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BILL Pr38

1ST SESSION, 32ND LEGISLATURE, ONTARIO
30 ELIZABETH II, 1981

An Act to incorporate Emmanuel Bible College

MR. SWEENEY

An Act to incorporate Emmanuel Bible College

WHEREAS The Missionary Church, Canada East, incorporated under the laws of Ontario, hereby represents that it established Emmanuel Bible College in 1939 at the annual conference of the Church; that the College has provided post secondary education since the 2nd day of January, 1940; that since 1952 the College has granted theological degrees to graduates of three and four year programs of study; that under the by-laws of the Church, the College has been administered by the Bible College Board of Directors; that the College is a member, in good standing of the Association of Canadian Bible Colleges and of the American Association of Bible Colleges and has candidate status for full accreditation with the Accreditation Commission of the said American Association of Bible Colleges; and whereas the applicant hereby applies for special legislation providing for the continuance of its organization, government and administration, including the power to grant degrees in the field of religious study; and whereas it is expedient to grant the application;

Preamble

Therefore, Her Majesty, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

1.—(1) In this Act,

Interpre-
tation

- (a) "academic unit" means a faculty, department or other academic division of the College;
- (b) "Board" means the Board of Governors of the College;
- (c) "College" means Emmanuel Bible College as incorporated by section 2;
- (d) "faculty" means all of the teaching staff of the College and the head librarian;
- (e) "former bible college" means Emmanuel Bible College as it existed immediately prior to the coming into force of this Act;

(f) "student" means a person who is registered as such in a program or course of study at the College that leads to a degree, diploma or certificate of the College.

Conflict
with
R.S.O. 1980,
c. 95

(2) In the event of conflict between any provision of this Act and any provision of the *Corporations Act*, the provision of this Act prevails.

Board
incorporated

2.—(1) The Board of Governors of the College is hereby constituted a body corporate with perpetual succession and a common seal under the name of "Emmanuel Bible College".

Rights and
liabilities
continued

(2) The property, rights, privileges and powers of the former bible college are hereby continued and vested in the College and the liabilities of the former bible college together with the benefits and burdens of all contracts and covenants of the former bible college are hereby continued in and assumed by the College.

By-laws, etc.,
continued

(3) Subject to this Act, all by-laws, regulations, resolutions and appointments of the former bible college shall continue as by-laws, regulations, resolutions and appointments of the College until amended, repealed or revoked.

Dissolution
of former
Board

(4) The Bible College Board of Directors, established under the by-laws of The Missionary Church, Canada East, is dissolved on the day this Act comes into force.

Objects and
purposes

3. The objects and purposes of the College are,

- (a) to provide instruction in higher Christian education for Christian faith and practice;
- (b) to prepare students to serve with competence in full-time Christian professions both at home and abroad; and
- (c) to equip students not anticipating full-time Christian service for positions of lay leadership and activity in various Christian ministries.

Board of
Governors

4.—(1) The affairs of the College shall be managed by the Board.

Composition

(2) The Board shall be composed of,

- (a) twelve members elected for a term of three years by the membership of The Missionary Church, Canada East, at an annual meeting of the Church;

- (b) the District Superintendent of The Missionary Church, Canada East, who shall be an *ex officio* member;
- (c) the president of the College, who shall be an *ex officio* member;
- (d) the president of the Alumni Association, who shall be an *ex officio* member; and
- (e) such other members, not exceeding six in number, as may be appointed by the Board for a term of one, two or three years.

(3) The Board may, by by-law, provide for the election and retirement in rotation of the first members of the Board elected under clause (2) (a) and may determine that one or more of the first members so elected shall serve for an initial term of less than three years. Staggered terms

(4) No person shall be elected as a member of the Board unless the person is a Canadian citizen. Canadian citizenship

(5) No elected or appointed member of the Board shall serve for more than nine consecutive years, but a member who has served for nine consecutive years shall again be eligible for election to the Board on the expiration of one year after having completed the ninth consecutive year. Re-election, maximum term of office

(6) Service on the Board of Directors of the former bible college prior to the day this Act comes into force, service on the Board for a period of less than three years by any first member of the Board under subsection (3), service on the Board as an *ex officio* member, or service on the Board for the balance of an unexpired term by a member appointed under subsection (7) does not constitute service of all or part of a term or terms for the purposes of subsection (5). idem

(7) Where a vacancy occurs among the elected members of the Board, the Board of Directors of The Missionary Church, Canada East, may appoint a new member to fill the vacancy on the Board, and the person so appointed shall serve for the balance of the unexpired term of the vacating member. Vacancies

5.—(1) The government, conduct, management and control of the College and of its property, revenues, expenditures, business and affairs are vested in the Board and the Board has all powers necessary or convenient to perform its duties and achieve the objects and purposes of the College including, without limiting the generality of the foregoing, the power. Powers of the Board

