

Bill Pr15

4TH SESSION, 32ND LEGISLATURE, ONTARIO

33 ELIZABETH II, 1984

Bill Pr15

*(Chapter Pr11
Statutes of Ontario, 1984)*

**An Act to Incorporate Baptist Bible
College Canada and Theological Seminary**

Mr. Miller
(Haldimand-Norfolk)

<i>1st Reading</i>	March 23rd, 1984
<i>2nd Reading</i>	May 25th, 1984
<i>3rd Reading</i>	May 25th, 1984
<i>Royal Assent</i>	May 29th, 1984

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Bill Pr15**1984****An Act to Incorporate Baptist Bible
College Canada and Theological Seminary**

Whereas Bethel Baptist Church (Simcoe) hereby represents that it was incorporated by letters patent on the 21st day of September, 1976, for the purpose, among others, of establishing, maintaining and carrying on and conducting classes for religious education and employing and paying instructors therefor; that since that time, Bethel Baptist Church (Simcoe), has been providing such education; and whereas the applicant hereby applies for special legislation providing for the creation of the organization, government and administration of a separate college with the power to grant appropriate 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,

Interpretation

- (a) "academic dean" means a dean of the college or faculty, school, institute, department or other academic division of the College so designated by the Board;
- (b) "academic unit" means a faculty, school, institute, department or other academic division of the College so designated by the Board;
- (c) "Board" means the Board of Governors of the College;
- (d) "College" means Baptist Bible College Canada and Theological Seminary as incorporated by this Act;
- (e) "faculty" means all persons employed by the College to teach or give instruction at the College;

- (f) "student" means a person who has registered as such in a program or course of study at the College leading to a degree, diploma or certificate of the College;
- (g) "supporting church" means a church, which provides support, including financial support, for the philosophy, objects, and operation of the College, and which has been designated as a supporting church by a by-law of the College;
- (h) "year" means the membership year of the Board and shall be any twelve-month period established from time to time by the Board.

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

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

Incorporation

2.—(1) The members of the Board from time to time are hereby incorporated as a corporation without share capital under the name of "Baptist Bible College Canada and Theological Seminary".

Interpretation

(2) In this section "transfer date" when used in respect of the teaching staff and associated secretarial staff of Bethel Baptist Church (Simcoe) means the date upon which the College assumes liability for the payment of the salaries, wages and benefits of such teaching and secretarial staff by reason of the transfer of the teaching functions of the church to the College.

Transfer
of staff

(3) Three months prior to the transfer date, Bethel Baptist Church (Simcoe) shall designate those of its employees who are involved in teaching and associated staff and the College shall offer employment to each such employee so designated commencing on the transfer date and at a wage or salary not less than the wage or salary being received by each such employee immediately before the transfer date.

Continuation
of benefits

(4) A person who accepts employment under this section shall continue to enjoy the rights and benefits of sick leave entitlement provided by Bethel Baptist Church (Simcoe) immediately before the transfer date until the College establishes a sick leave entitlement plan or sick leave insurance plan, and thereupon the employee shall receive allowance or credit for any accrued sick leave rights or benefits.

Termination
for cause

(5) Nothing in this section prevents Bethel Baptist Church (Simcoe) prior to the transfer date or the College after the

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transfer date from terminating the employment of an employee for cause.

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3. The objects of the College are,

Objects

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stablished

- (a) to provide post-secondary training programs for individuals called to the ministry and to equip and encourage them,
 - (i) to preach effectively,
 - (ii) to evangelize,
 - (iii) to establish and develop churches in Canada and throughout the world, and
 - (iv) to train teachers in religious education;
- (b) to develop the devotional and spiritual life of the student; and
- (c) to encourage each student to develop a mastery of the content of the Bible and to help the student to develop Christian character.

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

Board

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(2) The first members of the Board shall be the persons named in the Schedule and the first members shall hold office until the first annual meeting held under subsection 6 (3).

First Board

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(3) The Board, after the first annual meeting held under subsection 6 (3), shall consist of,

Composition

- (a) the president of the College, *ex officio*; and
- (b) not fewer than ten persons or more than fifteen persons, as determined from time to time by the Board, by by-law, elected by the members of the supporting churches in accordance with the by-laws.

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

Qualifications

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(5) The elected members of the Board shall serve as members for a term of three years, but no person shall serve on the Board for more than nine consecutive years but on the expiry of one year after having served on the Board for nine

Election

consecutive years the person is again eligible to serve on the Board.

Idem

(6) At least one-third of the elected members of the Board shall be members of the supporting churches other than Bethel Baptist Church (Simcoe) and elected by the members thereof and the remainder of the elected members of the Board shall be members of Bethel Baptist Church (Simcoe) and elected by the members thereof and the Board may pass by-laws providing for the manner of nominating and electing its members.

