

# CANADIAN PENTECOSTAL SEMINARY ACT

## CHAPTER 92

*Assented to December 2, 2003*

### *Contents*

#### *Section*

- 1 Definitions
- 2 Seminary continued under new name
- 3 Board of governors
- 4 Meetings of the board of governors
- 5 Authority to make bylaws
- 6 Personal liability protection for board members
- 7 Appointment of president and dean
- 8 Duties and powers of the president
- 9 Appointment authority of board
- 10 Seminary council
- 11 Contracts
- 12 Acquisition and disposal of property
- 13 Financial matters
- 14 Tax exemption
- 15 Dissolution and winding-up

HER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of British Columbia, enacts as follows:

#### **Definitions**

- 1 In this Act, unless the context otherwise requires:
  - “**board of governors**” means the board of governors of the seminary;
  - “**president**” means the president of the seminary;
  - “**seminary**” means the Canadian Pentecostal Seminary;
  - “**seminary council**” means the seminary council appointed by the president and the chair of the board of governors and approved by the board of governors.

#### **Seminary continued under new name**

- 2 (1) The Canadian Pentecostal Seminary (West), incorporated under the *Society Act* as Canadian Pentecostal Seminary (West), and the members of the board of governors are continued as a corporation under the name “Canadian Pentecostal Seminary”.

Section 3

---

- (2) The persons who, on the coming into force of this Act, are members of the board of governors of Canadian Pentecostal Seminary (West) are members of the board of governors of the seminary until their successors are elected or appointed.

**Board of governors**

- 3** (1) The members of the board of governors must be elected or appointed in accordance with the bylaws of the seminary.
- (2) The management and administration of the property, revenue, business and affairs of the seminary are the responsibility of the board of governors.
- (3) Subject to this Act and the bylaws of the seminary, the board of governors may exercise all the powers of the seminary.
- (4) The president is, by virtue of office, a member of the board of governors and any committee of the board of governors.

**Meetings of the board of governors**

- 4** (1) The board of governors must meet at least 3 times in each calendar year, and at such other times as it considers necessary.
- (2) The board of governors must by bylaw provide that at least 14 days' written notice of every meeting of the board of governors be given to each member of the board.
- (3) A quorum for a meeting of the board of governors is 2/3 of the current members of the board.
- (4) The board of governors must elect from among themselves a chair, a secretary and any other officers they consider necessary.
- (5) The chair, or the chair's representative chosen from the other members, must preside at all meetings of the board of governors.

**Authority to make bylaws**

- 5** (1) The board of governors may make bylaws for all purposes relating to the affairs, business, property and objects of the seminary.
- (2) Without limiting the generality of this Act, the board of governors has the power to make bylaws including but not limited to the following matters:
- (a) the operation of the seminary, including the setting and publication of the seminary's doctrinal position;
  - (b) the appointment and membership of committees of the board of governors;
  - (c) the conduct of meetings of the board of governors and meetings of the seminary, including notices and consents prerequisite to those meetings, quorums and voting rights at those meetings and all other matters in connection with those meetings;
  - (d) the filling of vacancies on the board of governors;

- (e) all matters relevant to employment and remuneration of any faculty, officers or employees of the seminary;
- (f) the granting of tenure and leave to academic officers and members of faculty;
- (g) the borrowing of money as required for the seminary and giving security for that borrowing on the terms and in the amounts as the board of governors considers advisable, subject to the restriction that these powers must not be exercised except in accordance with the bylaws of the seminary;
- (h) handling and investing all money that comes to the seminary as the board of governors considers appropriate;
- (i) establishing and terminating programs and courses of study;
- (j) establishing, changing and terminating academic units within the seminary and determining the powers and duties of those units;
- (k) establishing and levying registration and other fees and assessments considered appropriate by the board of governors and respecting the payment, remission and collection of these fees and assessments;
- (l) establishing committees of the board of governors and delegating authority to those committees;
- (m) regulating the admission of students and setting admission standards;
- (n) partnering or affiliating the seminary with any other institution of higher learning;
- (o) acquiring, accepting, soliciting or receiving any gift of real or personal property;
- (p) granting graduate theological degrees and honorary graduate theological degrees of the seminary in its own right or jointly with any university or other institution of higher learning;
- (q) generally conducting the affairs of the seminary.

