

2015 Bill Pr6

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First Session, 29th Legislature, 64 Elizabeth II

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THE LEGISLATIVE ASSEMBLY OF ALBERTA

# **BILL Pr6**

**COVENANT BIBLE COLLEGE AMENDMENT ACT, 2015**

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MR. FILDEBRANDT

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First Reading . . . . .

Second Reading . . . . .

Committee of the Whole . . . . .

Third Reading . . . . .

Royal Assent . . . . .

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## BILL Pr6

2015

### COVENANT BIBLE COLLEGE AMENDMENT ACT, 2015

(Assented to \_\_\_\_\_, 2015)

WHEREAS the Covenant Bible College was incorporated by the *Covenant Bible College Act*, chapter 40 of the Statutes of Alberta, 1996;

WHEREAS the College is seeking amendments to its private Act to change its name to “Trellis Foundation” and to allow for it to continue as a body corporate under the laws of another jurisdiction; and

WHEREAS a petition has been presented requesting that the Act be amended 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:

#### **Amends SA 1996 c40**

**1 The *Covenant Bible College Act* is amended by this Act.**

#### **2 Section 1 is amended**

**(a) by repealing clause (d) and substituting the following:**

(d) “Foundation” means Trellis Foundation;

**(b) by adding the following after clause (e):**

(f) “Registrar” means Registrar as defined in the *Business Corporations Act*.

## Explanatory Notes

**1** Amends chapter 40 of the Statutes of Alberta, 1996.

**2** Section 1 present reads:

*1 In this Act,*

- (a) "Board" means the Board of Directors of the College;*
- (b) "by-laws" means the by-laws of the College;*
- (c) "Church" means Evangelical Covenant Church of Canada;*
- (d) "College" means Covenant Bible College;*

**3 Section 2 is repealed and the following is substituted:**

**Continuation**

**2** The Covenant Bible College is continued as a corporation under the name “Trellis Foundation” and shall consist of the members elected or appointed pursuant to the by-laws.

**4 The following is added after section 6:**

**6.1(1)** Within 30 days of the coming into force of this section, the Foundation shall file with the Registrar the following:

- (a) a list of directors of the Foundation and their addresses,
- (b) a notice of the address of the Foundation’s registered office in Alberta, and
- (c) a copy of this private Act, including any amendments.

**(2)** Within 30 days after a change is made to any of the items outlined in subsection (1), the Foundation shall file with the Registrar a notice setting out the change.

**5 Section 7 is repealed and the following is substituted:**

**7(1)** The head office of the Foundation shall be located in Alberta at the place specified in the by-laws until the Foundation has been continued under the laws of another jurisdiction under this section.

**(2)** The Foundation may apply to the appropriate official or public body of another jurisdiction requesting that the Foundation be continued as if it had been incorporated under the laws of that other jurisdiction.

**(3)** An application for continuance may be made under subsection (2) only if

(d) “property” includes real and personal property.

**3** Section 2 presently reads:

*2 Neil Josephson, Kathy Brawley, Paul Lessard, Del Pease, Andrew Tiel, Maria Firby and Jerome Johnson, all of Strathmore, Alberta and Deb Arndt of Saskatoon, Saskatchewan, David Augustson of Edmonton, Alberta, Irwin DeVries of Delta, British Columbia, Donovan Elliott of Prince Albert, Saskatchewan, Sonja Ellingson of Surrey, British Columbia, Robin Impey of Breton, Alberta, David Johnson of Hvas, Saskatchewan, Blayne Leeuw of Wetaskiwin, Alberta, Doug McHenry of Prince Albert, Saskatchewan and Andy Plum of Wetaskiwin, Alberta and other such persons as are from time to time appointed to be members of the Board are hereby incorporated under the name of “Covenant Bible College”.*

**4** Section added concerning registration with the Registrar.

**5** New provision authorizing continuance to another jurisdiction.

- (a) the application for continuance is authorized by a special resolution of at least 2/3 of the directors of the Foundation, and
  - (b) the Foundation obtains the approval of the Registrar under subsection (4).
- (4) The Registrar may grant the Foundation approval to make an application under subsection (2) if
- (a) the Foundation provides the Registrar with a copy of the resolution referred to in subsection (3)(a) certified to be a true copy by a director, officer or authorized representative of the Foundation,
  - (b) the Foundation establishes, to the satisfaction of the Registrar, that its proposed continuance in the other jurisdiction will not adversely affect creditors of the Foundation,
  - (c) the Registrar is satisfied that the continuation is not prohibited by subsection (5), and
  - (d) the Foundation provides, to the satisfaction of the Registrar, any other documents or information requested by the Registrar.
- (5) The Foundation shall not be continued as a body corporate under the laws of another jurisdiction unless those laws provide in effect that
- (a) the property of the Foundation continues to be the property of the body corporate,
  - (b) the body corporate continues to be liable for the obligations of the Foundation,
  - (c) any existing cause of action, claim or liability to prosecution is unaffected,
  - (d) any civil, criminal, administrative, investigative or other action or proceeding pending by or against the Foundation may continue to be prosecuted by or against the body corporate, and
  - (e) any conviction against or ruling, order or judgment in favour of or against the Foundation may be enforced by or against the body corporate.



(6) If the Registrar has granted an approval under subsection (4) and the Registrar has received a notice satisfactory to the Registrar that the Foundation has been continued under the laws of another jurisdiction, the Registrar shall issue a certificate of discontinuance in a form set by the Registrar.

(7) On the date shown on the certificate of discontinuance, the Foundation becomes an extra-provincial body corporate as if it had been incorporated under the laws of the other jurisdiction.

(8) If the date that the Foundation is continued under the laws of another jurisdiction is earlier than the date the Registrar issues a Certificate of Discontinuance under subsection (7), the certificate of discontinuance may be dated as of the day the Foundation is continued under the laws of another jurisdiction.

**6 Sections 1, 3 to 6 and 8 to 10 are amended by striking out “College” wherever it occurs and substituting “Foundation”.**



**6** Name change.





## RECORD OF DEBATE

Stage	Date	Member	From	To

Questions and Comments	From	To

Stage	Date	Member	From	To

Questions and Comments	From	To

Stage	Date	Member	From	To

Questions and Comments	From	To

Stage	Date	Member	From	To

Questions and Comments	From	To