

APPENDIX XC
THEOLOGICAL COLLEGE OF THE CANADIAN REFORMED CHURCHES
ACT, BY-LAWS AND REGULATIONS

BILL Pr42

1981

**An Act respecting the Theological College of
the Canadian Reformed Churches**

Preamble	<p>Whereas the Canadian Reformed Churches, an unincorporated federation of Reformed Churches in Canada, hereby represent that they maintain an institution of higher learning in theology for the training for the ministry, known as the Theological College of the Canadian Reformed Churches; that it is desirable that the said College be incorporated and that the College be given the authority to grant degrees in theology; and whereas the Canadian Reformed Churches hereby apply for special legislation for such purposes; and whereas it is expedient to grant the application;</p> <p>Therefore, Her Majesty, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:</p>
Interpretation	<p>1.—(1) In this Act,</p> <ul style="list-style-type: none">a. "Board" means the Board of Governors of the College;b. "Churches" means all the Churches that from time to time comprise the federation of Canadian Reformed Churches;c. "College" means the Theological College of the Canadian Reformed Churches;d. "faculty" means all persons employed by the College as professor, associate professor, assistant professor, lecturer or instructor;e. "Principal" means the Principal of the College;f. "property" includes all property, both real and personal;g. "Senate" means the Senate of the College;h. "student" means a person who is registered or enrolled in a course of study or program at the College;i. "Synod" means an assembly convened by the Churches as the Synod of the Canadian Reformed Churches in Canada;j. "unincorporated college" means the Theological College of the Canadian Reformed Churches as it existed immediately prior to the coming into force of this Act.
Conflict with R.S.O. 1980, c. 95	<p>(2) In the event of conflict between any provision of this Act and any provision of the <i>Corporations Act</i>, the provision of this Act prevails.</p>
Incorporation	<p>2.—(1) The persons named in the Schedule hereto are hereby created a body corporate with perpetual succession and a common seal under the name of "Theological College of the Canadian Reformed Churches."</p>
Continuation of rights, etc.	<p>(2) Subject to any rights acquired by any person prior to the day this Act comes into force, the property, rights, privileges and powers of the unincorporated college are hereby continued and vested in the College and the liabilities of the unincorporated college together with the benefits and burdens of all contracts and covenants of the unincorporated college are hereby continued in and assumed by the College.</p>
Idem	<p>(3) Subject to this Act, all by-laws, resolutions and appointments of the unincorporated college shall continue as by-laws, resolutions and</p>

	appointments of the College until amended, repealed or revoked.
Dissolution	(4) The unincorporated college is dissolved on the day this Act comes into force.
Objects	3. The object and purpose of the College is the advancement of learning in theology for the training for the ministry of the Gospel.
Basis	4. The College shall be carried on as a Christian institute of theology whose basis shall be the infallible Word of God as interpreted by the Belgic Confession, the Heidelberg Catechism and the Canons of Dordt as adhered to by the Churches.
First Board of Governors	5.—(1) The persons named in the Schedule shall constitute the Board of Governors which shall act until the Board is reconstituted in accordance with subsection (2).
Reconstitution of Board	(2) Within three years from the coming into force of this Act, the Board shall be reconstituted to consist of eleven Governors to be elected or appointed by Synod in such manner as may be prescribed by the by-laws of the College, for a term of three years.
Term	(3) No Governor shall serve for more than nine years consecutively, but on the expiration of one year after having served on the Board for nine consecutive years, such person shall again be eligible for membership on the Board.
Idem	(4) Subsection (3) does not apply to service on the Board of Governors of the unincorporated college.
Increase or decrease in Board	(5) The Board may, by by-law, a. reduce the size of the Board to consist of not fewer than seven Governors or increase the size of the Board; and b. provide for the election and retirement of Governors in rotation, but no such by-law shall come into effect until it has been confirmed by Synod.
Qualifications	(6) No person may be a Governor unless, a. he is a Canadian citizen; and b. he is a member in good standing of one of the Churches.
Quorum	(7) A majority of the Board constitutes a quorum for the transaction of business.
Chairman and vice-chairman	(8) The Board shall elect a chairman and a vice-chairman from among its members and, in the case of the absence or illness of the chairman or there being a vacancy in that office, the vice-chairman shall act as and have all the powers of the chairman.
Majority vote	(9) Questions arising at any meeting of the Board shall be decided by a majority of votes and, in the case of an equality of votes, the question shall be deemed to be defeated.
Minutes	(10) The Board shall keep proper records and minutes of its proceedings and proper books of account of the financial affairs of the College.
Powers	(11) The government, conduct, management and control of the College and of its property, revenues, expenditures, business and affairs are vested in the Board and the Board has all powers necessary or convenient to perform its duties and achieve the object and purpose of the College including, without limiting the generality of the foregoing, the power, a. to enact by-laws for the conduct of its affairs; b. to establish and terminate programs and courses of study after

- consideration of the recommendations, if any, of the Senate;
- c. to appoint, promote, suspend and remove the administrative officers of the College and the members of the administrative staff;
 - d. to appoint, in accordance with the policies established by Synod, members of the faculty who are in full accord with the basis of the College as set out in section 4;
 - e. to promote, suspend and remove and to grant tenure and leave of absence to members of the faculty in accordance with the policies established by Synod, but any action resulting in suspension or removal of a faculty member shall be in accordance with the by-laws of the College and is subject to an appeal to Synod;
 - f. subject to the direction and approval of Synod, to establish, maintain, change and terminate faculties, schools, institutes, departments and chairs within the College;
 - g. to appoint or remove the Principal;
 - h. to establish and collect fees and charges for tuition and for services of any kind offered by the College and collect fees and charges on behalf of any entity, organization or element of the College;
 - i. to borrow money for the purposes of the College and give security therefor on such terms and in such amounts as it may deem advisable;
 - j. to invest all money that comes into the College that is not required to be expended for any purpose to which it lawfully may be applied, subject always to any express limitations or restrictions on investment powers imposed by the terms of same, in such manner as it considers proper and, except where a trust instrument otherwise directs, to combine trust moneys belonging to various trusts in its care into a common trust fund;
 - k. to hold, manage, sell or convert any of the real or personal property from time to time owned by the College and to invest and reinvest any principal in such manner as may from time to time be determined;
 - l. to enact by-laws to regulate the admission of students who are in full accord with the basis of the College as set out in section 4 and to set admission standards based on academic qualifications; and
 - m. to appoint one or more Governors, or any other person or persons, to execute on behalf of the Board documents and other instruments in writing generally, or specific documents and other instruments in writing, and to affix the corporate seal of the College thereto.

Meetings open to public

(12) Subject to subsections (13) and (14), a meeting of the Board shall be open to the public and prior notice of the meeting shall be given to the members of the Board and to the public in such manner as the Board, by by-law, may determine, and no person shall be excluded from a meeting except for improper conduct as determined by the Board.

Confidential matters

(13) Where matters confidential to the College are to be considered, the part of the meeting concerning such matters may be held *in camera*.

Idem

(14) Where a matter of a personal nature concerning an individual may be considered at a meeting, the part of the meeting concerning such individual shall be held *in camera* unless there is a mutual agreement to the contrary by the Board and the individual.