**Personal liability protection for board members**

- 6** Members of the board of governors who do not contravene this Act are exempt from personal liability for the seminary's debts, obligations or acts.

**Appointment of president and dean**

- 7** The board of governors must appoint the president and the dean of the seminary.

**Duties and powers of the president**

- 8** The president
- (a) is the chief executive officer of the seminary, and
  - (b) must supervise and direct the work of the seminary, the teaching staff and the administrative staff, and
  - (c) must be responsible for student discipline.

Section 9

---

**Appointment authority of board**

- 9 The board of governors, on the recommendation of the president, may
- (a) establish the various roles and positions they consider necessary for the operation of the seminary and appoint persons to fill these roles and positions, and
  - (b) define the duties and tenure of office associated with each role or position.

**Seminary council**

- 10
- (1) There must be a seminary council comprised of the president of the seminary, the chair of the board of governors and any other advisory members those two may appoint, subject to the restriction that all such appointments must be approved by the board of governors.
  - (2) The seminary council must
    - (a) provide expertise for the president and the president's staff in the areas of finance, management and development, and
    - (b) assist in furthering the seminary mission in the manner directed by the board of governors.
  - (3) The president is the chair of the seminary council.

**Contracts**

- 11
- (1) Contracts may be made on behalf of the seminary as follows:
    - (a) any contract that, if made between private persons would, by law, be required to be in writing and under seal may be made on behalf of the seminary in writing under seal of the seminary and may in the same manner be varied or discharged;
    - (b) any contract that, if made between private persons would, by law, be required to be in writing, signed by each party, may be made on behalf of the seminary in writing signed by any person acting under its authority, express or implied, and may in the same manner be varied or discharged;
    - (c) any contract that, if made between private persons would, by law, be valid although made by parole only, and not reduced to writing, may be made on behalf of the seminary by any person acting under its authority, express or implied, and may in the same manner be varied or discharged.
  - (2) All contracts made, varied or discharged according to this section are, so far as concerns their form, effective in law and binding on the seminary and all other parties to them.
  - (3) A bill of exchange or promissory note is deemed to have been made, accepted or endorsed by or on behalf of the seminary by any person acting under its authority, express or implied.

**Acquisition and disposal of property**

- 12** The seminary may acquire and dispose of real and personal property.

**Financial matters**

- 13** (1) Subject to any conditions established by its bylaws, the seminary may
- (a) borrow, raise or secure payment of money,
  - (b) draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange and other negotiable and transferable instruments, and
  - (c) mortgage or pledge any or all of its properties or assets to secure amounts borrowed.
- (2) The seminary may invest any of its funds in any way authorized by the board of governors, and is not limited to investments authorized by law for trustees.
- (3) To the extent authorized by its bylaws, the seminary may entrust money belonging to the seminary to any trust company or bank, to be held, controlled, administered and dealt with by the trust company or bank for the time and in the manner that the board of governors directs.

**Tax exemption**

- 14** Land or improvements used by the seminary for educational purposes are exempt from taxation under the *Community Charter*, the *Local Government Act*, the *Municipal Finance Authority Act*, the *School Act* and the *Taxation (Rural Area) Act*, if the land or improvement
- (a) is owned by the seminary,
  - (b) is owned by a local authority or public authority, as these are defined in the *Community Charter*, or
  - (c) is owned by a corporation or organization that, if the land or improvement were used by the corporation or organization for a particular purpose of the corporation or organization, would be exempt from taxation.

**Dissolution and winding-up**

- 15** (1) On dissolution or winding-up of the seminary, the assets of the seminary must be transferred and delivered to the Pentecostal Assemblies of Canada or a related organization or organizations, as may be determined by the board of governors.
- (2) The provisions of the *Company Act* relating to the winding-up of companies apply to the seminary, except that wherever there is a reference to a special resolution, the reference is deemed to be a resolution.