look into that.

**Mr. Goohsen:** — That's all my questions.

**The Chair:** — Okay. Any further questions? Okay.

Therefore Her Majesty, by and with the advice and consent

of the Legislative Assembly of Saskatchewan, enacts as follows:

An Act Respecting Sisters of Charity (Grey Nuns) of Saskatchewan, being An Act to Amend and Consolidate An Act to incorporate the Sisters of Charity (Grey Nuns) of Saskatchewan.

Would somebody move that motion? Grant? Okay. The motion is to adopt the preamble, and Grant Whitmore so moved.

Agreed.

Clauses 1 to 15 inclusive agreed to.

Now since the motion last time had both the enacting words as well, which way do we proceed here to make it so it isn't . . . Would someone move the motion to report the Bill?

**Ms. Lorje:** — I so move. I move:

That we report Bill 02 to the Legislative Assembly and recommend that it be passed under its title without amendment.

**The Chair:** — Is everyone agreed? Then that's carried.

**Mr. Pringle:** — Is the formal procedure over?

**The Chair:** — You're on for speaking.

**Mr. Pringle:** — Thank you very much, Mr. Chair. In closing then, we would like to thank all the members, and of course the Clerk and the Law Clerk and Monique, and everyone involved, for your guidance and direction and support along the way.

And of course I would like to join with Pat, and I'm sure all the members, to thank the Grey Nuns for the excellent work that you've done across not only Saskatchewan, but all the world. You're known in Saskatchewan for your leadership in health care, and care generally. And as you prepare for the future, of course you'll play a leadership role as you've done in the past. So I specifically thank Darlene, Sister, and Ted for coming down today. So thank you very much for your support.

**The Chair:** — You're quite welcome, and we'd like to as a committee thank the presenters for the answering of questions and doing an excellent job of coming well prepared. So thank you.

#### **Bill No. 03 — An Act to Amend The Saskatchewan Association of Rural Municipalities Act**

**The Chair:** — Bill No. 03, An Act to Amend The Saskatchewan Association of Rural Municipalities Act.

Okay, I'll ask the private member that is moving the Bill to introduce the people that are here and make any comments that he so wishes.

**Mr. Whitmore:** — Thank you, Mr. Chairman. I'd like to

introduce to you today Mr. Ken Engel, next to me here, is the executive director of the Saskatchewan Association of Rural Municipalities. And Michael Morris who is the legal counsel for the SARM (Saskatchewan Association of Rural Municipalities).

**The Chair:** — Okay. The next item on the agenda, to follow through, is a report from the Law Clerk, and I would ask you to make your report, please.

**Mr. Cosman:** — Thank you, Mr. Chairman. In compliance with the requirements of rules 69, 74, and 108 of *The Rules and Procedures of the Legislative Assembly of Saskatchewan* respecting private Bills, I've examined Bill No. 03 of 1996, An Act to Amend The Saskatchewan Association of Rural Municipalities Act, and I'm pleased to report that in my opinion it includes no unusual provisions.

**The Chair:** — Okay.

**Mr. Whitmore:** — With that, Mr. Chairman, I would like to have Ken and Michael comment on the Bill, if that be appropriate.

**The Chair:** — Yes, it would.

**Mr. Morris:** — Thank you, Mr. Chairman. Just briefly, the objects of the proposed amendments to The Saskatchewan Association of Rural Municipalities Act are three: firstly, to empower SARM to provide maternity, medical, and dental benefits to its employees as well as to the employees of member municipalities; secondly, to empower SARM to extend their existing death and disability benefits plan to elected and appointed officials, again both of SARM and of member municipalities; and thirdly, to empower SARM to provide term life insurance through a licensed insurer to its employees as well as those of member municipalities.

By way of background, the SARM disability benefits plan, under which all of these benefits are proposed to be included, was first established in 1967 under an Act of the . . . private Act of the legislature and has evolved since that time. There have been a number of amendments to the Act of incorporation to allow for these changes.