Delegation of powers	(15) The Board may appoint an executive committee and such other committees as the Board considers advisable and delegate to any such committee any of its powers in accordance with the by-laws of the College, but where power and authority to act for the Board are delegated to a committee, a majority of the members of the committee shall be Governors.
Synod	<p>6.—(1) Synod shall assemble not less than every three years to do, in addition to any other business that may be transacted, the following:</p> <ol style="list-style-type: none"> 1. Receive the report of the Board as to the operation of the College. 2. Elect or appoint the Governors in accordance with subsections 5 (2) to (6). 3. Consider the audited financial statements and the report of the auditor for the previous fiscal periods. 4. Appoint the auditors until the next assembly of Synod. 5. Confirm or reject any by-laws passed by the Board that under this Act require confirmation by Synod.
Special assembly	(2) The Board may petition the Churches at any time for a special assembly of Synod to deal with matters pertaining to the College.
Audit R.S.O. 1980, c. 405	7.—(1) The accounts and transactions of the College shall be audited at least annually by one or more public accountants licensed under the <i>Public Accountancy Act</i> .
Distribution of annual report	<p>(2) The Board shall distribute annually to all of the Churches an annual report including, in addition to any other information, the following:</p> <ol style="list-style-type: none"> a. an audited annual financial report; and b. an annual budget for the ensuing year.
Principal	8. There shall be a Principal who shall supervise the affairs of the College, including its administration, faculty and students, and who shall report to the Board.
Chancellor	9.—(1) The Principal shall act as Chancellor of the College and, as Chancellor, he shall confer all degrees.
Degrees	(2) Degrees shall only be conferred upon the recommendation of the Senate.
Senate	<p>10.—(1) There shall be a Senate composed of,</p> <ol style="list-style-type: none"> a. the Principal; b. the faculty; and c. such retired members of the faculty as may be appointed by the Board.
Chairman	(2) The Principal shall act as chairman of the Senate.
Powers	<p>(3) The Senate has power,</p> <ol style="list-style-type: none"> a. to make recommendations to the Board to establish and terminate programs and courses of study; b. to determine the curricula of all programs and courses of study, enforce standards of admission to the College and continued registration therein, and determine the qualifications for graduation; c. to conduct examinations, appoint examiners and decide all matters related to examinations and the appointment of examiners; d. to grant the degrees of Bachelor of Theology, Bachelor of Divinity, Master of Divinity and Master of Theology; e. to award fellowships, scholarships, bursaries, medals, prizes and

- other marks of academic achievement;
- f. to enact by-laws for the conduct of its affairs provided such by-laws are approved by the Board;
- g. to take disciplinary action against students and to dismiss students, but disciplinary action or dismissal shall be in accordance with the by-laws of the Senate and is subject to an appeal to the Board;
- h. to appoint committees and delegate thereto power and authority to act for them with respect to any matter or class of matters set out in clauses a. to g. but where such power and authority to act are delegated to a committee, a majority of the members of the committee shall be members of the Senate;
- i. to do all things necessary for carrying out the powers and duties as set out in clauses a. to h.

Property

11.—(1) The College has power to purchase or otherwise acquire, take or receive, by deed, gift, bequest or devise, and to hold, possess and enjoy, without licence in mortmain and without limitation as to the period of holding, any estate or property whatsoever, whether real or personal, and to sell, grant, convey, mortgage, lease or otherwise dispose of the same or any part thereof, or any interest therein from time to time as occasion may require, and to acquire other estate or property in addition thereto or in place thereof and to enter into and carry out agreements, contracts and undertakings incidental thereto.

Idem

(2) All property previously or hereafter granted, conveyed, devised or bequeathed to the College or to the unincorporated college or to any person in trust for or for the benefit of the College or to the unincorporated college or of any faculty, school or department thereof, or otherwise in connection therewith, subject to any trust or trusts affecting the same, shall be vested in the College.

Dissolution

(3) Upon the dissolution of the College and after the payment of all debts and liabilities, the remaining property of the College shall be distributed or disposed of to those Churches that are deemed to be charitable organizations in Canada in such manner as Synod may direct.

Non-profit corporation

12. The College shall be carried on without the purpose of gain for the Governors or the Churches and any profits or other accretions to the College shall be used in promoting its object and purpose.

Application of R.S.O. 1980, cc. 65, 63

13. The *Charities Accounting Act* and the *Charitable Gifts Act* apply to the College.

Commencement

14. This Act comes into force on the day it receives Royal Assent.

Short title

15. The short title of this Act is the *Canadian Reformed Theological College Act, 1981*.

SCHEDULE

First Board of Governors of the Theological College of the Canadian Reformed Churches:

Mr. Hessel Dantuma, Executive
Rev. Jacob Geertsema, B.A., B.D., Clergyman
Mr. Arie Hordyk, Real Estate Broker & Appraiser
Mr. Clarence Loopstra, LL.B., Barrister
Mr. John Medemblik, Executive
Rev. Johannes Mulder, B.A., B.D., Clergyman
Rev. Clarence Stam, B.A., B.D., Clergyman
Rev. Dirk VanderBoom, M.Th., Clergyman
Rev. Martin VanderWel, B.A., B.D., Clergyman
Mr. Maas VanGrootheest, Executive
Rev. James Visscher, B.A., B.D., Clergyman

BY-LAW NUMBER 1

A by-law relating generally to the affairs of the Theological College of the Canadian Reformed Churches.

BE IT ENACTED as a by-law of the Theological College of the Canadian Reformed Churches as follows:

SECTION ONE

INTERPRETATION

1.01 **Definitions** — The definitions in the Canadian Reformed Theological College Act, 1981 are hereby adopted. In addition, in this by-law and all other by-laws of the College, unless the context otherwise requires:

- “Act” means the Canadian Reformed Theological College Act, 1981;
- “active minister” means a minister ordained as such in one of the Churches who has not retired from active service;
- “business day” means any day which is not a non-business day;
- “by-laws” means this by-law and all other by-laws of the College from time to time in force and effect;
- “convening Church” means the Church appointed by Synod to convene the next Synod;
- “Corporations Act” means the Corporations Act for the Province of Ontario, and any Act that may be substituted therefor as from time to time amended;
- “faculty” means, in addition to the meaning attributed thereto by the Act and for greater certainty, the faculty including the Principal, temporary instructors and lecturers;
- “non-business day” means Saturday, Sunday and any other day that is a holiday as defined in the Interpretation Act (Ontario);
- “recorded address” means in the case of any Church the last known address for the Clerk of such Church as recorded in the records of the College, and in the case of a Governor, officer, auditor or member of a committee of the Board, his address as recorded in the records of the College;
- “signing officer” means in relation to any instrument, any person authorized to sign the same on behalf of the College pursuant to the by-laws, or by a resolution passed for that purpose.

save as aforesaid, words and expressions defined in the Act and the Corporations Act

have the same meanings when used herein; and words importing the singular number include the plural and vice versa; words importing the masculine gender include the feminine and neuter genders; words importing persons include individuals, bodies corporate, partnerships, trusts and unincorporated organizations.

SECTION TWO

GENERAL PROVISIONS

2.01 **Head Office** — Until changed in accordance with the Corporations Act, the head office of the College shall be at 374 Queen Street South, Hamilton, Ontario L8P 3T8.

2.02 **Corporate Seals** — Until changed by resolution of the Board, the corporate seals of the College shall be in the form impressed hereon:

- a. For academic use;
- b. For legal use.