Staggered terms

(7) Notwithstanding subsection (5), the Board may by by-law provide for the election and retirement in rotation of the members of the Board.

Calculation of term

(8) Service on the Board as a first member under subsection (2), as a member elected for less than three years under subsection (7) or as a member elected for the balance of an unexpired term under subsection (12) shall not be included in the calculation of the nine consecutive years referred to in subsection (5).

Dismissal for cause

(9) A member of the Board may be dismissed for cause upon the motion of any other member of the Board.

Idem

(10) Notice of a motion brought under subsection (9) shall be given to each member of the Board by sending the notice by prepaid mail to the latest address shown on the records of the College for each member at least thirty days before the date of the meeting at which the motion will be considered.

Idem

(11) A motion brought under subsection (9) shall be voted on by secret ballot and shall not carry unless it receives the affirmative vote of at least two thirds of the votes cast at the meeting.

Vacancy

(12) Where a vacancy occurs among the elected members of the Board, the remaining members of the Board shall forthwith call a meeting of the Board to elect a new member to fill the vacancy on the Board, and the person so elected shall serve for the balance of the unexpired term of the vacating member.

Quorum

(13) Unless the by-laws otherwise provide, a majority of the Board constitutes a quorum for the transaction of business, but in no case shall the quorum be less than a majority of the Board.

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(14) Subject to subsections (11) and (15), all by-laws and resolutions of the Board shall be passed by a majority of the votes cast at the meeting of the Board.

Majority vote

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(15) A by-law or resolution of the Board that alters the doctrinal statement of the College, as laid down by by-law, shall be passed only upon the approval of all Board members.

Doctrinal statement

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(16) In case of an equality of votes, the chairman of the Board, in addition to his original vote, shall have a second and deciding vote.

Deciding vote

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5.—(1) The Board shall elect annually, by secret ballot from among its members, a chairman who shall preside at all meetings of the Board and a vice-chairman and they shall both be eligible for re-election.

Chairman and vice-chairman

cause

(2) The Board shall elect annually a secretary, a treasurer and such other officers as the Board may determine from time to time who shall all be eligible for re-election for successive terms and the secretary, the treasurer and the other officers elected under this subsection need not be members of the Board.

Other officers

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(3) If the chairman is absent for any reason or the chairman's office is vacant, the vice-chairman shall act as and have all the powers of the chairman.

Vice-chairman

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(4) If any office referred to in this section is vacant or if for any reason any officer is unable to act, the Board may designate another eligible person to act in that behalf.

Vacancies

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6.—(1) The Board shall meet every two months and at such other times as the chairman of the Board, or in his absence the vice-chairman of the Board, considers necessary.

Meetings

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(2) Any two members of the Board may request an extraordinary meeting of the Board upon written notice being sent to every other member of the Board at the latest address shown on the records of the College for each member giving thirty days notice of the meeting.

Extraordinary meetings

(3) In addition to its other meetings, the Board shall hold an annual meeting once in each calendar year.

Annual meeting

7. The government, conduct, management and control of the College and of its property, revenues, expenditures and affairs are vested in the Board and the Board has all powers necessary or convenient to perform its duties and to achieve

Powers of Board

the objects and purposes of the College including, without limiting the generality of the foregoing, the power,

- (a) to enact by-laws for the conduct of its affairs;
- (b) to establish and terminate programs and courses of study after consideration of the recommendations, if any, of the academic council;
- (c) to appoint, promote, suspend and remove administrative officers of the College and the members of the administrative staff;
- (d) to appoint and promote the academic officers and members of the faculty;
- (e) to grant leave to and to suspend and remove the academic officers and members of the faculty;
- (f) to define the duties of the academic officers, the faculty, the administration officers and the administrative staff, and to fix their salaries and remuneration, and to provide for the further benefits for such person, including without limiting the generality of the foregoing, the provision of the retirement of such people, and to create any funds necessary for that purpose either with the money of the College or through contributions from such persons, or from a combination of both;
- (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 to delegate to any such committee the power and authority to act for the Board with respect to any matter or class of matters, but where power and authority to act for the Board are delegated to a committee, a majority of the members of committee shall be members of the Board;
- (i) 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;

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- (k) to borrow money for the purposes of the College and give security therefor on such terms and in such amounts as it may consider advisable;
- (l) to invest all money, that comes into the College and is not required to be expended for any purpose to which it lawfully may be applied, subject to any express limitations or restrictions on investment powers imposed by the terms of the instruments creating any trust as to the same, in such manner as it considers proper, and to except where a trust investment otherwise directs, to combine trust moneys belonging to those 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, 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 hold, manage, sell or convert any of the real or personal property from time to time owned by the College and to invest and reinvest any principal in such manner as may from time to time be permitted in investments authorized by law for trustees;
- (o) to acquire and maintain such real property, equipment and furnishings as the Board may consider necessary for the operation of the College, and to erect, maintain, equip and furnish such other buildings and structures as the Board may consider necessary for the purpose of the College including residences and dining halls for the use of the faculty, administrative staff and students of the College;
- (p) to make such rules and regulations as the Board may consider necessary respecting the management and control of residences and dining halls and the property and operation of the College in general;
- (q) 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 there-to;