I think it's fair to say it's the desire of SARM and the member municipalities to have a competitive benefits plan for their employees and to provide some measure of protection to the elected and appointed officials and those of . . . both of SARM and again of the member municipalities who may be injured or killed in the course of fulfilling their duties.

The distinction here is, both with the existing plan and with these proposed amendments, there's quite a wide range of benefits being provided to employees and a fairly limited range of benefits to the elected and appointed officials. For employees, these benefits are provided both . . . I think the phrase that's used is "on-the-job and off-the-job basis." For the elected and appointed officials it's what might be described as on-the-job basis.

I suppose the most unusual aspect of the proposed changes would be what is set out in subparagraphs (3) to (5) of section 3 of the amending Act, pursuant to which . . . effectively, SARM is asking that certain of these amendments be made retroactive to June 1 of 1988.

This is necessitated by the fact that in fact some of these additional benefits have in fact been provided by SARM for a period of time. This is essentially an oversight I guess, and not realizing that, strictly speaking, the authority they had under the previous Act wasn't quite broad enough to provide all of the benefits they had provided. So the object of this exercise, in effect, is to obtain the necessary authority.

Just so you're aware, for example, maternity benefits have in fact been provided under the plan since June 1 of 1988. They had in fact been provided since the inception of the disability benefit plan but were provided as part of the disability benefits. And in June of 1988 it was decided that perhaps it wasn't appropriate to characterize maternity as a disability, and so it was altered to become a lump-sum benefit that was paid to employees upon leaving work.

Secondly, the death and disability benefits, effective January 1 of 1990, were extended to elected and appointed officials. As I said before, if something happened to them in the course of fulfilling their duties, strictly speaking of course, the Act as it previously read really only allowed SARM to provide those to employees.

And then thirdly, the dental benefits were added in February 1 of 1991. And again, strictly speaking, having to go to a dentist doesn't mean you're disabled. I guess the belief was that this was all the proper part of a benefits plan, or employee benefit plan — which I think is true — however, because SARM is of course incorporated under a private Act, it needs specific authorization to do all of these things.

So as I say, it was perhaps an oversight to go ahead and add some of these benefits, and as I say, the object here today is to procure the necessary authority to do these things. As well, the only really new items would be the medical benefits and the providing of term life insurance.

So I think that sort of gives you all of the background. Do you have anything to add?

**The Chair:** — Okay. I should ask if there's anyone here that's not a member that's opposing the Bill, so we could get a presentation from an opposer, if there is such. I don't see anyone so . . . Yes, we'll start with . . .

**A Member:** — Questions.

**The Chair:** — Yes, questions.

**Mr. Goohsen:** — Yes. From your explanation it appears that there will be some new costs potentially to the individual RMs (rural municipality) but not very many. An awful lot of this appears to be sort of a catch-up of administrative directions that you're going to go.

As a past reeve though, unless I had been consulted about this, and it came as a surprise that suddenly I was going to be responsible to the taxpayers to collect more taxes to pay for something extra, I would be a little upset. So my question is of course, have you consulted with all of the RMs on an individual basis, and what consensus do you have from them to go ahead with these changes?

**Mr. Engel:** — Perhaps I can speak to that. Any changes that are made by SARM are authorized by their membership. And any increase in benefits would only happen at the request and a resolution passed at an annual convention.

The only thing that perhaps we haven't taken specifically to the membership is the matter of medical benefits. But what we want to do with this Bill is provide an opportunity for SARM, if added benefits are requested, that we can then go to the membership and see if they want to do that. And then we don't have to come back every time we add . . . like when we added dental, and then if you add maternity, you know, each time you have to keep coming back in order to get authorization. And rather than that, we feel that that's an unnecessary step. If our membership is to be . . . if they request coverage, we'd like to be able to provide it.