- (a) to appoint members of the Board under clause 4 (2) (e);
- (b) to enact by-laws for the conduct of its affairs;
- (c) to establish and terminate programs and courses of study after consideration of the recommendations, if any, of the Academic Council;
- (d) to appoint, promote, suspend and remove the president and other administrative officers of the College and the members of the administrative staff;
- (e) to appoint and promote members of the faculty and academic officers;
- (f) to grant tenure and leave to and to suspend and remove the academic officers and members of the faculty;
- (g) to establish, change and terminate academic units within the College and determine the powers and duties of any such unit;
- (h) to appoint committees and delegate thereto power and authority to act for the Board with respect to any matter or class of matters, provided that where power and authority to act for the Board are delegated to a committee, a majority of the members of the committee shall be members of the Board;
- (i) subject to the approval of The Missionary Church, Canada East, to federate or affiliate the College with any other institution of higher learning;
- (j) to establish and collect fees and charges for tuition and for services of any kind offered by the College and collect fees and charges on behalf of any entity, organization or element of the College;
- (k) to borrow money for the purposes of the College and give security therefor on such terms and in such amounts as it may deem advisable;
- (l) to invest all money that comes into the College that is not required to be expended, for any purpose to which it lawfully may be applied, subject always to any express limitations or restrictions on investment powers imposed by the terms of same, in such manner as it considers proper and, except where a trust instrument otherwise directs, to combine trust moneys belonging to various trusts in its care into a common trust fund;

- (m) to acquire, accept, solicit or receive, by purchase, lease, deed, contract, donation, legacy, gift, grant, bequest, devise or otherwise, any kind of real or personal property and to enter into and carry out agreements, contracts and undertakings incidental thereto and to hold any such property for the purpose of drawing revenue therefrom, and to sell, lease, mortgage, dispose of and convey the same or any part thereof or interest therein as the Board may consider advisable;
- (n) 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 College;
- (o) to establish, by by-law, Christian doctrinal statements of the College which shall be adhered to by members of the Board and members of the faculty;
- (p) to appoint a member or members of the Board, or any other person or persons, to execute on behalf of the Board,
- (i) documents and other instruments in writing generally, or
- (ii) specific documents and other instruments in writing,
- and to affix the corporate seal of the College thereto:
and
- (q) to establish the fiscal year of the Board.

(2) The Board shall not sell or mortgage or otherwise convey any real property of the College without the consent of The Missionary Church, Canada East. Restriction
on
conveyances

6.—(1) There shall be a chairman and a vice-chairman of the Board, a secretary and a treasurer, or in lieu of a secretary and a treasurer, a secretary-treasurer of the Board, and such other officers as the Board may determine from time to time. Chairman,
etc.

(2) The chairman and vice-chairman of the Board shall be elected by the Board from among the Governors appointed or elected under clause 4 (1) (a) at the first meeting of the Board after the annual meeting of The Missionary Church, Canada East, and the chairman and vice-chairman shall hold office until their successors are elected. Election

Idem (3) The treasurer and secretary or secretary-treasurer of the Board and any other officers that may be appointed by the Board need not be members of the Board.

Absence of chairman (4) The chairman of the Board shall preside at meetings of the Board and, in his absence, the vice-chairman shall preside or, in the absence of both of them, the president shall preside.

Academic Council 7.—(1) There shall be an Academic Council of the College composed of,

(a) the president of the College, the Dean of Academic Affairs, and the head librarian, who shall be *ex officio* members; and

(b) all members of the full-time faculty.

Powers and duties (2) The Academic Council shall have the following powers and duties:

1. To make recommendations to the president to establish and terminate programs and courses of study.
2. To determine the curricula of all programs and courses of study, standards of admission to the College and continued registration therein, and the qualifications for graduation.
3. To conduct examinations, appoint examiners and decide all matters related to examinations and the appointment of examiners.
4. To award fellowships, scholarships, bursaries, medals, prizes and other marks of academic achievement.
5. To grant the degrees of Bachelor of Theology, Bachelor of Religious Education and Bachelor of Sacred Music.
6. To appoint committees and delegate thereto power and authority to act for them with respect to any matter or class of matters set out in paragraphs 1 to 5, provided that where such power and authority to act is delegated to a committee, a majority of the members of the committee shall be members of the Academic Council.
7. To do all things necessary for carrying out the powers and duties as set out in paragraphs 1 to 6.

Meetings open to public

8.—(1) Subject to subsections (2) and (3), every meeting of the Board or of the Academic Council shall be open to the public

and prior notice of the meeting shall be given to the members of the Board or the Academic Council, as the case may be, and to the public in such manner as the Board and the Academic Council, by by-law, shall respectively determine, and no person shall be excluded from a meeting except for improper conduct as determined by the Board or the Academic Council, as the case may be.