SECTION THREE

GOVERNORS

3.01 **Number of Governors** — Until changed in accordance with the Act, the Board shall consist of eleven (11) Governors.

3.02 **Qualifications** — In addition to the qualifications set out in the Act, no person shall be qualified for election or appointment as a Governor if he is an undischarged bankrupt, if he is mentally incompetent or incapable of managing his affairs, if he has not attained 21 years of age, or is over 70 years of age. At least six (6) Governors shall be active ministers of the Word. No person shall be a Governor unless he is a confessing member of one of the Churches in good standing.

3.03 **Consent** — No election or appointment of a person as a Governor shall be effective unless:

- a. he consents in writing to act as a Governor before his election or appointment or within ten (10) days thereafter, or he was present at the meeting when he was elected or appointed and did not refuse at that meeting to act as a Governor; and
- b. he has subscribed in writing to the following declaration:

Declaration of Governors of the Theological College of the Canadian Reformed Churches

I, the undersigned Governor of the Theological College of the Canadian Reformed Churches, do hereby:

- i. acknowledge that I am an officer of and responsible to the Canadian Reformed Churches in General Synod assembled;
- ii. further acknowledge the right of each Synod to terminate my appointment;
- iii. promise faithfully to carry out the duties imposed upon me by the Act and the by-laws passed pursuant to it; and
- iv. declare that any action taken by me shall be done in accordance with the directions and policies established by Synod.

3.04 **Election and Term**

(See By-Law No. 3, being a by-law to amend Section 3.04 of By-Law No. 1.)

3.05 **Removal of Governors** — The Board of Governors may, by resolution passed by at least the majority of the votes cast thereon at a meeting of Governors called for that purpose, remove any Governor before the expiration of his term of office if that Governor no longer qualifies to be a Governor as required by the Act and the by-laws. Synod may, for any reason, remove a Governor from office.

3.06 Vacancies — If a vacancy shall occur in the Board of Governors, the remaining Governors shall appoint a qualified person from the substitutes provided by Synod, if any, to fill the vacancy until the next Synod. If there are no substitutes available, and the Board consists of not fewer than seven (7) Governors, the Board shall continue until the next Synod. If there are less than seven (7) Governors remaining, and there are no qualified substitutes available to fill the vacancies to constitute a Board of at least seven (7) Governors, the remaining Governors shall request the convening Church to schedule a special Synod as soon as possible.

3.07 Place of Meetings — Meetings of the Board shall be held at the head office of the College, or if the Board so determines, at any place elsewhere in Canada.

3.08 Calling of Meeting — Meetings of the Board shall be held from time to time at such time and on such day as the Board, the chairman, any officer with the concurrence of the Executive committee, or any four (4) Governors may determine. Notice of the time and place of every meeting so called shall be given in the manner provided in Section 11 to each Governor, not less than seven (7) days before the time when the meeting is to be held. No notice of a meeting shall be necessary if all of the Governors in office are present or if those absent waive notice of or otherwise consent to such meeting being held. In addition, notice to the public of each meeting shall be given by posting a notice of such meeting, together with an agenda in a conspicuous place in the head office of the College at least twenty-four (24) hours prior to the meeting being held.

3.09 Regular Meetings — The Board of Governors shall meet at least once annually, at which time they shall elect from among themselves a chairman, vice-chairman and secretary to hold office for the ensuing year. In addition, the Board may also from time to time elect or appoint such other officers as may be desirable who need not be Governors.

3.10 Order of Procedure of Meeting — At the annual meeting, the Board of Governors shall deal with the following:

- a. the election of officers;
- b. the report of the Executive Committee;
- c. the report of the Academic Committee;
- d. the report of the Finance and Property Committee;
- e. the report of the Convocation Committee;
- f. the report of the Visitors;
- g. the report of the Senate;
- h. the report of the Principal;
- i. the report of the Librarian;
- j. the report of the Registrar;
- k. the Visitors' Schedule for the following year;
- l. consideration of unfinished business;
- m. consideration of new business;
- n. such other matters as may be properly before the Board.

3.11 Chairman — The chairman, or in his absence, the vice-chairman, shall be chairman of any meeting of the Board. If no such officer is present, the Governors present shall choose one of their number to be chairman.

3.12 Votes to Govern — In addition to the provisions in the Act, all votes at all meetings of the Board shall be taken by ballot if so demanded by any Governor present, but if no demand be made, the votes shall be taken in the usual way by show of hands. A declaration by the chairman that a resolution has been carried and an entry to that effect in the minutes shall be admissible in evidence as prima facie proof of the fact without proof of the number or proportion of the votes recorded in favour or against such resolution.

3.13 Conflict of Interest — A Governor shall not be disqualified by reason of his office from contracting with the College. Subject to the provisions of the Corporations Act, a Governor shall not, by reason only of his office, be accountable to the College for any

profit or gain realized from such a contract or transaction in which he has an interest, and such contract or transaction shall not be voidable by reason only of such interest, provided that if a declaration and disclosure of such interest is required by the Corporations Act, such declaration and disclosure shall have been made and the Governor shall have refrained from voting as a Governor on the contract or transaction.

3.14 Remuneration and Expenses — The Governors shall receive no remuneration for acting as such, but shall be entitled to be reimbursed for travelling and actual expenditures incurred for duties authorized by the Board and for attending at meetings of the Board. Nothing herein contained shall preclude any Governor from serving the College in any other capacity and receiving remuneration therefor.

3.15 Powers of the Board — In addition to the powers contained in the Act, the Board shall further have power:

- a. to appoint a registrar and a librarian and such other officers as may be necessary or desirable, and to fix their duties and responsibilities;
- b. after consultation with the Senate, and upon the recommendation or in consultation with the Academic Committee, to appoint temporary instructors in cases of either prolonged illness of faculty members or to fill vacancies in the faculty between Synods, to fix the duties and responsibilities of such temporary instructors and to discharge them;
- c. for good and sufficient reasons to grant a professor or lecturer honourable discharge before his normal retirement;
- d. for good and sufficient reasons to grant a professor or lecturer a leave of absence for such period or periods and upon such terms and conditions as may seem proper.

3.16 Duties of the Board — The Board of Governors shall have *inter alia* the following duties:

- a. to serve Synod with advice in all matters pertaining to the College and to carry out the decisions and instructions of Synod on such matters;
- b. upon the advice of the Academic Committee, to exercise supervision over the confession, doctrine and life of the faculty, including temporary instructors and over the instruction they give at the College in order that everything may be barred from their teaching which is not in accordance with the Holy Scripture and the Confession and Church Order of the Churches;
- c. to bar forthwith from the execution of his office, a faculty member whom the Board of Governors has found to be delinquent either in doctrine or in conduct, and as soon as possible thereafter, to request the convening Church to schedule a special Synod for the purpose of ratifying the decision of the Board, and if necessary, to consider an appeal from the faculty member;
- d. to determine upon the advice of the Academic Committee the programs and courses of study and the subjects in which each faculty member is to give instruction;
- e. to convene a college evening at the beginning of each academic year;
- f. to keep proper records of their meetings and to retain all other records pertaining to their duties;
- g. to approve a budget for each fiscal year and fix the annual contributions to be made by the Churches;
- h. to approve the appointment of such employees, servants or agents as may be necessary or desirable;
- i. to acquire additional real property or replace existing real property in accordance with the needs of the College in consultation with or upon the recommendation of the Finance and Property Committee;
- j. to fix tuition and resident's fees and fees to be paid for all auxiliary activities at the College in consultation with or upon recommendation of the Finance and Property Committee and the Academic Committee;

- k. to pass regulations respecting pensions and salaries of faculty, provided that such regulations shall not be effective until ratified by Synod.

