

BACKGROUND

Fraternal organizations are voluntary non-profit organizations whose members “have banded themselves together as an association or society to aid and assist one another, and to promote the common cause”. (1) A well-known example is the Royal Canadian Legion.

REGISTRATION PROCEDURE

1. Fraternal organizations may hold or transfer real property in the following manner:

- a) under the provisions of specific legislation passed in respect of the formation of the society (This is usually done by way of a private Act which can be found in the listing of Private Acts (blue index) at the back of the Statutes of Alberta. The specific Act must be consulted to ensure that the proper procedures have been complied with.), or
- b) by virtue of incorporation pursuant to Part IX of the Companies Act, or pursuant to the Societies Act. (2) The provisions outlined in the procedure on Corporations - Acquisition and Disposition of Interests [COR-1](#) apply.

2. COMMON FRATERNAL ORGANIZATIONS

The following are some of the common organizations and the provisions of their enabling Acts are summarized. The registration procedures outlined in the procedure for the specific document being registered apply unless indicated otherwise in the summary.

A. Royal Canadian Legion

1. The Alberta Command of the Royal Canadian Legion (“Legion”) and every branch of the Legion within Alberta may hold, transfer, lease, devise, mortgage or deal with real property. (3)

2. The command shall be designated as the Alberta Command of the Royal Canadian Legion and each regularly constituted branch shall be designated as follows:

“ _____ Branch of the Royal Canadian Legion” (4)

3. All documents presented for registration in respect of real property of the Legion must be executed under seal of the command or branch and be attested to by the president and the secretary of the command or branch. (5)

4. Where real property of the command or a branch stands in the name of trustee(s), a certificate by the secretary of the command stating that the real property belongs to or is held in trust for the use of the members of the command or branch, together with an affidavit by the president of the command or branch deposing to the fact that such property belongs to or is held in trust for the use of the members or the command or branch, shall be accepted as conclusive evidence of the facts deposed to. When such documents, together with a duly attested application (usually in the form of a letter with an identifying feature on it such as the letterhead or under seal), are presented for registration, the existing certificate of title is cancelled and a new certificate of title is issued in the name of the command or branch. (6)

5. If the charter or powers of a branch are suspended, the command may make application for the cancellation of the existing certificate of title and the issuance of a new certificate of title in the name of the command by describing the property and filing an affidavit of the secretary of the command deposing to the fact that the charter or powers of the branch have been suspended. (7)

B. Order of the Elks

"The Benevolent and Protective Order of Elks of the Province of Alberta Act" is repealed effective May 30, 2000. (8) Branches under the names of "Lodges" may be established pursuant to "The Grand Lodge of the Benevolent and Protective Order of Elks of the Dominion of Canada". In Alberta these Lodges will be incorporated pursuant to the Societies Act. (9) The provisions outlined in the procedure on Corporations - Acquisition and Disposition of Interests [COR-1](#) apply.

C. The Benevolent and Protective Order of Elks Club of Calgary

The enabling Act declares the Association to be a body corporate with the power of acquiring, disposing and otherwise dealing with real property located within the City of Calgary. (10) The Association is capable of borrowing not in excess of \$100,000, granting, among other things, a mortgage or debenture as security (11) and has the power to lease any portion of its real property. (12) Any mortgage, debenture or other instrument must be signed by the president of the corporation and countersigned by the secretary or such other officers as may be designated by the constitution, rules or regulations of the corporation. (13) Except as otherwise indicated, the provisions outlined in the procedure on Corporations - Acquisition and Disposition of Interest [COR-1](#) apply.

D. The Odd Fellows Act

The enabling Act continues the incorporation of The Grand Lodge of Alberta of the Independent Order of Odd Fellows. (14)

The Act sanctions the establishment of branches which by definition are the subordinate lodges and their governing bodies under the jurisdiction of the Grand Lodge. The Grand Lodge has all the powers, privileges and immunities vested by law in a

corporation necessary or proper for the carrying out of its objects, including the power to mortgage or charge all or any part of its property. (15) A subordinate lodge may incorporate by the name and number by which it was designated by the Grand Lodge. It then has the same powers and privileges as the Grand Lodge for acquiring, holding, purchasing, having, taking, receiving by gift or devise, exchanging, selling and leasing all real property and for mortgaging and executing instruments as security thereto. This right requires the approval of the Grand Lodge. (16) The approval must be attached to any of these documents which are presented for registration. The provisions outlined in the procedure on Corporations - Acquisition and Disposition of Interests **COR-1** apply.

STATUTE AND CASE REFERENCES

Statute references are to Royal Canadian Legion Alberta Property Act, S.A. 1988, c. 55.

1. Henry Campbell Black, *Black's Law Dictionary*, (4th rev. ed. 1968) p. 788
2. Companies Act, R.S.A. 2000, c. C-21 and Societies Act, R.S.A. 2000, c. S-14
3. s. 1
4. s. 3
5. s. 5
6. s. 6
7. s. 7
8. Benevolent and Protective Order of Elks of the Province of Alberta Repeal Act, S.A. 2000, c.
9. Companies Act, R.S.A. 2000, c. C-21 and Societies Act, R.S.A. 2000, c. S-14
10. s. 1, The Benevolent and Protective Order of Elks Club of Calgary Act, S.A. 1914, c. 52
11. s. 3, The Benevolent and Protective Order of Elks Club of Calgary Act
12. s. 4, The Benevolent and Protective Order of Elks Club of Calgary Act
13. s. 8, The Benevolent and Protective Order of Elks Club of Calgary Act
14. s. 3, The Odd Fellows Act, 1971, S.A. 1971, c. 119
15. s. 4, The Odd Fellows Act
16. ss. 8 and 9, The Odd Fellows Act