

1988 BILL Pr 8

Third Session, 21st Legislature, 37 Elizabeth II

THE LEGISLATIVE ASSEMBLY OF ALBERTA

BILL Pr 8

ROSEBUD SCHOOL OF THE ARTS ACT

MRS. McCLELLAN

First Reading

Second Reading

Committee of the Whole

Third Reading

Royal Assent

Bill Pr 8
Mrs. McClellan

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ROSEBUD SCHOOL OF THE ARTS ACT

(Assented to , 1988)

Preamble

WHEREAS a petition has been presented praying for the incorporation of the Rosebud School of the Arts as an institution and guild school for the promotion of the Fine Arts, and it is expedient to grant the prayer of the petition;

THEREFORE HER MAJESTY, by and with the advice and consent of the Legislative Assembly of Alberta, enacts as follows:

Definitions

1 In this Act,

- (a) "Board" means the Board of Directors of the Rosebud School of the Arts;
- (b) "Chairman" means the Chairman of the Board;
- (c) "Director" means the Director of the Board;
- (d) "School" means the Rosebud School of the Arts;
- (e) "School Staff" includes the professors, associate professors, assistant professors, lecturers, instructors, teachers, the administration and all others engaged in the work of teaching, giving instruction or carrying out artistic pursuits and research on behalf of the School and in its operation.

Incorporation

2 LaVerne Erickson, Terrance Schlinker, Wesley Wikkerink, Douglas Madge, Gordon Cousins and Raymond Schultz, all of the Town of Rosebud, and such other persons as are from time to time appointed to be members of the Board, are hereby constituted and established a body corporate under the name of "Rosebud School of the Arts".

Objects

3 The objects of the school are:

(a) to establish, maintain, conduct and support an educational institution of secondary and higher learning in both the theoretical and practical fields of the Fine Arts;

(b) to promote cultural development and awareness among the members of the community;

(c) to promote and advance the cause of the Christian church and the betterment of society by the promulgation of the Gospel of Jesus Christ;

(d) to receive gifts, donations, bequests, grants and other property from any source;

(e) to act as a benevolent charitable foundation;

(f) to provide community and residential programs to promote and encourage the development of the Fine Arts;

(g) to further the intellectual, spiritual, moral, physical and social developments of, as well as a community spirit among its undergraduates, graduates and teaching staff;

(h) to conduct in-service and continuing education programs, workshops and institutes for academic communities and the community as a whole.

Non-profit

4(1) All of the property of the School shall be devoted to educational and charitable activities and no part of the property of the School shall be distributed to, or otherwise be made available for the personal benefit of any member thereof except pursuant to subsections (3) and (4).

(2) If upon the winding up or dissolution of the School there remains, after satisfaction of all its debts, liabilities and obligations, any property or assets whatsoever, the same shall not be paid or distributed generally among the members, but shall be paid or transferred to such other charitable organization in Canada the objects of which, in the opinion of the Board, most closely resemble those of the School.

(3) The School may contract with a member of the Board or a Director to provide professional services other than the function of a Director and pay him for such services.

(4) The School may reimburse a member of the Board or a Director for his actual and reasonable expenses, incurred in carrying out the duties of same.

(5) The liability of the members of the Board of Directors is limited.

Powers

5 The School

- (a) has perpetual succession;
- (b) shall have a common seal;
- (c) may contract and be contracted with, sue and be sued, and answer and defend in all courts and places whatsoever;
- (d) may acquire, hold or alienate property of any nature for the general uses and purposes of the School;
- (e) may borrow, raise or secure the payment of money for any of the purposes of the School in such manner as it deems expedient;
- (f) to engage the services of any bank, treasury branch, trust company or credit union and to enter into agreements for that purpose;
- (g) may proceed to invest the property or portions thereof of the School into investments as the Board may from time to time deem advisable;

(h) generally, to do or a cause to be done all things necessary or incidental to the operation of a charitable foundation for the purposes of achieving its objects.