**Mr. Goohsen:** — So what you're saying is that if in fact there is some kind of a negotiated settlement or some kind of approach made by some people that would want an extension of benefits that would cost RMs more money, that that issue would be brought before the SARM convention in a resolution and the delegates there would have the opportunity to vote for it or against it in that structure.

**Mr. Engel:** — That's right. They would have the right to decide whether or not SARM will become involved in that, period. And then after that, all these disabilities, it's a decision of the municipality whether they want to participate or not. It's not a compulsory benefit package; it's strictly providing the opportunity for the municipality that wants to provide this kind of benefit to their employees, an opportunity to do that.

**Mr. Goohsen:** — Well I agree with the initiative that you are putting forward, but did want to get on the record that the democratic process in SARM and municipal structure would be adhered to, and that the membership would have the opportunity to make those choices as they went along.

So what we're doing is providing them with the opportunity to vote for things that they may want, and that it would be legal for them to have it if they vote in favour of it. Am I correct?

**Mr. Engel:** — Correct.

**Mr. Goohsen:** — That's all my questions, Mr. Chairman.

**The Chair:** — Okay. Is there any further questions?

**Mr. Aldridge:** — I was just curious, with respect to application of benefits and consistency, now you'd mentioned some benefits had been provided since back to 1988, for example maternity. Now by making this retroactive like this, are there

any examples where there may be now people claiming back, because there wasn't a consistent application of those benefits. If there was some question as to whether they should have been able to have applied or not, where some people may not have, and now there will be a number of people claiming back as a result.

**Mr. Morris:** — I was just going to say, since these benefits were adopted it's just the belief of everyone that this was authorized. It wasn't until the issue of having some term life insurance was raised that I guess we had indicated SARM will in fact . . . you don't actually have the authority to do those other things you're doing. So there's not really any question, I don't think, in the minds of employees that they could apply for these benefits.

**Mr. Aldridge:** — So then could I just make one further suggestion then. Now it's up to each individual RM, like it's optional as to whether they would eventually participate in these benefit plans. But in order for them to make a proper decision, is there some sort of uniform package of information that could be provided to those individual RMs, and in turn they could inform their ratepayers so that they knew exactly what it was that they were going to opt into.

**Mr. Engel:** — Certainly. Information with regards to benefits packages are provided to municipalities on a regular basis, and we also hold seminars. We just completed two this past month where all municipalities were invited to come and discuss the benefits packages. So we're there to answer questions and explain to the employees and to the members of council that are present any questions . . . answer any questions that they have. So I don't think there's any concern that our membership is not informed of the benefits packages.

**The Chair:** — Okay. Mr. Heppner, I'm not sure whether you had indicated you wanted . . .

**Mr. Heppner:** — No.

**The Chair:** — Does anyone else have any questions?

**Ms. Draude:** — Does this coverage apply to the reeves and councillors as well then?

**Mr. Engel:** — That's right. We're expanding it to include coverage for elected members so that we can provide that coverage if they wish to be covered.

**Ms. Draude:** — Are they now covered by workmen's compensation?

**Mr. Engel:** — That's right, they are.

**Ms. Draude:** — And is there a plan that SARM uses for insurance across the province or does each RM get to pick an individual firm to cover them?

**Mr. Engel:** — With regard to the short-term disability, it's a decision of the individual council whether they wish to participate in the disability for their elected officials and

appointed officials. That was originally brought in because of a concern with regard to coverage for volunteer fire-fighters, and then when that was included, it was expanded to include elected officials.

**The Chair:** — Any other questions or . . . Okay. Then we need a motion to adopt the preamble. You're prepared?

**Mr. Ward:** — I'll move that.

**The Chair:** — Okay. You'll move:

Therefore Her Majesty by and with the advice of the Legislative Assembly of Saskatchewan enacts as follows:  
An Act to Amend the Saskatchewan Association of Rural Municipalities Act.

All those in favour, please indicate. Those opposed. It's carried. Okay, we'll move on to considering the Bill, clause by clause.

