

2003 Bill Pr2

Third Session, 25th Legislature, 52 Elizabeth II

THE LEGISLATIVE ASSEMBLY OF ALBERTA

BILL Pr2

FOREST LAWN BIBLE COLLEGE ACT

MR. PHAM

First Reading

Second Reading

Committee of the Whole

Third Reading

Royal Assent

BILL Pr2

2003

FOREST LAWN BIBLE COLLEGE ACT

(Assented to , 2003)

Preamble

WHEREAS Forest Lawn Bible College proposes to carry on its endeavours together with other organizations who may from time to time agree to associate and co-operate with them under the name Forest Lawn Bible College; and

WHEREAS a petition has been presented for a Bill incorporating the Forest Lawn Bible College as set forth below 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 Governors of the College;
- (b) “by-laws” means the by-laws of the College;
- (c) “College” means Forest Lawn Bible College;
- (d) “property” includes real and personal property.

Incorporation

2 Thanh Nguyen, Pancho Delacruz, Huy Nguyen, Dung Nguyen and Mulugeta Beka, all of the City of Calgary, and such other persons as are from time to time appointed to be members of the

Board are hereby incorporated under the name of “Forest Lawn Bible College”.

Objects

3 The objects of the College are

- (a) to establish, maintain, conduct and support an educational institution for secondary and post-secondary Christian education in such fields as the Board may from time to time determine;
- (b) to provide training for those preparing for work in the ministry of the Christian church;
- (c) to promote the advancement of learning and the dissemination of knowledge, whether theoretical or practical, in the field of religious and other related studies;
- (d) to further intellectual, spiritual, moral, physical, social and cultural development of, as well as a community spirit among, its students, graduates, faculty and staff;
- (e) to conduct in-service and continuing education programs, workshops, institutes and other specialized educational programs which may be considered by the Board to be conducive to the attainment of the objectives of the College;
- (f) to co-operate or enter into association with other organizations having objectives and characteristics considered by the Board to be compatible with and conducive to the advancement of those of the College;
- (g) to promote the betterment of society by the promulgation of the Gospel of Jesus Christ.

Stock and remuneration

4(1) The College is not organized for the purpose of pecuniary profit and shall have no capital stock.

(2) No member of the College or of the Board is liable for the debts or other obligations of the College.

(3) All income and property of the College shall be applied toward the furtherance of the objects of the College, and no portion of such income or property shall be paid, transferred or made available directly or indirectly for the personal benefit of any member from time to time of the Board, except

- (a) reasonable salary and other benefits which may be paid to one or more members of the Board who also may be an employee of, or an independent contractor providing services to, the College, provided such payments are made in respect of his or her services as such employee or independent contractor;
 - (b) reimbursement to members of the Board of reasonable out-of-pocket expenses which may be incurred in their attendance at meetings of, and their conduct of the business or activities of, the College and the Board.
- (4) If upon the winding-up or dissolution of the College there remains, after satisfaction of all its debts, liabilities and obligations, any properties or assets whatsoever, the same shall not be paid or distributed generally among the members of the Board, but shall be paid or transferred to the organization or organizations referred to in section 10.

Powers of the College

- 5(1)** The College has all the powers, privileges and immunities vested by law in a corporation by the laws of the Province of Alberta, and more particularly, but without limiting the generality of the foregoing, the College may
- (a) provide instruction in degree programs in divinity and in certificate and diploma programs in education, arts, science and other fields as the Board may from time to time determine;
 - (b) establish, maintain and operate one or more colleges, schools or training centres;
 - (c) co-operate or associate with any other person for the establishment and provision of programs, services and facilities;
 - (d) undertake and support research and education related to the objects of the College;
 - (e) provide financial and other assistance to charitable organizations that have objects similar to those of the College or that engage in activities similar to those in which the College engages or has engaged;
 - (f) solicit, receive and hold gifts upon any trusts or conditions acceptable to the Board and administer gifts in accordance with any such terms and conditions;

- (g) publish, produce and distribute books, pamphlets, films and other productions or media that relate to any matter pertaining to the objects of the College;
- (h) acquire, hold and alienate any estate or interest in real or personal property;
- (i) borrow money and give security for it;
- (j) draw, make, accept, endorse, execute or issue promissory notes, bills of exchange and other negotiable instruments;
- (k) subject to the by-laws, invest in any manner it thinks fit, the funds of the College that are not from time to time required for expenditure;
- (l) lend its funds or guarantee the payment of debt;
- (m) make such banking arrangements as are necessary for the purpose of its business and affairs;
- (n) subject to the by-laws, form or establish one or more subsidiary foundations or organizations whose purpose is to assist the College in achieving its objects.