Board of
Directors

6(1) The School shall be managed and administered by a governing Board of Directors of not more than 15 members, the first of which shall be the persons named in section 2, such other persons as may be named in place of, or in addition to them.

(2) The Board of Directors shall be appointed:

- (a) one third from the membership of Rosebud Fellowship;
- (b) one third from the staff of the School;
- (c) one third from the student body or alumnae of the School.

(3) Not later than May 1st in each year one third of the Directors appointed under subsection 2(a), (b) and (c) shall retire and be replaced.

(4) The term of office for a Director shall be 3 years.

(5) No person except the Executive Director and the Administrative Director of the School shall be elected as a Director for more than 2 consecutive 3-year terms.

(6) Notwithstanding subsection (5), the persons named in section 2 hereof shall be eligible for 2 consecutive 3-year terms commencing not later than May 1, 1989.

(7) A person holding the position of Executive Director or Administrative Director of the School may serve upon the Board of Directors for an unlimited number of terms.

By-laws;
procedure

7(1) The Board shall by by-law prescribe the terms of office and method of election, appointment, replacement and retirement of members of the Board and the procedure to be followed by the Board, subject to the provisions of this Act.

(2) The Board shall elect from among its membership a chairman and vice-chairman and may from time to time by majority vote replace either.

(3) Each member of the Board shall have one vote except the member acting as chairman of the Board who shall cast a vote only if there is a tied vote on a resolution.

Vacancies

8 Any vacancy of the Board for any cause other than expiration of the term of appointment shall be filled for the remainder of the term by an appointment made by resolution of the remaining Directors.

Powers of the Board

9(1) The conduct, management and control of the School and its property, revenues, business and affairs are vested in the Board and the Board has all the powers necessary or convenient to perform its duties and achieve the objects and purposes of the School, including, without limiting the generality of the foregoing, the power:

(a) to appoint and to remove and to fix the number, duties, salaries and other benefits of the teaching staff and any supportive administrative staff and any other employees, servants or agents;

(b) to make rules governing the educational policy, the admission of students, the curriculum, the issuance of diplomas and certificates of fellowship to graduates and any other matter whatsoever in connection with the operation of the School;

(c) to appoint an executive committee and such other committees of the Board as it deems advisable and to delegate to any such committee any of its powers, except its power to make by-laws and orders;

(d) to make such by-laws and orders as are deemed necessary for the management of the affairs of the School and from time to time to amend, alter or repeal by by-laws and orders, or any of them, as the Board deems fit and proper.

Quorum

10 A majority of the Directors shall constitute a quorum of the Board.

Head office	11 The head office of the School shall be at Rosebud in the Province of Alberta, or at such other location as from time to time determined by the Board.
Records	<p>12(1) The Board shall maintain the records of the School, including its by-laws, a list of the members of the School and of the Board and adequate accounting records.</p> <p>(2) The records referred to in subsection (1) shall be kept at the head office of the School and the Board shall permit any person to inspect them during normal business hours and provide a copy thereof, upon payment of a reasonable fee.</p>
Audit and statement	<p>13(1) The Board shall cause an annual audit of its accounts to be made at least once in every fiscal year by an independent auditor, who shall be a qualified accountant and who shall be appointed annually by the Board.</p> <p>(2) The fiscal year of the School shall be from September 1st to August 31st.</p>
Transfer of land	14 Upon presentation to the Registrar of the South Alberta Land Registration District of any transfer or other instrument whereby any land or interest in land is being transferred from Rosebud Fellowship to the School, the Registrar shall without fee or charge therefor do all things necessary to vest the land or interest therein in the name of the School, subject to any encumbrances or charges as may be registered.
Application of labour law	15 The <i>Labour Relations Act</i> and the <i>Employment Standards Act</i> do not apply to the Board or the School Staff.
General laws	16 The powers herein granted shall be subject to the general laws now or hereafter in force in the Province of Alberta.