Clauses 1 to 4 inclusive agreed to.

The committee agreed to report the Bill.

**The Chair:** — Okay, Mr. Whitmore, we thank you and the presenters that are with you for making a short, concise presentation and for dealing with a Chair that doesn't have things handled very accurately, so I thank you on behalf of the committee as a whole and for myself for your presentation.

**Mr. Whitmore:** — Well thank you, Mr. Chair. I would like to thank Mr. Engel and Mr. Morris for coming down today, for answering the questions regarding the changes to the Bill. I think it's an expansion of services, in covering off services and benefits for their employees and elected officials. And I think we should applaud them for doing so for their membership, SARM being a long-standing institution in this province with a strong reputation, a positive reputation in this province.

I want to also thank the members of the Legislative Assembly that helped in the preparation of this Bill. And I think it aided greatly the SARM people in terms of putting this Bill forward again. Thank you very much, and thank you to the committee today.

#### **Bill No. 04 — An Act to Amend An Act incorporating Luther College, Regina**

**The Chair:** — We will call to the table the presenters for Bill No. 04 which is An Act incorporating Luther College, Regina.

**Ms. Hamilton:** — Thank you, Mr. Chair, and members of the committee. I'd like to introduce to you Dr. Richard Hordern, the president of Luther College in Regina; and legal counsel, you will now recognize as Mr. Michael Morris. They're here to do the . . . working with you on Bill No. 04.

Since I had sponsored the Bill, I haven't had anyone come forward and request of me presence here to speak against the Bill. I did scout the hall and looked around and haven't found anyone that is present to do that as well. So these two will be

here to represent to you the positive nature and aspect of the Bill.

**The Chair:** — Okay, I'll ask the Law Clerk to report his findings.

**Mr. Cosman:** — Thank you, Mr. Chairman. In compliance with the requirements of rules 69, 74 and 108, the *Rules and Procedures of the Legislative Assembly of Saskatchewan* respecting private Bills, I have examined Bill No. 04 of 1996, An Act to Amend An Act incorporating Luther College, Regina, and I'm please to report that in my opinion it includes no unusual provisions.

**Ms. Hamilton:** — Thank you. With that I'd ask Dr. Hordern to give you an overview of the Bill and some of the changes that are contemplated by the amendments being put forward.

**Rev. Dr. Hordern:** — Okay, thank you. Luther College was established in 1913, originally in Melville, and in 1926 moved to Regina. Many of you will know our original campus, which is where we still have the high school which is west on Dewdney at Royal Street near the RCMP (Royal Canadian Mounted Police) barracks and the Government House. And in 1971 our university classes, which we've been teaching since 1926, we built new facilities at the University of Regina as a federated college and we operate there.

So Luther College operates two schools, our residential high school and also the federated college at the university which is also a residential school. Both schools bear the name Luther College, and we have one corporation and a board governing both of these schools.

Since 1926 we moved to Regina. I should say we were established through the Lutheran church and especially the German Lutheran church at that time.

Since our move to Regina, an increasing number of our students have been of non-Lutheran backgrounds, and that has continued over the years. At the present time between, well, 20 to 30 per cent of our students are Lutherans. We have also about the same percentage of United Church, 15 per cent Anglican. We're now running 10 to 15 per cent no religious background, and then a whole variety of other religious backgrounds as well. That also means that our alumni are increasingly, if you will, non-Lutheran — our supporters and our contributors as well.

And it was felt that, in terms of some of our official organizational structures, we should recognize this a bit more. And in particular, the major concern behind amending our Act of incorporation is to make it possible for non-Lutherans to be members of the board of regents which governs the college.

Our structure is such that our corporation consists of the delegates to the national convention of Evangelical Lutheran Church in Canada. The delegates to the convention assemble, is the Luther College corporation, and then elect our board of regents, and then the board selects a president, and then other things fall into place from there.