3.17 Reports of the Board — In addition to the annual report required to be distributed by the Board to all of the Churches, including, in addition to any other information, the following:

- a. an audited financial report; and
- b. an annual budget for the ensuing year.

The Board shall also prepare a written report for each Synod, which shall contain the annual reports not considered by previous Synod, together with a summary of the affairs of the College. The report shall also contain a specific request from the Board of Governors pertaining to any matters which require a statement of policies from Synod pursuant to the provisions of the Act or the by-laws. A copy of such report shall be forwarded to each of the following:

- a. the convening Church;
- b. each of the Churches;
- c. each of the members of the faculty, including all temporary instructors and lecturers;

The Board of Governors may, in their sole discretion, append to the annual report confidential schedules which shall not be circulated until Synod has dealt with the same. In addition, the Board shall from time to time prepare and make available for public viewing, a summary of the matters dealt with at their meetings.

3.18 Resolutions by Mail — Any Governor may initiate a resolution by forwarding the proposed resolution in a concise statement to the secretary of the Board of Governors and all other Governors in accordance with the provisions of Section Twelve. The proposed resolution may, in a separate statement, be accompanied with an explanation or argument in support of the proposal. All Governors shall have 10 business days after the notice is deemed to have been received (being a total of 15 business days from the mailing of the notice) to forward to the secretary of the Board a vote in favour or not in favour of the proposed resolution. Failure by the secretary to receive any response from any Governor within 5 business days thereafter, (being a total of 20 business days from the mailing of the original notice containing the proposed resolution), shall be deemed to be a favourable vote on the resolution, provided that at least a quorum of Governors have actually responded to the proposed resolution. Failure to obtain a written response from a quorum of Governors, either in favour or not in favour of the resolution, within 20 business days from the mailing of the proposed resolution, shall cause the resolution to be null and void. The resolution shall only be deemed effective if:

- a. the secretary has received written verification from the Governor who originated the resolution that the provisions of Section Twelve with respect to notice have been adhered to and notice of the resolution was given to all Governors as required;
- b. the secretary has tabulated the written votes in accordance with the provisions hereof and has determined that the resolution has passed; and
- c. the secretary has given notice in writing to all Governors of the new resolution being in effect.

SECTION FOUR

EXECUTIVE COMMITTEE

4.01 Composition and Powers — The Executive Committee shall consist of the following officers of the Board, who shall be Governors:

- a. chairman;
- b. treasurer;
- c. secretary.

In the absence of the chairman, the vice-chairman shall take the chairman's position on the Executive Committee. The Executive Committee may exercise all of the powers of the Board specifically delegated to them by the Board from time to time. In addition, the Executive Committee shall be empowered to do the following:

- a. to execute any of the powers of the Board of Governors in cases of emergency. Any such decision may be subsequently rescinded by a regular meeting of the Board;
- b. to supervise the duties of the officers;
- c. to prepare the notices and agenda for all regular meetings of the Board of Governors, and to convene meetings of the Board of Governors as often as is necessary;
- d. to approve correspondence sent on behalf of the Board of Governors;
- e. to obtain reports from all Committees at least once annually, and submit the same to the Board of Governors with such recommendations as the Executive Committee considers advisable;
- f. to maintain communications with the Principal, the Faculty, and the Senate, and if necessary, to convene joint meetings. If it would appear as a result of such meetings that any matter arising therefrom should be considered by the Board of Governors, the Executive Committee shall convene a regular meeting of the Board of Governors;
- g. execute all matters delegated to it specifically by the Board of Governors;

4.02 **Quorum and Vote** — Two members of the Executive Committee shall constitute a quorum for the transaction of business, and questions arising at any meeting of the Executive Committee shall be decided by a majority of votes and, in the case of an equality of votes, the question shall be deemed to be defeated.

SECTION FIVE

ACADEMIC COMMITTEE

5.01 **Composition and Powers** — The Academic Committee shall be appointed by the Board, and shall consist of six (6) members who must be Governors and active ministers. The Academic Committee shall:

- a. make recommendations concerning all matters pertaining to the Principal, faculty, Registrar, library and librarian;
- b. exercise supervision over the confession, doctrine and life of the Principal and faculty, including temporary instructors and over the instruction they give at the College;
- c. make recommendations to the Board of Governors concerning any findings of delinquency, either in doctrine or in conduct, with respect to the Principal and any member of the faculty;
- d. make recommendations to the Board of Governors, after consultation with the Senate, to determine the programs and courses of study, and to determine the programs and courses of study in which each faculty member is to give instruction, and to approve the curricula of all programs and courses of study as recommended by the Senate;
- e. appoint Visitors from among the academic committee from time to time, for the purpose of being in attendance during the teaching of all programs and courses of study, on a periodic basis and to monitor examinations with respect to such programs and courses of study, pursuant to an annual schedule drawn up by the Academic Committee;
- f. submit a report to the Board of Governors as often as is requested by the Board or by the Executive Committee, and at least once annually.

5.02 **Quorum and Vote** — Four members of the Academic Committee shall constitute a quorum for the transaction of business, and questions arising at any meeting of the

Academic Committee shall be decided by a majority of votes and, in the case of an equality of votes, the question shall be deemed to be defeated.

5.03 Consultation — There shall be consultation between the Academic Committee and the Principal as much as reasonably possible, and a copy of all reports and minutes of the Academic Committee to the Board of Governors should be given to the Principal prior to submission to the Board of Governors, unless such report contains matters of a confidential nature affecting the Principal.

5.04 Records — The Academic Committee shall keep proper records of their meetings and maintain all other records pertaining to their duties.

SECTION SIX

FINANCE AND PROPERTY COMMITTEE

6.01 Composition and Powers — The Finance and Property Committee shall be appointed by the Board, and shall consist of five (5) members who must be Governors. The Finance and Property Committee shall:

- a. make recommendations concerning all matters pertaining to the maintenance and operation, acquisition and replacement of College property;
- b. receive all monies for and on behalf of the College and to make all proper disbursements;
- c. properly administer the funds, monies and other property of the College;
- d. after consultation with the faculty pertaining to salaries, prepare a budget for each fiscal year for consideration by the Board of Governors;
- e. maintain all necessary books of account and employ the auditor to prepare financial statements;
- f. make recommendations concerning the appointment of such employees, servants or agents as may be necessary or desirable, and if necessary, make interim appointments or engagements for that purpose, and subject to the direction of the Board of Governors, to fix their duties, responsibilities, salaries, pensions and other emoluments and terms of employment;
- g. take out insurance and to take such other actions and precautions as may be necessary or desirable for the proper maintenance and upkeep of the property of the College;
- h. make recommendations concerning tuition and fees;
- i. incur expenses and enter into contracts in accordance with the approved budget, provided however, that expenses may be incurred and contracts may be entered into in amounts in excess of the amounts provided therefor by the approved budget, but the aggregate total of the actual expenditures incurred for the fiscal period shall not exceed 110% of the approved budget, and no expenditure or liability shall be incurred if the same is contrary to a decision of the Board of Governors. Notwithstanding the aforesaid, the Committee may approve expenditures for emergencies if the welfare or property of the College is threatened, and it is not feasible to obtain the prior approval of the Board of Governors;

6.02 Quorum and Vote — Three members of the Finance and Property Committee constitutes a quorum for the transaction of business, and questions arising at any meeting of the Committee shall be decided by a majority of votes and, in the case of an equality of votes, the question shall be deemed to be defeated.

