



1ST SESSION, 37TH LEGISLATURE, ONTARIO
48 ELIZABETH II, 1999

Bill Pr16

An Act to incorporate Talpiot College

Mr. Colle

Private Bill

1st Reading December 16, 1999
2nd Reading
3rd Reading
Royal Assent

Printed by the Legislative Assembly of Ontario



EXPLANATORY NOTE

The purpose of the Bill is set out in the Preamble.

An Act to incorporate Talpiot College

Preamble	<p>Beth Jacob Seminary has applied for special legislation to become incorporated and to operate a post-secondary educational institution in Jewish and general studies for Jewish women and to grant degrees. The applicant represents that it is an unincorporated association and has been operating a post-secondary educational institution for Jewish women since September 2, 1973.</p> <p>It is appropriate 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>	<p>3. The objects of the College are to provide, at the post-secondary level,</p> <p>(a) for the advancement of learning and dissemination of knowledge on the basis of orthodox Jewish traditions, perspectives and teachings;</p> <p>(b) degree, diploma and certificate programs and courses of study based on an orthodox Jewish perspective;</p> <p>(c) diploma and certificate programs and courses of study sponsored jointly with other organizations or educational institutions.</p>	<p>Objects</p>
Definitions	<p>1. In this Act,</p> <p>“administrative staff” means the full-time employees of the College who are not members of its teaching faculty;</p> <p>“board” means the board of governors of the College;</p> <p>“College” means Talpiot College;</p> <p>“student” means a person who is registered as such in a program or course of study at the College that leads to a degree, diploma or certificate of the College;</p> <p>“supporting member” means a person who has subscribed to the College’s Statement of Basis and Principles, pays the annual dues of the College and has been admitted as a supporting member of the College by the board in accordance with the by-laws of the College;</p> <p>“teaching faculty” means the part-time and full-time employees of the College who hold the academic rank of professor, associate professor, assistant professor or lecturer;</p> <p>“year” means the membership year of the board or the academic council, as the case may be, which may be any 12-month period selected by the supporting members.</p>	<p>4. (1) The affairs of the College shall be managed by its board.</p> <p>(2) The composition of the board shall be as set out in the by-laws of the College.</p> <p>(3) No person shall be a member of the board unless he or she is,</p> <p>(a) a Canadian citizen or permanent resident of Canada; and</p> <p>(b) a supporting member.</p> <p>(4) Elections to the board shall be by secret ballot and the manner and procedure for board elections shall be as set out in the by-laws of the College.</p> <p>(5) The board shall by by-law provide for the term of office of members of the board and for the election and retirement of members of the board in rotation.</p> <p>(6) Where a vacancy occurs for any reason among the members of the board, the board in its sole discretion shall determine whether the vacancy is to be filled and, if it is to be filled, the board shall elect persons to fill the vacancy until the next annual meeting of the supporting members.</p> <p>(7) The board shall elect a chair and a vice-chair from among its members and, in the case of the absence or illness of the chair or there being a vacancy in that office, the vice-chair shall act as and have all the powers of the chair.</p> <p>(8) The term of office of the chair and vice-chair shall be determined by the board.</p> <p>(9) A simple majority of the members of the board constitutes a quorum.</p>	<p>Board</p> <p>Composition</p> <p>Eligibility</p> <p>Elections</p> <p>Term of office, rotation</p> <p>Vacancies</p> <p>Chair, vice-chair</p> <p>Term of office</p> <p>Quorum</p>
Seminary incorporated	<p>2. (1) Beth Jacob Seminary is hereby constituted as a corporation without share capital under the name Talpiot College.</p>		
Members	<p>(2) The members of the board of the College and such other persons who become supporting members constitute the corporation.</p>		

Committees (10) The board may appoint an executive committee and other committees as the board considers advisable and may delegate to any committee any of its powers in accordance with the by-laws of the College.

First board (11) Despite subsections (2), (3) and (7), the first members of the board and the first chair and vice-chair shall be the persons named in Schedule 1.

Same (12) The first members of the board may pass by-laws to provide for up to 18 additional persons, with the qualifications or positions as set out in the by-laws, to be additional first members of the board.

Powers of the board **5.** (1) The board has all the powers necessary or convenient to perform its duties and achieve the objects of the College.