(2) Where matters confidential to the College are to be considered, the part of the meeting concerning such matters may be held *in camera*. Confidential matters

(3) Where a matter of a personal nature concerning an individual may be considered at a meeting, the part of the meeting concerning such individual shall be held *in camera* unless there is mutual agreement to the contrary by the Board or Academic Council, as the case may be, and the individual. Personal matters

(4) The by-laws of the Board and of the Academic Council shall be open to examination by the public during normal office hours of the College. By-laws

(5) The Board shall publish its by-laws from time to time in such manner as it may consider proper. Idem

9.—(1) The Board shall appoint one or more auditors licensed under the *Public Accountancy Act* to audit the accounts and transactions of the Board at least once a year. Auditors
R.S.O. 1980,
c. 405

(2) A copy of the audited annual statement shall be made available for inspection by the public during the normal office hours of the College. Annual statements

10. All property heretofore or hereafter granted, conveyed, devised or bequeathed to the former bible college, any of its divisions, departments, or any of its academic units or to any person in trust for or for the benefit of any of the foregoing, subject to any trust affecting the same, vests in the College. Property

11. For the purposes of construing any instrument or other document unless the contrary intention appears, a reference to the former bible college or any of its divisions or departments shall be construed to refer to the College. References to former bible college

12. The College has power to purchase or otherwise acquire, take or receive, by deed, gift, bequest or devise, and to hold, possess and enjoy, without licence in mortmain and without limitation as to the period of holding, any estate or property whatsoever, whether real or personal, and to sell, grant, convey, Power to hold property in mortmain

mortgage, lease or otherwise dispose of the same or any part thereof or any interest therein from time to time and as occasion may require, and to acquire other estate or property in addition thereto or in place thereof.

Non-profit
corporation

13. The College shall be carried on without the purpose of gain for the members of the Board and any profits or other accretions to the College shall be used in promoting its objects.

Application of
R.S.O. 1980,
c. 65

14. The *Charities Accounting Act* applies to the College.

Dissolution

15. Upon the dissolution of the College and after the payment of all debts and liabilities, the remaining property of the College shall be distributed or disposed of to The Missionary Church, Canada East.

Transition

16.—(1) The Board, until reconstituted in accordance with subsection 4 (2), shall consist of those persons who, immediately prior to the coming into force of this Act, were members of the Board of Directors of the former bible college.

Reconstitu-
tion of
Board

(2) The Board shall be reconstituted in accordance with subsection 4 (2) within twelve months of this Act coming into force.

Commence-
ment

17. This Act comes into force on the day it receives Royal Assent.

Short title

18. The short title of this Act is the *Emmanuel Bible College Act, 1981*.

BILL P-38

An Act to incorporate
Emmanuel Bible College

1st Reading

November 6th, 1981

2nd Reading

December 10th, 1981

3rd Reading

December 10th, 1981

MR. SWEENEY

Government House Leader

Leader parlementaire
du gouvernement

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July 15, 1998

Mr. Jim McDowell
Academic Dean
Emmanuel Bible College
100 Fergus Avenue
Kitchener, Ontario
N2A 2H4

Dear Mr. McDowell:

I am writing in response to a letter I received from your MPP, Gary Leadston, requesting that I provide the Government of the United States with evidence that Emmanuel Bible College has been incorporated within the Province of Ontario.

An Act to Incorporate Emmanuel Bible College received Royal Assent on December 11, 1981 and remains an Ontario Statute today. It has not been amended since that time. In order to help clarify its legal standing, I have asked the Clerk of the Legislative Assembly of Ontario to provide you with a certified copy of the Act. You will find this copy enclosed, as signed by the Clerk.

I trust this certified copy will provide the necessary assurances for the American Government officials.

I wish you, your college and your students all the best in the coming school year. Please do not hesitate to contact Mr. Leadston if you have any further questions or concerns.

Sincerely,



Norman W. Sterling
Government House Leader

cc: Mr. Gary Leadston, MPP

Legislative
Assembly
of Ontario



Assemblée
législative
de l'Ontario

THE CLERK/LE GREFFIER

I, Claude Leo DesRosiers, of the City of Toronto in the Judicial District of York, Clerk of the Legislative Assembly of the Province of Ontario, by Royal Authority duly appointed, do hereby certify that the annexed paper marked "A" is a true copy of an Act intituled An Act to incorporate Emmanuel Bible College, being Chapter 83, Statutes of Ontario, 1981, said Act being duly assented to by His Honour the Lieutenant-Governor of the Province on the Eleventh day of December, 1981.

Dated at the City of Toronto, on the Ninth day of July, 1998.

Clerk of the Legislative Assembly of Ontario