6.03 Records — The Finance and Property Committee shall keep proper records of their meetings and maintain all other records pertaining to their duties.

6.04 Consultation — There shall be consultation between the Finance and Property Committee and the Principal as much as is reasonably possible, and a copy of all reports and minutes of the Finance and Property Committee to the Board of Governors should

be given to the Principal prior to submission to the Board of Governors, unless such report contains matters of a confidential nature affecting the Principal.

SECTION SEVEN

CONVOCACTION COMMITTEE

- 7.01 **Composition** — The Convocation Committee shall consist of the following:
- two Governors appointed by the Board of Governors;
 - one member of the faculty, nominated by the Senate and appointed by the Board of Governors.
- 7.02 **College Evening**
The Convocation Committee shall organize a college evening annually on a date to be determined by the Board of Governors, and to be held in conjunction with any convocation requested by the Senate. The program for any college evening shall include, together with such other items as may be arranged by the Committee, the following:
- opening by the chairman of Board of Governors or in his absence, the vice-chairman, or such other person delegated by the Board of Governors;
 - the report of the Principal;
 - Convocation exercises, if any; and
 - not less than one featured speaker
- 7.03 **Quorum and Vote** — Two members of the Committee shall constitute a quorum for the transaction of business, and questions arising at any meeting of the Committee shall be decided by a majority of votes and, in the case of an equality of votes, the question shall be deemed to be defeated.
- 7.04 **Notices and Reports** — The Convocation Committee shall adequately publicize the holding of the annual college evening so that the Churches and the members thereof are made aware of the date, time, and place of the event, and after the holding thereof, it shall publish such reports of the event in publications commonly read by members of the Churches, as it considers advisable.

SECTION EIGHT

FACULTY

- 8.01 **Composition and Powers** — All appointments to the faculty shall be subject to the approval of Synod. The Board of Governors shall seek the advice of Synod with respect to the following matters:
- the number, rank and tenure of professors and lecturers, and their powers, functions and duties;
 - the appointment of the Principal, and his power, function and duty;
 - the salaries and pensions of the Principal and faculty, including the pensions of their widows and orphans;
 - the termination of an appointment of a member of the faculty or the Principal.
- 8.02 **Subscription Form** — The members of the faculty must be members in good standing of one of the Churches. Before their appointment is effective, they shall sign the following subscription:
- Form of Subscription for the Faculty of the Theological College of the Canadian Reformed Churches
- The undersigned, a member of the faculty at the Theological College of the Canadian Reformed Churches, does hereby, sincerely, and in good conscience before the Lord, declare by this subscription, that he heartily believes and is persuaded that all the articles and points of doctrine, contained in the doctrinal standards

of the Canadian Reformed Churches: The Belgic Confession, The Heidelberg Catechism, and the Canons of Dordt, do fully agree with the Word of God.

I promise therefore diligently to teach and faithfully to defend the aforesaid doctrine, without either directly or indirectly, contradicting the same, by my public teaching or writing. I declare, moreover, that I not only reject all errors that militate against this doctrine, but that I am disposed to refute and contradict these and to exert myself in keeping the Church free from such errors. If hereafter any difficulties or different sentiments should arise in my mind respecting the aforesaid doctrine, I promise that I will neither publicly nor privately propose, teach, or defend the same, either by teaching or by writing, until I have first revealed such sentiments to the Governors, or the Academic Committee appointed by them, and have had such sentiments examined by them. I declare myself ready always to submit to their judgment under the penalty, that in case of refusal, I am by that very fact suspended from office.

Furthermore, if at any time the Governors, upon sufficient grounds for suspicion and to preserve the uniformity and purity of doctrine, may deem it proper to require of me a further explanation of my sentiments respecting any particular article of the above mentioned doctrinal standards, I do hereby promise to be always willing and ready to comply with such requisition, under the penalty above mentioned. I reserve for myself however, the right of appeal to Synod in case I should believe myself aggrieved by the sentence of the Governors, and until a decision is made upon such an appeal to Synod, I will acquiesce in the determination and judgment already passed.

8.03 Notice of Meetings — The Principal shall receive notice of all meetings of the Board of Governors and all committees of the Board and the Principal or some other member of the Faculty designated by him for that purpose, may attend and address such meetings upon his request to do so. The Principal or such other member of the Faculty may be excluded from any part of any meeting if in the opinion of the members present matters of a confidential nature are to be considered.

SECTION NINE

SENATE

9.01 Duties — The Senate shall:

- a. make recommendations to the Board of Governors to establish and terminate programs and courses of study and concerning all matters of an academic nature, particularly in regard to the filling of vacancies in the faculty between Synods, and concerning any appointment by Synod to the faculty;
- b. determine the curricula of all programs and courses of study, and enforce standards of admission to the College and continued registration therein, and determine the qualifications for graduation; all of the aforesaid to be in consultation with the Academic Committee and in accordance with the approval of the Board of Governors;
- c. conduct examinations, appoint examiners and decide all matters related to examinations and the appointment of examiners;
- d. grant degrees for certain programs and courses of study approved by the Board of Governors; and
- e. enact by-laws for the conduct of its affairs, provided such by-laws are approved by the Board of Governors, and in particular, to enact by-laws with respect to disciplinary action against or dismissal of students at the College.

SECTION TEN

STANDARDS OF ADMISSION, PROGRAMS AND COURSES OF STUDY, AND ACADEMIC YEAR

10.01 **Admission** — A person who is a member of one of the Churches, or who is a member of a Church acknowledged as a sister Church by the Churches, and who presents a proper attestation of confession and conduct, and who has graduated from a Canadian university with a Bachelor of Arts or equivalent degree or a degree from another institution of higher learning, whether in Canada or elsewhere, that in the opinion of the Senate is at least equivalent to such Bachelor of Arts or equivalent degree, shall qualify for admission as a student to the College, but no person shall be admitted to the College unless such person has satisfactorily completed such prerequisite disciplines and subjects as are prescribed by the Board of Governors from time to time, or has satisfactorily passed an entrance examination prescribed by the Senate covering such disciplines and subjects. A person who is not a member of one of the Churches or a sister Church may be admitted as a student to the College at the discretion of the Senate subject to the policies established by the Board of Governors if such person has declared that he agrees with the basis of the College as set out in section 4 of the Act.

10.02 **Preparation for Admission** — Students wishing to be admitted to the College shall, if possible to do so, contact the Senate before commencing their studies leading to an undergraduate degree required for admission to the College, in order that they may be counselled with respect to the disciplines and subjects required as part of the preparatory training for admission.