Same (2) Without restricting the generality of subsection (1), the board may,

- (a) appoint, suspend and remove the president of the College and define his or her duties and responsibilities;
- (b) appoint, classify, promote, suspend, transfer, reclassify or remove, as it considers necessary or advisable for the proper conduct of the affairs of the College, the members of the teaching faculty, as recommended by the academic council of the College;
- (c) appoint, classify, promote, suspend, transfer, reclassify or remove, as it considers necessary or advisable for the proper conduct of the affairs of the College, the members of the administrative staff and other employees of the College;
- (d) fix the number, duties, salaries and other remuneration of employees of the College;
- (e) delegate any of its powers under clauses (b), (c) and (d) as it considers proper to the president or other employees of the College, as may be recommended by the president;
- (f) expend sums, within the financial limits set by the annual budget of the College, that the board considers necessary for the support and maintenance of the College, for the erection and improvement of buildings that the board may consider necessary for the use and purposes of the College and for furnishings and equipment for such buildings;
- (g) expend sums, within the financial limits set by the annual budget of the College, that the board considers necessary for

the erection, equipment, furnishings and maintenance of residences and dining halls for the use of the students;

(h) establish and approve changes in or the termination of programs and courses of study, schools, divisions and departments, as recommended by the academic council of the College;

(i) 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;

(j) establish classes of members in addition to supporting members and the qualifications and conditions of such classes of membership;

(k) admit as supporting members or other classes of members those persons who apply and qualify for admission;

(l) enter into agreements with other post-secondary educational institutions.

(3) Subject to the approval of the supporting members, the board, Same

(a) may make by-laws for the conduct of its affairs;

(b) may by by-law establish or amend the Statement of Basis and Principles of the College;

(c) shall fix the annual dues to be paid by the supporting members.

(4) The board may refer any matter to the supporting members for approval at their annual meeting. Referral to supporting members

(5) The board shall prepare an annual report on the operation of the College in the previous year and shall provide the report to the supporting members at their annual meeting. Report to supporting members

6. (1) The supporting members, at their annual meeting, shall appoint one or more public accountants licensed under the *Public Accountancy Act* to audit the accounts and transactions of the board. Audit

(2) The board shall make available to any person, upon request, the annual report of the College, including an audited annual financial statement, in the form and manner determined by the board. Annual report

7. (1) There shall be an academic council of the College composed of, Academic council

(a) the president of the College;

(b) the academic dean of the College; and

- (c) not fewer than five or more than 30 supporting members,
 - (i) at least two of whom shall be elected from among and by the teaching faculty,
 - (ii) at least two of whom shall be elected from among the persons holding the rank of professor or associate professor at any accredited post-secondary educational institution, one-half of whom are nominated by the teaching faculty and one-half of whom are nominated by the board, and all of whom are elected by the supporting members, and
 - (iii) at least one of whom shall be elected from among and by the members of the board.

Size increased

(2) The board shall by by-law determine the number of persons to be elected to the academic council under clause (1) (c) if the board is of the opinion that that number is to be greater than five.

Same

(3) A by-law made under subsection (2) shall provide that the persons elected under subclauses (1) (c) (i) and (ii) shall comprise at least 70 per cent of the membership of the academic council.

Term of office

(4) The academic council shall determine by by-law the term of office, which may be one, two or three years, for the members elected from each of the groups referred to in clause (1) (c).

Eligibility for re-appointment

(5) No elected member of the academic council shall serve on the academic council for more than six consecutive years, but on the expiration of one year after having served on the academic council for six consecutive years, a person is again eligible for membership on the academic council.

Ineligibility

(6) An elected member of the academic council ceases to hold office when he or she ceases to be eligible under the subclause of clause (1) (c) under which he or she was elected.

Vacancies

(7) Subject to the approval of the board, where a vacancy occurs for any reason among the elected members of the academic council before the term for which a person was elected has expired, the academic council shall determine whether the vacancy is to be filled and if so, the manner and procedure for so doing, and the person filling such vacancy shall hold office for the remainder of the term of the person whose membership is vacant.

(8) The academic dean of the College shall be chair of the academic council. Chair

8. The academic council may, Powers of the academic council

- (a) enact by-laws for the conduct of its affairs;
- (b) make recommendations to the board with respect to the establishment, change or termination of programs and courses of study, schools, divisions and departments;
- (c) determine the curricula of all programs and courses of study;
- (d) determine the standards of admission to and continued registration in the College;
- (e) determine the qualifications for degrees, diplomas and certificates of the College;
- (f) conduct examinations, appoint examiners and decide all matters relating to examinations and examiners;
- (g) award fellowships, scholarships, bursaries, medals, prizes and other marks of academic achievement;
- (h) award diplomas and certificates;
- (i) grant the degrees set out in Schedule 2;
- (j) create councils and committees to exercise its powers;
- (k) make recommendations to the board as to the appointment, classification, promotion, suspension, transfer, reclassification and removal of the members of the teaching faculty in accordance with the rules and procedures established by the board.