What we are looking at now is a change to our board. These were approved by our corporation meeting last summer in Winnipeg, and I brought the official minutes of that meeting with me. There are other changes we've been doing that are not simply part of this. One is that our board used to be elected nationally from people across the country in the national church. We now have our board entirely people from southern Saskatchewan, mostly Regina but also southern Saskatchewan, which we thought was another step to bringing our board closer to the constituency that we serve.

So really I think the key part that led us to amending the incorporation was to change the item dealing with the composition of our board. At present, all members of our board need to be members of the Evangelical Lutheran Church in Canada. And what we have done is to say a majority should be of the Evangelical Lutheran Church in Canada, up to 25 per cent non-Lutheran. And if your math is with me, there are Lutherans who are not affiliated with the Evangelical Lutheran Church in Canada, so we have a provision in there for Lutherans with other attachments to also be members of the board.

Since our original Act of incorporation, 1969, the national church that we are associated with went through an amalgamation and changed its name, so there's a name change from the Evangelical Lutheran Church of Canada to the Evangelical Lutheran Church in Canada. And there's a slight redefinition of the membership, I guess, of the corporation. And what is involved there is that the new church, the Evangelical Lutheran Church in Canada, its constitution has a slightly different definition of the convention delegates than did the constitution of the predecessor body, so we're simply bringing in wording there that would agree with the national church's definition of the convention membership.

So those are the changes we've brought forth. We'll say it's part of our concern to make some of these governing bodies a bit more reflective of the constituency that we are serving in reality, while very much I guess remaining a school that is affiliated with the church as opposed to being an independent body without church attachments.

**The Chair:** — Okay. Is there anyone here that is against the Bill and wants to be heard? Okay. Hearing none, I will then open the . . . to the members of the committee if they have any questions.

**Mr. Goohsen:** — Well I may as well ask the same question that we asked the other group. You're opening the door to new organization people to come in to help you to operate your school system through the board. And when they come onto that board are they going to be accepting legal, financial, or other responsibilities and liabilities, and if so, what would they be? And would they be informed of that before they became members or got themselves into that position?

**Rev. Dr. Hordern:** — There is a statute in Saskatchewan, I think it's called The Non-Profit Corporations Act, which indicates that liability under certain kinds of cases falls on members of the board, especially if they do not act in the best

interests of the school, and we have an insurance policy to protect our individual members against any liability.

And I know last year we brought in new members, all of them were informed of that Act and its provisions and were aware of it. So, yes.

**Mr. Goohsen:** — I was raised a Lutheran and I've watched the school. My dad attended, my son attended, my sister attended schools in Regina here and we have nothing but the fondest praise for the work that you've done and hope that this change that you're making will enhance your operation and won't in any way deplete from the way that you've done it in the past. So we congratulate you and wish you good fortune in the future.

**Rev. Dr. Hordern:** — Thank you very much.

**Mr. Goohsen:** — I have no further questions.

**The Chair:** — Okay. Anyone else have questions? If not, then seeing none other, we need a motion to adopt the preamble. So would someone please move the motion? Mr. Goohsen moved.

And now we read clause by clause.

Clauses 1 to 7 inclusive agreed to.

The committee agreed to report the Bill.

**The Chair:** — I would like to thank the private member and the presenters for their coming to the committee and I will give Doreen the opportunity to round up the discussion.

**Ms. Hamilton:** — Thank you. I'd like to thank the members, I'm sure on behalf of Michael and Dr. Hordern as well, for the assistance that they've given us to see this Bill come before the committee and now before the Legislative Assembly; for the work you've done in helping us understand process and procedure; for the committee's thoughtful deliberation on the Bill before us; and to Dr. Hordern and Michael Morris who have brought the Bill forward.

As has been mentioned, our community has a high regard and respect for the work that's been done at Luther College, the high school, and the extension to the University of Regina as a federated college. They're known for their Christian community that provides loving and caring guidance and support to the students that attend.