Diplomas and degrees

6 The College may, upon recommendation of its faculty, confer upon graduates of the courses of study provided by the College

- (a) diplomas or certificates;
- (b) degrees in divinity.

Head office

7 The head office of the College shall be located in Alberta at the place specified in the by-laws.

Board of Governors

8(1) The business and affairs of the College shall be managed by a Board of Governors.

(2) The first members of the Board shall be those persons named in section 2 who shall hold office until their successors are appointed at a meeting of the Board for that purpose, at which time a new Board shall be elected by the members of the College in accordance with the by-laws.

(3) Subject to the by-laws, the Board may exercise its powers by resolution.

By-laws

9 The Board may make by-laws respecting

- (a) the number of persons to constitute the Board from time to time;
- (b) the election or appointment of the members of the Board and of the officers of the Board and their respective rights, powers, privileges and duties, including, without limitation, the stipulation of such restrictions upon the ability of paid officers or employees of the College to act as voting members of the Board as may be considered appropriate;
- (c) the suspension and removal of members of the Board and of officers of the Board;
- (d) the calling of meetings of the Board and of its committees and the conduct of business at those meetings;
- (e) the plurality of the Board which may be required to pass a special resolution, and delineating any matters in respect of which a special resolution rather than an ordinary resolution of the Board may be required, provided that the approval of any such by-law provisions, and any amendment of them, shall itself require approval by a special resolution of the same stipulated plurality of the Board;
- (f) the establishment of standing and special committees of the Board and their responsibilities;
- (g) without in any way limiting the generality of the foregoing, the appointment of an executive committee of the Board and delegation to that committee of any of the powers or duties of the Board other than the power to make by-laws;
- (h) the establishment of the offices of the College, the appointment of persons to those offices, and the manner of specification of their duties, delegation of their powers, and the fixing of their salaries and other benefits;
- (i) the appointment and removal of the auditor of the College;
- (j) any restriction on the activities in which the College may engage;

- (k) subject to section 7, the location of the head office of the College;
- (l) the regulation of the investment of the funds of the College pursuant to section 5(k);
- (m) the transfer of the remaining property of the College in the course of the winding-up of the College to
 - (i) one or more organizations, whether incorporated or not, with objects similar to those of the College or that engage in activities similar to those in which the College had engaged at any time prior to the commencement of the winding-up proceedings, or
 - (ii) a foundation or other charitable organization, whether incorporated or not, either by way of gift or in trust for such charitable purposes as are specified in the by-laws;
- (n) the regulation of the operations and affairs of the College.

Winding-up

10 Notwithstanding anything in the *Business Corporations Act*, in the event of the winding-up of the College

- (a) if the by-laws referred to in section 9 provide for the transfer of the property of the College upon the winding-up of the College, the liquidator shall transfer any remaining property of the College to the organization or organizations specified in the by-laws, in accordance with the by-laws, and
- (b) if there are no by-laws in force of the nature referred to in section 9 at the commencement of the winding-up proceedings, the liquidator shall
 - (i) unless and until any other church organization or educational institution has formally merged or amalgamated with, or has formally pooled or combined its assets or some portion thereof with those of the College thereby making a capital contribution to the assets of the College, transfer any remaining property of the College to the Vietnamese Victory Church in Calgary, Alberta;
 - (ii) in any other case, transfer any remaining property of the College, subject to the approval of the Court of Queen's Bench,

- (A) to one or more organizations, whether incorporated or not, with objects similar to those of the College or that engage in activities similar to those in which the College had engaged at any time prior to the commencement of the winding-up proceedings, or
- (B) to a foundation or other charitable organization, whether incorporated or not, either by way of gift or in trust for one or more charitable purposes.