

outside the provisions of the act, the court will hear that person.

The second comment I have with reference to your remarks is that you are, of course, dealing with administrative law, where the statute has delegated authority, which is a different thing from this. You are saying you have delegated authority, *ipso facto* you are given the policy powers because for various reasons it is not possible to exercise the policy-making powers by statute.

**Mr. Golden:** There is none of that.

**Mr. Grosart:** There is none of that here at all; this is an entirely different situation. My amendment will require any action of the officers of the union to keep its by-laws, rules and regulations within the provisions of the act, not within what they think are the provisions of the act. This is all my amendment would do.

**Senator Bélisle:** Mr. Chairman, I am very much in sympathy with what Senator Grosart says. I know it makes good hay, if I could use the word, but I feel, as Mr. Hopkins said, that we are going to be more careful with our legal phraseology. I do not feel that we should start with the farmers in this instance. So, unfortunately, I will not support my honourable colleague, Senator Grosart. I feel that we have been using this kind of phraseology, or this legal terminology, and we should let one more go.

**Senator Grosart:** That is the worst possible argument in the world, Mr. Chairman, that we have been doing the wrong thing and therefore should keep on doing it. We are a committee of the Senate charged with the responsibility of examining a specific piece of legislation. Our responsibility is to make this legislation as good as it can be, particularly in the interests of the members of this organization upon whom by statute we are imposing obligations. This is a very good place to start.

**Senator Hollett:** In clause 6, subclause (1) it is stated:

The Union may from time to time, make such by-laws, rules and regulations,...

Who is the Union? How are you going to get the Union to do it?

**Mr. Golden:** In the first instance the directors will have the power.

**Senator Hollett:** Under what?

**The Law Clerk:** Clause 6, subclause (2).

**Mr. Golden:** Clause 6, subclause (2) provides that the incorporating directors in the first instance would have the power to enact the first set of by-laws. The persons named in the first sections of the act, specifically listed, would be the first directors.

**Senator Hollett:** Why?

**The Law Clerk:** All the people named in the bill are stated to be the first directors.

**Mr. Golden:** I may say that they are in fact the directors now.

**Senator Hollett:** I am thinking about the new by-laws which may have to be made and the union is going to do it. It is going to take a long time for the union to get a little by-law passed if they have to go all across Canada for the consent of every branch. I do not see why the directors of the union could not make the by-laws.

**Mr. Golden:** The directors shall make the first set of by-laws. The general power in clause 6 is a continuing power of the union to make by-laws. The first by-laws will set out the procedure, probably by convention and decision.

**Senator Grosart:** This greatly reinforces my argument, because now we are in a position where non-elected directors will make the substantive by-laws. They have not been elected, and I suggest it is reasonable to say that the act requires them to stay within the provisions of the act in making those by-laws.

**Mr. Golden:** In fact these persons are all directors by election of the unincorporated association.

**Senator Grosart:** Yes, but they are not of the subject of the bill.

**Mr. Golden:** Yes, but in so far as it was humanly possible to elect them prior to the bill being passed...

**Senator Grosart:** I do not object to saying that they are not elected officers. Therefore there is nothing unreasonable in requiring them to stay within the provisions of the act.

**Senator Haig:** Clause 7, paragraph (d). Why did you not put in there the funds to be invested in trustee securities?

**Senator Grosart:** Mr. Chairman, I wonder if we should not stay with the amendment?