

MEMORANDUM
of
ASSOCIATION

And

BY-LAWS

of the

YARMOUTH HOSPITAL CHARITABLE FOUNDATION
(Office Consolidation)

Incorporated	24 April 1970
Amended, 2(1), (2), (10)	24 March 1980

BY-LAWS

Amended 4(a)	28 June 1982
Amended 3(b) & 5(f)	27 June 1983
Amended 2(a)	29 November 1993
Amended 2(b), 3(a) to (d)	30 January 1995
Amended 2	28 September 2000
Amended	20 May 2003
Amended 22(g)	13 June 2007
Amended	7 June 2011
Amended	March 2017
Amended 27(b)	March 2018

MEMORANDUM OF ASSOCIATION

1. The name of the Corporation is “Yarmouth Hospital Charitable Foundation”.

2. The objective of the Corporation are:

To receive, accumulate and maintain a fund or funds and apply from time to time all or part thereof and/or the income therefrom for charitable purposes and to do all such things as are incidental or conducive to the attainment of the above objects and in particular:

- (1) To use, apply, give, devote, lend, accumulate or distribute from time to time all or part of the fund or funds of the Corporation, and/or the income therefrom for charitable purposes by such means as may from time to time seem expedient to the members in order to promote the development of regional health care, including research, publication, education, and the establishment and maintenance of charitable activities, agencies or institutions, and the aid of any such activities, agencies or institutions already established.
- (2) To use, apply, give, devote, lend, accumulate or distribute from time to time all or part of the fund or funds of the Corporation and/or the income therefrom for charitable purposes to or for any charitable organization or organizations which in the judgment of the members of the Corporation will promote the objects of the Corporation, provided always that the charitable purposes envisaged by this section shall be health and humanitarian care;
- (3) For the further attainment of the above objects, to acquire, accept, solicit or receive by purchase, lease, contract, donation, legacy, gift, grant, bequest, or otherwise, any kind of real or personal property; and to enter into and carry out agreements, contracts and undertakings incidental thereto:
- (4) For the further attainment of the above objects, to hold, manage, sell or convert any of the real or personal property from time to time owned by the Corporation, and to invest and re-invest any principal in such a manner as may from time to time be determined.
- (5) For the further attainment of the above objects, to acquire by purchase, lease, devise, gift or otherwise, and to hold any real property necessary for the carrying on of its undertaking and for the purpose of drawing a revenue therefrom, and to sell, lease, mortgage, dispose of and convey the same or any part thereof as may be considered advisable;
- (6) For the further attainment of the above objects, 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;

- (7) For the further attainment of the above objects, 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;
 - (8) For the further attainment of the above objects, to employ and pay such assistants, clerks, agents, representatives, consultants and employees and to procure, equip and maintain such offices and other facilities and to incur such reasonable expenses as may be necessary;
 - (9) For the further attainment of the above objects, to promote interest in and the study of medical, hospital and related problems and to provide for the holding of educational lectures, exhibitions, public meetings, classes and conferences on medical, hospital and related subjects; and to assist in the establishment, construction, operation, maintenance, equipment and promotion of the Yarmouth Regional Hospital as a Regional Health Care Centre;
 - (10) For the further attainment of the above objects, to hold in trust donations given to the Yarmouth Regional Hospital, Tidal View Manor, Harbourside Lodge, Women's Auxiliary of Yarmouth Regional Hospital, and other associated or affiliated organizations, and individuals for specific purposes.
3. The activities of the Corporation are to be carried on generally in the County of Yarmouth, and the Counties adjacent thereto and such other places as the members consider conducive to the attainment of its objects.
 4. The Registered Office of the Corporation is 60 Vancouver Street, Yarmouth, Nova Scotia.

We, the several persons whose names, addresses and occupations are subscribed, desire to be formed into a Corporation in pursuance to this Memorandum of Association.

NAME	ADDRESS
Charles F. MacConnell Manager	48 Vancouver Street
Lloyd M. Crosby Shipping Supervisor	Hebron, Yar. Co., N. S.
J. F. Mooney Pharmacist	60 Porter Street

George A. Crosby
Municipal Clerk

Hebron, Yar. Co., N. S.

I. C. Pink, Q.C.
Lawyer

Seminary Street

Witness to the above signatures:
Address:
Occupation:
Date:

Emily L. Marsh
136 Brunswick Street
Secretary
21 April 1970

EXPLANATORY NOTE

PROPOSED AMENDMENTS

MEMORANDUM OF ASSOCIATION
YARMOUTH HOSPITAL CHARITABLE FOUNDATION

When the Yarmouth Hospital Charitable Foundation was formed in 1970, it was Envisioned that the Hospital would, as a corporate entity, develop into a Regional Health Centre. Because of various government regulations, it was not possible to Accomplish this in the manner proposed and, therefore, the Nursing Home, and Home for the Aged aspect, of the Regional Health Centre, were incorporated separately under Tidal View Manor, and the activities with respect to the mentally handicapped were Incorporated as Harbourside Lodge, Mental Health and Alcohol Rehabilitation services were, however, provided by the Hospital corporation itself. Because of these circumstances, there are references in the Incorporation of Yarmouth Hospital Charitable Foundation which may be construed as meaning the Foundation is expected to support only those activities carried on by the incorporated body of Yarmouth Regional Hospital. In other words, if the Hospital carried on the activities of Tidal View Manor and Harbourside Lodge directly and these two other incorporated bodies did not exist, there would be no problem showing the Foundation was intended to support more than just traditional services.

The purpose of the proposed amendments is to set out clearly that the Yarmouth Hospital Charitable Foundation can support the Hospital, Harbourside Lodge, Tidal View Manor, and any other agency which, in its opinion, would contribute to the provision of regional health and humanitarian services. This is permissive only, the Foundation would

Proposed Amendments – Yarmouth Hospital Charitable Foundation

(cont.)

continue to act exactly as it has in the past, however, if there was a government take-over of the Hospital, the Foundation could continue to exist to carry out its other clearly defined purposes.

A copy of the proposed amendments are attached as well as an amended version of the Memorandum of Association.

Confirmation from Revenue Canada that the Foundation's registration status will not be affected is also enclosed.

If the Memorandum of Association is amended, a review of the By-laws should be considered sometime during the coming year.

18 March 1980