- (r) to enact by-laws to regulate the admission, as members of the Board and as faculty of the College, of individuals who are members of a fundamental Baptist Church and who are in full accord with and subscribe to the doctrinal statement of the College as set out in the by-laws, and who are in agreement with the philosophy and objects of the College;
- (s) to adopt a doctrinal statement for the College;
- (t) to create one or more advisory bodies and to determine the composition, functions and procedures of any such body; and
- (u) to designate any church as a supporting church of the College.

President **8.**—(1) The College shall be administered by a president appointed by and under the direction of the Board.

Duties (2) The president is responsible for the direction of the faculty and the administrative staff.

Academic Council **9.**—(1) There shall be an Academic Council of the College composed of,

- (a) the President of the College;
- (b) all academic deans; and
- (c) at least one and not more than three persons who are faculty members, the number to be determined from time to time by the Academic Council, and the person or persons shall be elected by secret ballot by the faculty.

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

1. To recommend to the Board the establishment and termination of programs and courses of study.

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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 achievements.
5. To award diplomas and certificates and to grant the degrees of Bachelor of Theology, Bachelor of Sacred Music, Bachelor of Religious Education, Master of Theology, Master of Religious Education, Master of Sacred Music, Master of Divinity, Doctor of Theology, Doctor of Religious Education, Doctor of Sacred Music and Doctor of Divinity.
6. To appoint committees and delegate thereto the power and authority to act for them with respect to any matter or class of matters set out in paragraphs 1 to 5, but where such power and authority to act are delegated to a committee, a majority of the members of the committee shall be members of the Academic Council or the faculty or a combination thereof.
7. To determine from time to time the number of faculty members to be elected to the Academic Council under clause (1) (c), and to determine the terms of office of one, two or three years, as the case may be, for each such member.
8. To determine the procedures to be followed in the election of members of the Academic Council, to conduct such elections, and to determine any dispute as to the eligibility of a candidate at such election or to a person to vote thereat.
9. To do all things necessary for carrying out the powers and duties as set out in paragraphs 1 to 8.

(3) The President shall be the chairman of the Academic Council. Chairman

10.—(1) Subject to subsections (2) and (3), the meetings of the Board and the Academic Council shall be open to the Meetings open to public

public and prior notice of meetings 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 or Academic Council shall respectively determine and no persons shall be excluded from a meeting except for improper conduct as determined by the Board or the Academic Council, as the case may be.

Exception

(2) Where a matter is confidential to the College, that part of a meeting of the Board or the Academic Council, as the case may be, concerning such a matter may be held *in camera*.

Idem

(3) Where a matter of a personal nature concerning an individual may be considered at a meeting of the Board or the Academic Council, as the case may be, that part of the meeting concerning the individual shall be held *in camera* unless the individual and the Board agree that that part of the meeting be open to the public.

By-laws,
publication

11.—(1) The College shall publish its by-laws from time to time in such manner as the Board shall consider proper.

Idem,
examination

(2) The by-laws of the College shall be open to examination by the public during the normal office hours of the College.

Auditors
R.S.O. 1980,
c. 405

12.—(1) The Board shall appoint one or more auditors licensed under *Public Accountancy Act* to audit the accounts and transactions of the College at least once a year.

Availability

(2) The annual audited statements of the College shall be made available to all supporters of the College in such manner as the Board may determine.

Fiscal
year

(3) The fiscal year of the College shall be as established from time to time by the Board.

Non-profit
corporation

13.—(1) 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 and purposes.

Idem

(2) The property of the College shall be applied solely for the objects and purposes of the College.

Dissolution

14. Upon the dissolution or winding up of the College, all its remaining property, after the payment of all debts and liabilities, shall be distributed to one or more recognized charitable organizations in Canada having objects of an educational nature as similar as possible to those of the College.

15. This Act comes into force on the day it receives Royal Assent. Commence-
ment

16. The short title of this Act is the *Baptist Bible College Canada and Theological Seminary Act, 1984*. Short title

SCHEDULE

First Board of Governors of Baptist Bible College Canada and Theological Seminary.

Dr. Harry Strachan, D.S.

Gordon Horne

Theodore Bugg

Arthur Wiedrick

Wray Stone

Aaron Doerksen

Robert Laidlaw

Douglas Pipe

Gerald Ronson

Frank Lloyd