10.03 **Counselling** — The Academic Committee shall appoint not less than one person from among its members and not less than one member of the faculty, to form a committee to counsel an applicant for admission to the College concerning the significance of his studies as preparatory to the office to which he aspires and shall examine him on his knowledge of the Word of God and the Confession and government of the Churches and Church history. The Committee shall, from time to time, report in writing to the Senate and the Academic Committee on each applicant counselled and examined.

10.04 **Programs, Courses of Study** — All programs and courses of study at the College shall require full-time attendance for a period fixed by the Senate. The Senate may waive in whole or in part any program or course of study for any student who has satisfactorily completed an equivalent program or course of study at another institution of higher learning, and in every such case the Senate shall advise the Academic Committee with respect to the waiving of any programs or courses of study for any student.

10.05 **Academic Year** — An academic year shall consist of thirty (30) teaching weeks which shall be divided into terms, and with such vacations as determined by the Board of Governors upon the recommendation of the Senate. Unless otherwise prescribed by the Board of Governors, the academic year shall commence in September and terminate in May of the following calendar year.

SECTION ELEVEN

FINANCIAL AND BUSINESS MATTERS OF THE COLLEGE

11.01 **Finances** — The funds necessary for the operation of the College shall be obtained primarily from assessments against the Churches based on the number of confessing members associated with each of the Churches. In addition, funds may be obtained through donations, bequests, Church offerings, fund drives, and gifts from persons and organizations and by other means consistent with the purpose and character of the College.

11.02 **Financial Year** — Until changed by resolution of the Board of Governors, the finan-

cial year of the College shall end on the 31st day of May in each year.

11.03 Execution of Instruments — By-laws, deeds, transfers, assignments, contracts, obligations, certificates and other instruments may be signed on behalf of the College by two persons provided each of them holds the office of chairman, vice-chairman, secretary or Governor. In addition, the Board may from time to time direct by resolution the manner in which, and the person and persons by whom, any particular instrument or class of instruments may or shall be signed. Any signing officer may affix the corporate seal of the College thereto.

11.04 Banking Arrangements — The banking business of the College shall be transacted with such banks, trust companies or financial institutions as may from time to time be designated by or under the authority of the Board of Governors or the Finance and Property Committee. Such banking business or part thereof shall be transacted under such agreements, instructions and delegation of powers as the Board may from time to time prescribe or authorize.

11.05 Cheques and Bills of Exchange — All cheques, bills of exchange or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the College shall be signed by such officer or officers, agent or agents of the College, and in such manner as shall from time to time be determined by resolution of the Board or the Finance and Property Committee, and any one of such officers or agents may alone endorse notes and cheques for deposit with the College's bankers for the credit of the College, or the same may be endorsed "for collection" or "for deposit" with the bankers of the College by using the College's rubber stamp for that purpose. Any one of such officers or agents so appointed may arrange, settle, balance and certify all books and accounts between the College and the College's bankers and may receive all paid cheques and vouchers and sign all the bank's form of settlement of balances and release or verification slips.

11.06 Deposit of Securities for Safekeeping — The securities of the College shall be deposited for safekeeping with one or more bankers, trust companies, or other financial institutions to be selected by the Board of Governors or the Finance and Property Committee. Any and all securities so deposited may be withdrawn from time to time, only upon the written order of the College signed by such officer or officers, agent or agents, of the College and in such manner, as shall from time to time be determined by resolution of the Board, and such authority may be general or confined to specific instances. The institutions which may be so selected as custodians by the Board shall be fully protected in acting in accordance with the directions of the Board and shall in no event be liable for the due application of the security so withdrawn from deposit or the proceeds thereof.

11.07 Voting Rights and Other Bodies Corporate — The signing officers of the College may execute and deliver instruments of proxy and arrange for the issuance of voting certificates or other evidence of the right to exercise the voting rights attaching to any securities held by the College. Such instruments, certificates or other evidence shall be in favour of such person or persons as may be determined by the officers signing or arranging for them. In addition, the Board may from time to time direct the manner in which and the person or persons by whom any particular voting rights or class of voting rights may or shall be exercised.

11.08 Borrowing — The College may borrow money for the purpose of the College and give security therefor on such terms and in such amounts as it may deem advisable, and for this purpose the Finance and Property Committee may by resolution:

- a. issue, sell or pledge debt obligations (including bonds, debentures, notes or other similar obligations secured or unsecured) of the College;
- b. charge, mortgage, hypothecate, or pledge all or any of the currently owned or subsequently acquired real or personal, movable or immovable property of the College, including book debts, to secure any debt obligations or any

- money borrowed or other debt or liability of the College;
- c. designate any two members of the Finance and Property Committee to execute such documents and give such further assurances as may be required to give full force and effect to this provision, and the execution of such documents by any two members of the Committee under the corporate seal of the College, shall be deemed to be execution by the College of such instruments for that purpose.

SECTION TWELVE

NOTICES

12.01 Any notice (which term includes any communication or document) to be given, sent, delivered or served pursuant to the Act, the Corporations Act, the by-laws or otherwise, to a Governor, officer, auditor, member of a Committee of the Board, or member of the faculty, shall be sufficiently given if delivered personally to the person to whom it is intended to be given, or if delivered to his recorded address or if mailed to him at his recorded address by prepaid ordinary mail, or if sent to him at his recorded address by any means of prepaid transmitted or recorded communication. A notice so delivered shall be deemed to have been given when it is delivered personally, or left at the recorded address as aforesaid. A notice so mailed shall be deemed to have been given five days (not including non-business days) after deposit in a post office or public letter box; a notice sent by any means of transmitted or recorded communication shall be deemed to have been given the next business day after the same is dispatched or delivered to the appropriate communication company or agent or its representative for dispatch. The secretary of the College may change or cause to be changed the recorded address of any Governor, officer, auditor, member of a Committee of the Board, or member of the faculty, in accordance with any information believed by him to be reliable. Notice to Synod shall be given in the same manner as aforesaid, except the same shall be sufficiently given if delivered or sent to the recorded address of the clerk of the convening Church. Notice to any of the Churches shall be sufficiently given if delivered or sent to the recorded address of the clerk of such Church in the same manner as aforesaid.

12.02 **Computation of Time** — In computing the date when notice must be given under any provision requiring a specified number of days, notice of any meeting or other event, the date of giving the notice shall be excluded and the date of the meeting or other event shall be included. In the event of a postal disruption, notice by mail shall not be deemed effective during the period of such disruption and such period shall be excluded from the computation of time.

12.03 **Omissions and Errors** — The accidental omission to give any notice to any Governor, officer, auditor, member of a Committee of the Board, member of the faculty, Church or convening Church, or the non-receipt of any notice by any such person or body or any error in any notice not affecting the substance thereof, shall not invalidate any action taken at any meeting held pursuant to such notice or otherwise founded thereon.

12.04 **Waiver of Notice** — Any Governor, officer, auditor or member of a Committee of the Board, may waive any notice required to be given to him under any provisions of the Act, the Corporations Act, the by-laws or otherwise, and such waiver, whether given before or after the meeting or other event of which notice is required to be given, shall cure any default in giving such notice.

SECTION THIRTEEN

OFFICERS

13.01 **Election or Appointment** — There shall be a chairman, a vice-chairman, a treasurer, a secretary and such other officers as the Board may determine by by-law

from time to time. The chairman, vice-chairman, secretary and treasurer shall be elected by the Board from among their number at the first meeting of the Board after the appointment of Governors by Synod. The other officers of the College need not be members of the Board, and in the absence of written agreement to the contrary, the appointment of all officers shall be settled from time to time by the Board.