It offers individual attention to the students who are there, and I think in good part because of that, graduates of Luther College are known in the province as leaders. We can see them serving in leadership roles, as one colleague has already mentioned, but not only here in Saskatchewan. At their reunion that I was fortunate to attend, we also heard from a number of people who provide strong leadership worldwide.

So with that, I'd like to thank the members for bringing forward the Bill and for my colleagues for the support and the guidance through the clause-by-clause reading of the Bill. Thank you.



**The Chair:** — Thank you very much. Before we move on to the item that we set out before, we need a motion that the fees less the cost of printing be refunded with respect to Bills 01, 02, 03, and 04. This is normal to refund the cost of doing this to, I believe, non-profit organizations, which these are considered to be.

Is any member of the committee prepared to make the motion? June, make the motion. Is everyone in agreement with the motion? Anyone opposed? It's carried.

Okay. We have the issue that you all received a letter about, I believe, John Dipple. In order for the committee to suspend some of the rules and that, we would have to have some reasonable grounds in order to recommend the suspension to the Legislative Assembly. And as I'd indicated earlier, I think that as a committee, we can possibly do that for the committee but cannot, in doing that for the committee, indicate what's going to take place outside of the realm of the committee from some other place.

So we would ask you, John, to make a . . . give us the reasons why we should go ahead with this.

**Mr. Dipple:** — Certainly. Thank you very much, Mr. Chairman, and members of the committee. I do appreciate the opportunity to appear and be heard on such short notice. The explanation for the request is I guess rooted in the history of the Bill or the material represent . . . reflected by the Bill. And if I may, I'll just give you a very brief synopsis of that bit of history.

In 1992, Central Guaranty Trust Company was close to insolvency, and as part of a transaction to bail out Central Guaranty Trust and its various depositors and other aspects of its business, TD Trust . . . or Toronto Dominion Bank and its subsidiaries agreed to buy all of the business and assets of Central Guaranty Trust. Part of that business was in fact the trust business of Central Guaranty Trust. And that trust business involved Central Guaranty Trust acting as trustee under things such as pension plans, wills, and other private trusts for the residents of Saskatchewan and other institutions resident in Saskatchewan.

It's a general principle of the law of trust that you can only replace the trustee under a trust by making an application to the courts of the province where the trust is resident. And hence, in order to replace Central Guaranty Trust with TD Trust as the successor trustee without proceeding by a private members' Bill, in the fashion proposed, the companies would have to apply to the courts of Saskatchewan and make application for each and every trust that the successor was proposed for.

The purpose of this Bill is to avoid that very cumbersome, complicated, and time-consuming process of applying to the courts in each and every instance, and to simply do the process by way of private members' Bill. This is in fact the approach that's been adopted in a number of previous situations, and has in fact been done in Saskatchewan on three prior instances that I'm aware of. And the ultimate Bill that we will be proposing is modelled largely on the precedent private Bills that have been

applied and successfully passed in some other situations.

With that background — recall that this transaction between TD Trust and Central Guaranty Trust occurred December 31, 1992 — in April of 1993 we first petitioned the Legislative Assembly and advertised for the proposed Bill. At that point in time, after discussions with the Department of Justice, they felt it was best to not lead the charge with this legislation as it were; the mirror image or similar, identical legislation is being brought before every legislature in the country.

And the decision at that time: it would be in the interests of the Saskatchewan people that we simply wait and follow the lead of a couple of principle jurisdictions, primarily Ontario, since that was the jurisdiction of incorporation of Central Guaranty Trust. So after having made the petition and with those discussions in mind, we agreed to sort of suspend consideration of the Bill until the Bill had in fact been passed in Ontario.

That has now in fact happened. We recently received advice from the Ontario counsel to TD Trust that the companion or sister Bill has received Royal Assent in Ontario in the current session. And since we are now into the third year since the sort of original transaction was completed, TD Trust is anxious to sort of complete the final integration of its trust operations with those of Central Guaranty Trust and move beyond sort of this suspended animation that they currently find themselves in.

