

2005 Bill Pr2

First Session, 26th Legislature, 54 Elizabeth II

THE LEGISLATIVE ASSEMBLY OF ALBERTA

BILL Pr2

CAMROSE LUTHERAN COLLEGE CORPORATION ACT

MR. JOHNSON

First Reading

Second Reading

Committee of the Whole

Third Reading

Royal Assent

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2005

CAMROSE LUTHERAN COLLEGE CORPORATION ACT

(Assented to , 2005)

WHEREAS Camrose Lutheran College Corporation was incorporated by chapter 77 of the Statutes of Alberta, 1913, which was amended by chapter 86 of the Statutes of Alberta, 1947, chapter 96 of the Statutes of Alberta, 1958 and continued by chapter 40 of the Statutes of Alberta, 1991; and

WHEREAS a petition has been presented praying for the repeal of chapter 40 of the Statutes of Alberta, 1991, the continuance and reconstitution of the Corporation created by the repealed Statute under the name “Camrose Lutheran College Corporation”, and the enactment of provisions respecting the corporate status, property, rights and duties of the Camrose Lutheran College Corporation; and

WHEREAS 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) “Augustana” means the university college owned and operated by the Corporation under chapter 40 of the Statutes of Alberta, 1991;
- (b) “Board” means the Board of Directors of the Corporation;
- (c) “Church” means the Evangelical Lutheran Church in Canada or its successors;

- (d) “Corporation” means the Camrose Lutheran College Corporation incorporated by chapter 77 of the Statutes of Alberta, 1913, amended by chapter 86 of the Statutes of Alberta, 1947, chapter 96 of the Statutes of Alberta, 1958, continued under chapter 40 of the Statutes of Alberta, 1991, and further continued by this Act;
- (e) “Faculty” means the Augustana Faculty of the University of Alberta created by the Master Agreement;
- (f) “Master Agreement” means the Agreement in writing dated the 29th day of June, 2004, between the University of Alberta, the Camrose Lutheran College Corporation and Her Majesty the Queen in Right of Alberta, represented by the Minister of Learning, which Master Agreement created the Faculty and provided for the transfer of Augustana to the University of Alberta;
- (g) “Synod” means the Alberta Synod of the Evangelical Lutheran Church in Canada.

Names and place of business

- 2(1)** The Corporation is continued under this Act.
- (2)** The name of the Corporation shall be “Camrose Lutheran College Corporation”.
- (3)** The principal place of business of the Corporation shall be the City of Camrose, in the Province of Alberta.

Purposes

- 3** The purposes of the Corporation shall be to
 - (a) encourage and support the preservation of Lutheran and Scandinavian history and traditions of Augustana within the Faculty;
 - (b) support the activities of the Centre for the Study of Religion and Public Life as described in the Master Agreement;
 - (c) co-operate with the Church, the Synod and the University of Alberta in the provision of chaplaincy for the Faculty, as described in the Master Agreement;
 - (d) monitor and ensure the implementation of the Master Agreement;

- (e) generally support the Faculty.

Powers of the Corporation

4 The Corporation shall have all the powers, rights and privileges conferred upon or vested in a corporation by the laws of the Province and more particularly, but without limiting the generality of the foregoing, shall have the power to

- (a) employ any persons it considers necessary to serve the Corporation;
- (b) borrow money and give security for it;
- (c) own assets, including real property;
- (d) invest any money and any property or security belonging to the Corporation;
- (e) raise funds, establish and administer endowments, and pay funds to or for the Faculty, its students and employees, or for their benefit, pursuant to the purposes for which the Corporation exists;
- (f) draw, accept, make, endorse or negotiate any other negotiable security;
- (g) do any and all other things that are incidental or conducive to the attainment of the purposes of the Corporation.

Member

5 The sole member and owner of the Corporation shall be the Church, as represented by the Bishop of the Church.

Board

6(1) The Corporation shall be administered by the Board.

(2) The Board shall consist of 5 members who shall be appointed by the Bishop of the Church.

(3) The term of a member of the Board shall be 4 years, and no Board member shall serve more than 2 consecutive terms, which shall not include partial terms served.

(4) The Board holding office immediately prior to the coming into force of this Act shall serve as the nominating committee for the

appointment of new Board members who shall take office upon the coming into force of this Act.

(5) For Board appointments subsequent to those provided for in subsection (4), the nominating committee shall be comprised of

- (a) the Bishop of the Synod or designate;
- (b) the Chair of the Board or designate;
- (c) the Mayor of the City of Camrose or designate;
- (d) the Member of the Legislative Assembly of Alberta for the constituency in which the City of Camrose is then located, or designate;
- (e) the Dean of the East Central Alberta Conference of the Synod (or its successor), or designate.

(6) No fewer than 3 Board members shall be members of congregations of the Church.

(7) All business and affairs of the Corporation shall be conducted in accordance with the by-laws and resolutions adopted by the Board.

Officers of the Board

7(1) The chair of the Board shall be a member of the Board who is so designated by the Bishop of the Church.

(2) The vice-chair, secretary and treasurer of the Board shall each be a member of the Board elected by the Board.

Powers of the Board

8 The powers conferred upon the Corporation in this Act are vested in the Board and, without limiting the generality of the foregoing, the Board shall have the power to

- (a) make by-laws and regulations for the orderly functioning of the Corporation;
- (b) appoint advisory committees to assist the Board in carrying out its purposes.

Protection to Board members

9 Neither the Board nor an officer, employee, or member of the Board is liable for anything done in good faith and in the purported exercise of their powers, duties and functions under this Act.

Dissolution

10 In the event of its dissolution, all of the assets of the Corporation in excess of liabilities shall be transferred to the Church.

Accounting

11 The Corporation shall render an account of its affairs in writing to any of the Lieutenant Governor in Council, the University of Alberta, the Church or the Synod, when called upon to do so.

Repeal

12 The *Camrose Lutheran College Corporation Act*, chapter 40 of the Statutes of Alberta, 1991, is repealed.