13.02 **Chairman** — The chairman shall be the chief executive officer of the College, and subject to the authority of the Board, shall have general supervision over the affairs of the Board. The chairman, if present, shall chair all meetings of the Board.

13.03 **Vice-chairman** — During the absence or disability of the chairman, his duties shall be performed and his powers exercised by the vice-chairman. The vice-chairman shall have such other powers and duties as the Board may prescribe.

13.04 **Secretary** — The secretary shall attend and be the secretary of all meetings of the Board, and of the Executive Committee, and shall enter or cause to be entered in records kept for that purpose, minutes of all proceedings thereat. He shall give or cause to be given, as and when instructed, all notices to Governors, members of Committees of the Board, Senate, any member of the faculty, the Principal, the Churches, and the convening Church. He shall have such other duties as the Board may from time to time prescribe.

13.05 **Treasurer** — The treasurer shall keep proper accounting records in compliance with the Act, and the Corporations Act, and under the direction of the Property and Finance Committee, shall control the deposit of money, the safekeeping of securities and the disbursement of the funds of the College; he shall render to the Property and Finance Committee, or to the Board, whenever required, an account of all his transactions as treasurer and of the financial position of the College, and he shall have such other duties as the Board or the Property and Finance Committee may from time to time prescribe.

13.06 **Agents and Attorneys** — The Board shall have power from time to time to appoint agents or attorneys for the College in or out of Canada with such power of management or otherwise (including the power to sub-delegate) as may be thought fit.

13.07 **Fidelity Bonds** — The Board may require such officers, employees and agents of the College, as the Board deems advisable, to furnish bonds for the faithful discharge of their duties, in such form and with such surety as the Board may from time to time prescribe.

SECTION FOURTEEN

PROTECTION OF GOVERNORS, OFFICERS AND OTHERS

14.01 **Limitation of Liability** — No Governor or officer of the College shall be liable for the acts, receipts, neglects or defaults of any other Governor or officer or employee, or for joining in any receipt or other act for conformity, or for any loss, damage or expense happening to the College through the insufficiency or deficiency of title to any property acquired by order of the Board for or on behalf of the College or for the insufficiency or deficiency of any security in or upon which any of the monies of the College shall be invested, or for any loss or damage arising from the bankruptcy, insolvency or tortious acts of any person with whom any of the monies, securities or effects of the College shall be deposited, or for any loss occasioned by any error of judgment or oversight on his part, or for any other loss, damage or misfortune, whatever which shall happen in the execution of the duties of his office or in relation thereto, unless the same are occasioned by his own wilful neglect or default, provided that nothing herein shall relieve any Governor or officer of any liability imposed upon him by the Act or the Corporations Act.

14.02 **Indemnity** — Every Governor and every officer of the College and every other person who has undertaken or is about to undertake any liability on behalf of the Col-

lege and his heirs, executors, administrators, and other legal personal representatives shall, from time to time, be indemnified and saved harmless by the College from and against:

- a. any liability and all costs, charges and expenses that he sustains or incurs in respect of any action, suit or proceeding that is proposed or commenced against him for or in respect of anything done or permitted by him in respect of the execution of the duties of his office; and
- b. all other costs, charges and expenses that he sustains or incurs in respect of the affairs of the College.

SECTION FIFTEEN

PREVIOUS BY-LAWS AND REGULATIONS

15.01 **Repeal** — Upon approval of these by-laws by Synod, the previous constitution and by-laws of the unincorporated college and the previous by-laws of the College are hereby repealed.

15.02 **Regulations** — "Regulation No. 1," being a regulation regarding salary, retirement, salary continuation and pensions of the faculty and attached hereto is hereby adopted.

Passed at Hamilton, Ontario by the Board of Governors at a meeting held for that purpose on the 21st day of April, 1982

D. VanderBoom, chairman
M. VanBeveren, secretary

REGULATION NO. 1

A Regulation regarding
SALARY, RETIREMENT, SALARY CONTINUATION AND PENSIONS
of the Faculty of the
THEOLOGICAL COLLEGE OF THE CANADIAN REFORMED CHURCHES

BE IT ENACTED as a Regulation of the Theological College of The Canadian Reformed Churches as follows:

Definitions

1. **In this Regulation:**
 - a. "Adjusted salary" of a professor since his retirement for any year means the "salary" earned in such year by all professors in active service of the same rank as the retired professor;
 - b. "dependent" means a professor's child who is under the age of 18 years, unmarried, not employed full-time, and who normally resides with the professor or is in full-time attendance at a school or university, or a professor's child over the age of 18 years who through illness or infirmity is unable to earn a livelihood, or any other person (other than a professor's wife) who is wholly dependent for support upon a professor, provided that a child shall be deemed to be under the age of 18 years for the balance of the calendar year in which he attains that age;
 - c. "deferred retirement" means retirement of a professor or lecturer at the end of any academic year after he reaches age 66 and before he reaches age 71;
 - d. "dependent's allowance" means an allowance in the nature of a pension calculated and payable in accordance with this Regulation to or for the benefit of a dependent of a professor;
 - e. "early retirement" means honourable discharge of a professor or lecturer due to his disability or illness before his normal retirement;

- f. "salary" means the total salary earned by a professor in any one year without any deductions, but the term does not include
 - i. additional remuneration paid to the professor in respect of a special office or for additional services;
 - ii. moneys paid to him in cases of need or to provide for unforeseen events, or
 - iii. "other benefits" not actually payable to a professor;
- g. "lecturer" means a part-time lecturer appointed by Synod;
- h. "normal retirement" means retirement of a professor or lecturer at the end of the academic year in which he reaches age 65;
- i. "other benefits" means benefits of a financial nature other than salary, which may from time to time be paid by the College for the benefit of a professor;
- j. "professor" includes a professor, an associate professor, an assistant professor, and a full-time lecturer;
- k. "professor's pension" means a pension calculated and payable in accordance with this Regulation to professor;
- l. "stipend" means the honorarium payable to a lecturer;
- m. "widow's pension" means a pension calculated and payable in accordance with this Regulation to a professor's widow.

Retirement

- 2. Professors and lecturers shall normally retire at the end of the academic year in which they reach age 65, but they may at their option retire at the end of any academic year after they reach age 66 and before they reach age 71.

Salaries fixed by the Board

- 3. Subject to the direction of Synod, the Board of Governors fixes the salaries payable to all professors and the stipends payable to all lecturers annually. Unless otherwise provided by this Regulation, a professor's salary and a lecturer's stipend cease to be payable upon the death and upon the early, normal or deferred retirement, as the case may be, of the professor or lecturer.

Professors' Salaries, Additional Remuneration and other Benefits

- 4.
 - a. A professor shall be paid a salary in the amount fixed by the Board of Governors.
 - b. The Board of Governors may direct the payment of additional remuneration to a professor in respect of any special office held by him.
 - c. In addition there may be paid for the benefit of a professor such other benefits as the Board of Governors may determine.

Lecturer's Stipends

- 5. A lecturer shall receive an annual stipend.