And so that's why they are now requesting that we proceed sort of outside of the normal time frames contemplated by the rules applicable to such matters, and we certainly appreciate the consideration, the opportunity to appear here today.

**The Chair:** — Okay. Perhaps I'll comment before I ask for anyone that wishes to question or that . . . What we would really be doing as a committee is we would be suspending rule 64 which has 3 sections to it. The first section being the Assembly . . . all petitions for private Bills shall be presented to the Clerk of the Assembly not later than the 20th sitting day. No petition shall be received by the Assembly later than the 25th sitting day. And no private Bill may be introduced in the Assembly after the 30th sitting day of the session.

And that's what we would, as a committee, we would or . . . private Bills, Private Members' Bills Committee what we would be doing . . . not attempting to circumvent any of the other procedures that might take place such as the advertising and the rest of it which may or may not mean that the Bill would be passed in this session because of the session may close down before all the other things can be achieved.

That's the . . . and in that regard we have a motion, and I'll read the motion so that the committee members understand what it is and then go back to the question:

That the committee recommends to the Legislative Assembly that rule 64, representing time limits for filing of petitions and private Bills, be suspended in order that the petitioner for a private Bill respecting the TD Trust Company may proceed with their petition and the Bill during the current session.

So I now open the floor for questions and seeing Grant has his hand up you're . . .

**Mr. Whitmore:** — I guess this is a question for the legislative Clerk or the Law Clerk. Has their legal counsel . . . has this taken place before? Are we creating a precedent of something that has not occurred or . . .

**Ms. Ronyk:** — Mr. Chair, if I may respond to that. Not in recent years have we had a request to suspend the time limits for filing, but we used to do it on a fairly frequent basis, especially when the session used to start in the fall and it continued on then in the spring, and time limits were used up very quickly. At that point we often would have people coming in late saying, we really need this Bill this year; we can't wait another year; could you suspend the rule? And the committee would look at it on a case-by-case basis and decide. It isn't an unusual request.

**The Chair:** — Okay, is there questions? Does anyone have any?

**Mr. Ward:** — I guess that kind of relates to my question. What difference would the next year make on this? Like this has obviously been hanging out there since '92 . . . April of '93. Why the rush now? Like what difference will another year make, or the next session?

**Mr. Dipple:** — The current, as I described, suspended animation, is that TD Trust is in fact operating as agent the trust business for Central Guarantee Trust. While I can't speak to the details of how cumbersome that approach is, it does create a certain amount of complexity in dealing and holding yourself out as an agent for a trustee. And there's just I think a general desire to complete the integration of the two businesses.

Central Guarantee Trust is practically and functionally insolvent and is waiting to be liquidated. But the company cannot be formally liquidated and dissolved until the successor trustee is put in place in each and every jurisdiction. So delaying it for another year just means, practically, the continuation of the incremental costs of maintaining the façade of Central Guarantee Trust but doing the work through the agency relationship.

There may also be, I suppose, the risks that if any beneficiary under any trust in Saskatchewan has problems with the way his or her trust, or the trust that the trustee is managing, is being managed, it makes it more cumbersome and difficult to attack the actions of the trustee since there's this agency relationship, which — I'm not professing that it ever would be — but could be used as somewhat of a shield to say, well we're simply here acting as agents for these other people. While I doubt that's a very good explanation, it would perhaps simplify and clarify the relationships and the business activities that are ongoing.

**Mr. Heppner:** — This apparently is happening across Canada, with all the jurisdictions? Is the whole process held up if one province doesn't come onside?

**Mr. Dipple:** — The process will only ever be completed when

the last province has passed the Bill. So while the activities and business operations in the province of Ontario can be integrated, and in the Maritime provinces, where I understand the Bill also has been passed, and I believe in Alberta, it can proceed, it can't reach sort of final consummation and you can't liquidate Central Guarantee Trust until it has been relieved of its trust responsibilities across the country.