9. (1) There shall be an advisory body called the advisory assembly composed of members of the board, members of the academic council and persons with the rank of professor or associate professor from such colleges as the board may determine by by-law. Advisory assembly

(2) The board shall by by-law determine the composition, regulations and functions of the advisory assembly. Same

10. (1) At every annual meeting of the supporting members, in addition to any other business that may be transacted, the supporting members shall, Annual meeting of supporting members

- (a) consider the report of the auditors and the audited annual financial statements;
- (b) consider the annual budget for the next year;

- (c) approve or reject the amount fixed by the board as the annual dues to be paid by the supporting members;
- (d) receive the report of the board on the operation of the College in the previous year;
- (e) fix the remuneration of the auditors appointed under subsection 6 (1);
- (f) confirm or reject any by-laws passed during the previous year by the board, and approve or reject any matter referred to the meeting by the board.

(2) At any annual meeting of the supporting members, any supporting member may raise any matter relevant to the operation of the College, but no action may be taken on such a matter until it has been referred to and considered by the board.

Quorum

(3) A quorum for a meeting of the supporting members shall consist of 10 supporting members who are not students or members of the teaching faculty.

Meetings open

11. (1) Subject to subsections (2) and (3), the meetings of the board, the academic council and the supporting members shall be open to interested persons and no person shall be excluded from a meeting except for improper conduct as determined by the board, the academic council or the supporting members, as the case may be.

Confidential matters

(2) Where a matter is confidential to the College, the part of the meeting concerning such a matter may be closed to the public and to interested persons.

Personal matters

(3) Where a matter is of a personal nature concerning an individual, the part of the meeting concerning the individual shall be closed to the public and to interested persons unless the individual and the board, academic council or supporting members agree that that part of the meeting be open to interested persons.

Notice

(4) Prior notice of the meetings of the board, academic council and supporting members shall be given to the members of the board or academic council or to the supporting members, as the case may be, and to interested persons, in the manner that the board, the academic council and the supporting members shall respectively determine.

By-laws open for inspection

(5) The by-laws of the College and the academic council shall be open to examination by interested persons during the normal office hours of the College.

(6) The board and the academic council shall publish their by-laws at the time and in the manner that they may respectively consider proper.

Publication of by-laws

12. All real or personal property granted, conveyed, devised or bequeathed, before or after this Act comes into force, to the Beth Jacob Seminary or to any person in trust for or for the benefit of the Beth Jacob Seminary or any of its divisions or departments, subject to any trusts affecting the property, is hereby vested in the College.

Seminary property vested in College

13. (1) The College shall be carried on without the purpose of gain for the members of the board or the supporting members.

Non-profit corporation

(2) Any surplus of the College shall be applied solely for its objects and shall not be divided among its board members or supporting members.

Surplus

14. Upon the dissolution of the College and after the payment of all debts and liabilities, the remaining real and personal property of the College shall be given to a charitable educational institution whose basis and objectives are, in the opinion of the board, similar to the College's Statement of Basis and Principles.

Dissolution

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

Commencement

16. The short title of this Act is the *Talpiot College Act, 1999.*

Short title

Schedule 1

FIRST BOARD OF GOVERNORS

- Mr. Nosson Werner, Chair
- Mr. Israel Schon, Vice-chair
- Mr. Jerry Abraham
- Mr. Jacob Bistricher
- Mr. Benny Feintuch
- Mr. A. Shmuel Grosz
- Mr. Aharon Grubner
- Mr. Michael Harris
- Mr. Frank Hauer
- Mr. David Hofstedter
- Mr. George Kuhl
- Mr. Shlomo Marder
- Mr. Stephen Rosen
- Mr. Lenny Rothschild
- Mr. Ronnie Rutman
- Dr. Allan Seidenfeld
- Mr. Marvin Sigler
- Mr. Jacob Weinbaum

Schedule 2**DEGREES**

1. Bachelor of Divinity, Master of Divinity, Doctor of Divinity.
2. Bachelor of Jewish Education, Master of Jewish Education, Doctor of Jewish Education.
3. Bachelor of Jewish Family and Community Services, Master of Jewish Family and Community Services, Doctor of Jewish Family and Community Services.
4. Bachelor of Judaic Law, Master of Judaic Law, Doctor of Judaic Law.
5. Bachelor of Jewish Philosophy, Master of Jewish Philosophy, Doctor of Jewish Philosophy.
6. Bachelor of Jewish Women's Studies, Master of Jewish Women's Studies, Doctor of Jewish Women's Studies.
7. Bachelor of Judaic Studies, Master of Judaic Studies, Doctor of Judaic Studies.
8. Bachelor of Theology, Master of Theology, Doctor of Theology.