Continuation of Salary

- 6. Provided that a professor, his widow or any of his dependents are living, the professor's salary and his other benefits will continue:
 - a. in the case of his early retirement, for the lesser of six months or until he would have reached normal retirement;
 - b. in the case of his death during the period stipulated in clause a. hereof, for the balance of such period, and
 - c. in the case of his death before his normal retirement, except as provided in clause b. hereof, for the lesser of six months or until he would have reached normal retirement.

Such salary shall be paid to the professor or, if he is deceased, to his widow or, if she is deceased, to or for the benefit of his dependents, if any, and to none other.

Professor's Pension

7. a. A professor's pension shall be paid to a professor,
 - i. in the case of his early retirement, commencing six months from the date thereof or when he would have reached normal retirement, whichever is the shorter period,
 - ii. in the case of his normal retirement, commencing upon the date thereof, or
 - iii. in the case of his deferred retirement, commencing upon the date thereof.
- b. A professor's pension shall end when the professor dies.

Widow's Pension

8. A Widow's Pension shall be paid to a professor's widow commencing when the professor dies and ending when she ceases to be his widow.

Dependent's Allowance

9. A Dependent's Allowance shall be paid to or for the benefit of a professor's dependent, commencing when the survivor of the professor and his wife dies and ending when the recipient ceases to be a dependent.

Amounts of Professor's and Widow's Pensions

10. The amounts of the annual Professor's Pension, Widow's Pension and Dependent's Allowance shall be calculated as follows:
 - a. A Professor's Pension shall be:
 - i. 70 per cent of his adjusted salary, plus
 - ii. a further 5 per cent of such adjusted salary in respect of each dependent to a maximum of two, less
 - iii. the amount of any pension or other allowance paid to the professor and to his wife and to or in respect of any dependents by the Government of Canada or by any province or municipality or any agency thereof.
 - b. A Widow's Pension shall be:
 - i. 60 per cent of the husband's adjusted salary, plus
 - ii. a further 5 per cent of such adjusted salary in respect of each dependent at a maximum of four, or less
 - iii. the amount of any pension or other allowance paid to the widow and to or for the benefit of any dependents by the Government of Canada or by any province or municipality or any agency thereof.
 - c. A Dependent's Allowance shall be:
 - i. 5 per cent of his father's adjusted salary, less
 - ii. the amount of any pension or other allowance paid to or for the benefit of the dependent by the Government of Canada or by any province or municipality or any agency thereof.

Discretionary Payments

11. The Board of Governors may, in cases of need or to provide for unforeseen events (including serious inflation):
 - a. pay to a professor (whether before or after his retirement), to his widow, or to or in respect of or for the benefit of any of his dependents, such further moneys from time to time as the Board may in its sole discretion deem necessary or appropriate.
 - b. pay to or in respect of or for the benefit of any person who is partially dependent upon a professor for support such moneys from time to time as the Board may in its sole discretion deem necessary or appropriate.

Periodic Payments, Deductions

12. All salaries, stipends, pensions and allowances payable under this Regulation shall

be paid monthly in advance or by other convenient instalments, or, where in the opinion of the Finance and Property Committee, it is more desirable to do so, in a lump sum, to or for the benefit of the person or persons entitled thereto, less any deductions required to be made by law, by this or other Regulation, or for any other reason.

Suspension of Lecturer's Stipend

13. If a lecturer has been unable, due to his disability or illness, to fulfill his duties as a lecturer for a continuous period of six months, and the lecturer does not request early retirement, the Board of Governors may suspend his salary at the end of such six months if it is the opinion that the disability or illness is likely to continue for some time or be of indefinite duration, but it shall not take such a decision without first hearing the lecturer concerned or his representative.

Repeal and Continuation

14. All previous Regulations regarding Salaries, Retirement, Salary Continuation, Pensions and Allowances are hereby repealed, provided however, that any person who is at present receiving any pension or allowance under any such previous Regulation shall continue to receive a pension or allowance calculated in accordance with this Regulation.

BY-LAW NUMBER 2

A by-law respecting the borrowing of money and the issue of securities by the Theological College of the Canadian Reformed Churches.

BE IT ENACTED by the Governors of the Theological College of the Canadian Reformed Churches as a Special by-law of the said Corporation as follows:

The Finance and Property Committee of the Corporation may from time to time:

- a. borrow money upon the credit of the Corporation;
- b. issue, sell or pledge debt obligations of the Corporation, including without limitation, bonds, debentures, notes or other similar obligations of the Corporation whether secured or unsecured;
- c. charge, mortgage, hypothecate or pledge all or any currently owned or subsequently acquired real or personal, movable or immovable property of the Corporation, including book debts, rights, powers, franchises and undertaking, to secure any such debt obligations or any money borrowed, or other debt or liability of the Corporation;
- d. delegate to such one or more of the officers and Directors of the Corporation as may be designated by the Directors all or any of the powers conferred by the foregoing clauses of this by-law to such extent and in such manner as the Directors shall determine at the time of each such delegation.

Passed by the Board of Governors and sealed with the Corporation's seal this 10th day of September, 1982.

(w.s.)

Chairman

(w.s.)

Secretary

The undersigned officers of the within named Corporation hereby certify that the by-law on the reverse side hereof is a true and complete copy of a Special by-law of the said Corporation which was

passed by the Governors of the said Corporation at a meeting duly called and regularly held on the 10th day of September, 1982,

all as set forth and recorded in the minute book of the proceedings of the Board of Governors of the said Corporation; and further that the said Special by-law is now in full force and effect.

WITNESS our hands and the corporate seal of the said Corporation this 10th day of September, 1982.

(w.s.) _____
Chairman

(w.s.) _____
Secretary

BY-LAW NUMBER 3

BEING A BY-LAW TO AMEND SECTION 3.04 OF BY-LAW NUMBER 1.

BE IT ENACTED as a by-law of the Theological College of the Canadian Reformed Churches as follows:

3.04 Election and Term

Synod shall, at General Synod, which shall occur not less than once every three years, appoint or elect, reappoint or reelect, or remove and replace, as the case may be, the Governors in the following manner:

- a. six (6) Governors, who shall be active ministers, shall be elected or appointed to hold office until the next General Synod, three (3) of which may be nominated by each Regional Synod prior to General Synod considering such election or appointment, but General Synod may, upon motion duly made, add such additional nominations as it considers advisable and appoint at least three (3) substitutes from each Regional Synod area for the purpose of filling vacancies between General Synods; and
- b. five (5) Governors, who shall not be ministers shall be elected or appointed and shall retire in rotation in the following manner, that is to say, at the first General Synod held to elect or appoint the five (5) Governors, one (1) Governor shall be elected or appointed to hold office for a term from the date of his election or appointment until the third General Synod held after such date, two (2) Governors shall be elected or appointed to hold office for a term from the date of his election or appointment until the second General Synod held after such date, and two (2) Governors shall be elected or appointed to hold office for a term from the date of his election or appointment until the next General Synod, and thereafter at each General Synod, Governors shall be elected or appointed to fill the vacancy of those Governors whose term of office has expired and each Governor so elected or appointed shall hold office

for a term from the date of his election or appointment until the third General Synod thereafter.

Passed at Hamilton, Ontario by the Board of Governors at a meeting held for that purpose on the 9th day of September, 1983.

Chairman

Secretary

Confirmed by Synod (pursuant to Section 5 (5) of the Canadian Reformed Theological College Act, 1981) on the _____ day of _____, 1983.