**Mr. Heppner:** — Does that then mean that the TD has to work in different methods in different provinces?

**Mr. Dipple:** — Correct, correct. That's right.

**Mr. Aldridge:** — Are we to take it then that we wouldn't be expecting to see anybody from Justice department speaking against this proceeding. Now has there been communications back and forth?

**Mr. Dipple:** — There has been discussions with the Department of Justice. It would certainly not be fair to say that they won't have anything to say about the Bill.

The Bill that we're proposing, as I indicated earlier, is modelled on sort of three prior Bills that have been passed in this jurisdiction and others. There is one important difference to that and that was the reason for the Bill receiving sort of more careful consideration than perhaps was originally anticipated and the desire for Saskatchewan Department of Justice to say, we want to see how our colleagues and brethren in Ontario principally deal with this and then we will consider it.

So there is . . . It's fair to say Justice has not rubber-stamped this Bill. They will want to consider it and, hopefully, through that process and discussions with legislative counsel in Ontario, they will come to a similar understanding of the intent of the sort of particular sections in question and, hopefully, will not sort of be here opposing it.

If they're here opposing it, we won't be proceeding. We'll be working with Justice until we have resolved it with them.

And we certainly understand the motion before this committee and that what would be recommended to the Assembly is simply to suspend some rules and that it by no means guarantees the certainty, with any certainty, that we'll be able to succeed in our endeavours this time.

But the company, having sort of completed this transaction several years ago, is anxious for the variety of business and economic reasons to move with, you know, what haste is reasonably available and with what sort of discretionary consideration is available to it.

**Mr. Whitmore:** — When you speak about the other jurisdictions and the desire of the company to do that, are the other jurisdictions planning to do it this year?

**Mr. Dipple:** — I can't answer the question. I know that counsel for TD Trust has requested that each jurisdiction that has not yet passed the Bill, or where the Bill has not yet received Royal Assent, proceed as expeditiously as possible to move forward

on the project.

**Mr. Whitmore:** — Okay, basically when Ontario passed theirs, this brought it on.

**Mr. Dipple:** — Right. Now prior to Ontario having passed the Bill, a number of Maritime provinces perhaps took a sort of less aggressive view of the Bill and had already passed it. So I think we're principally looking at Manitoba, British Columbia, and perhaps Quebec that haven't yet sort of made more substantial progress on the Bill.

**The Chair:** — Anyone else have any questions? Okay, I then open discussion of . . . if someone is prepared to move the motion, then we'd have discussion on the motion. Okay. I give the mover the opportunity to use his privileges to open discussion on the motion if he so desires.

**Mr. Aldridge:** — I just had expressed a concern as far as whether or not we may expect to see somebody opposing this Bill again speaking before us at a later date. However that was the only concern I had and Mr. Dipple has addressed that.

**The Chair:** — Any further discussion? Okay the question has been called. All those in favour of the motion, please indicate. Oh, I'm being asked to read it so that we get it into the record:

That the committee recommends to the Legislative Assembly that rule 64 respecting time limits for the filing of petitions of private Bills be suspended in order that petitioners for a private Bill respecting the TD Trust Company may proceed with their petition and the Bill during the current session.

All those in favour, please indicate. Down. Those opposed. Carried unanimously.

**Mr. Whitmore:** — Not all members voted so it wasn't unanimous.

**The Chair:** — Who missed?

**Mr. Whitmore:** — I don't wish to indicate what member had not voted, I just wanted it on the record that it was not unanimous.

**The Chair:** — There are some members sitting here . . . okay. Carried.

Okay, who will move that we motion to adjourn then?

**Mr. Langford:** — I move the motion to adjourn.

**The Chair:** — It was Jack. Jack moved that we adjourn.

The committee adjourned at 11:52 a.m.