

An Act to incorporate the German-English Academy of Rosthern

being a Private Act

Chapter 49 of the *Statutes of Saskatchewan, 1909*
(effective December 18, 1909) as amended by the *Statutes of
Saskatchewan, 1925-26, c.72; 1946, c.110; 1950, c.102; 1953,
c.124; 1968, c.92; 1973-74, c.134; and 1983, c.02.*

NOTE:

This consolidation is not official. Amendments have been incorporated for convenience of reference and the original statutes and regulations should be consulted for all purposes of interpretation and application of the law. In order to preserve the integrity of the original statutes and regulations, errors that may have appeared are reproduced in this consolidation.

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1909

CHAPTER 49

An Act to incorporate The German-English Academy of Rosthern

(Assented to December 18, 1909)

Preamble

WHEREAS Herman Fast, of Petrofka in Saskatchewan; John J. Friesen, Henry B. Penner, Issac P. Friesen, Diedrich Epp, all of Rosthern in the said province; Johann Quiring, of Rosthern in the said province; Gerhard C. Dyck, Heinrich Warkentin, both of Waldheim in the said province; Isaac Loewen of Osler, all in the said province and others by their petition in that behalf have represented that they are desirous of associating themselves together for the purpose of establishing, maintaining and conducting an institution of learning for the education of youths of both sexes and the said petitioners have prayed to be incorporated under the name of "The German-English Academy of Rosthern" and whereas it is expedient to grant the prayer of the said petition:

Therefore His Majesty by and with the advice and consent of the Legislative Assembly of Saskatchewan enacts as follows:

Incorporation

1 Herman Fast, John J. Friesen, Henry B. Penner, Isaac P. Friesen, Diedrich Epp, Johann Quiring, Gerhard C. Dyck, Heinrich Warkentin, Issac Loewen above named and such other persons as shall hereafter become members of the corporation hereby created are hereby constituted a body corporate and politic under the name of "The German-English Academy of Rosthern" hereinafter called "the corporation" and they and their successors shall by the said name have perpetual succession and a common seal and may under the said name sue and be sued and shall have all the powers, rights and privileges incident to a corporation as hereinafter mentioned.

1909, c.49, s.1.

Powers of corporation

2 The corporation has the power to establish, equip, maintain and conduct in or near the Town of Rosthern, Saskatchewan an institution of learning for the education and instruction of youths in the elementary and higher branches of knowledge, to provide the students with the opportunity to acquire a Christian education that ministers to the intellectual, spiritual and physical needs of man and to do any other thing that is incidental to or conducive to the attainment of these objects.

1983, c.02, s.3.

Powers of trustees

3 The board of trustees hereinafter provided for may make such regulations as they think expedient touching the physical, moral and religious training and conduct of the pupils and students and for their attendance upon public worship in their respective churches or other places of religious worship and respecting their religious instruction by their respective ministers according to their respective forms of religious faith and every facility may be afforded for such purposes.

1909, c.49, s.3; 1983, c.02, s.4.

Acquisition and disposition of property

4 The said corporation shall have power to take, receive, own, hold, purchase, take on lease or in exchange, hire or otherwise acquire any such real and personal property as the board of trustees may deem requisite, necessary or desirable for the purposes of the said institution and also to mortgage, sell, lease, transfer or otherwise dispose of the same or any part thereof and also to receive and hold for the benefit of the corporation all gifts, scholarships, bursaries or donations, special or general legacies, devises or bequests of property (real or personal) on any trusts relating thereto which may be directly or indirectly for the benefit of the corporation and also to sell, transfer and convert into money all such property (real or personal) and to apply the proceeds thereof directly or indirectly to or for the benefit of the corporation.

1909, c.49, s.4; 1950, c.102, s.1; 1968, c.92, s.1;
1983, c.02, s.5.

Transfer of property

4a The real and personal property, assets, rights, credits and effects of every description of, and all gifts and donations of property to, The German-English Academy of Rosthern are hereby declared to be vested in the Rosthern Junior College; and the Rosthern Junior College shall assume and be subject to the same liabilities, debts, duties and obligations as The German-English Academy of Rosthern.

1946, c.110, s.2.

Head Office

5 The head office of the corporation shall be at the town of Rosthern in the said province.

1909, c.49, s.5.

Membership

6(1) Qualification for membership in the corporation shall be the payment annually of \$5, or such other annual amount as shall be decided at the annual general meeting of the corporation, and compliance with such other terms of admission to membership in the corporation as may be prescribed in the bylaws of the corporation.

(2) The corporation may establish such classes of members as it considers necessary and may prescribe the qualifications required for membership in each of such classes but any change in the qualifications for membership in the classes that differs from the qualifications for membership in the corporation provided by subsection (1) shall not be effective unless and until the change has been approved by a resolution passed by a majority of not less than three-fourths of such members entitled to vote, who are present in person or, where vote by proxy is allowed, who vote by proxy, at an annual general meeting of the corporation of which meeting notice specifying the intention to propose the resolution has been sent to each member by ordinary mail at least two weeks prior to the meeting.

1973-74, c.134, s.2.

Commencing operations

7 The corporation may commence operations and exercise the powers hereby granted as soon as five thousand dollars are subscribed and twenty per cent thereof paid thereon.

1909, c.49, s.7.

Regulations and bylaws

8 The corporation in general meeting may from time to time:

- (a) make any rules and regulations, pass any bylaws and do any acts and things that it considers necessary or desirable for carrying out the objects of the corporation; and
- (b) increase or decrease the number of trustees, alter their qualifications and determine their respective terms of office, but in no case is the number of trustees to be less than seven or more than 17.

1983, c.02, s.6.

Board of trustees

9 The control, regulation and management of the business and affairs of the corporation is vested in a board of trustees which consists of any members or classes of members that are elected at an annual general meeting together with any persons that may be designated as voting members in the bylaws of the corporation.

1983, c.02, s.7.

First general meeting

10 The first general meeting of the members of the corporation shall be held in the said town of Rosthern at the office of the corporation on the first Friday in the month of February in the year one thousand nine hundred and ten and thereafter a general meeting of the members shall be held in each year at such time and place as the board of trustees shall from time to time direct and at such first and subsequent general meetings the members present in person or by proxy shall elect a board of trustees or a person to fill any vacancy on the board of trustees:

Proviso

Provided that if for any reason the said meeting or meetings or any of them is or are not held at the time appointed therefor the previous board of trustees shall continue in office until their successors are elected.

1909, c.49, s.10; 1983, c.02, s.8.

Qualifications of trustees

11 Any person a member or adherent of any Mennonite body and a member of the corporation shall be eligible to be elected as a trustee and women as well as men shall be eligible.

1909, c.49, s.11.

Voting

12(1) At all meetings of the members each member shall have such voting rights as the bylaws of the corporation may provide.

(2) Any member may in writing constitute any other member his or her proxy to vote in such meetings, and every such appointment shall be produced to, and deposited with, the person presiding in such meeting before the vote of such proxy shall be received.

(3) No instrument appointing a proxy shall be valid after the expiration of twelve months from the date of its execution.

1973-74, c.134, s.4.

Special general meetings

13 In addition to the annual general meeting of the members hereinbefore provided for special general meetings of the members may be convened by the board of trustees at such times and places as they may think fit and a special general meeting of the members shall be convened at any time by the board of trustees on the requisition of any fifty members requiring them so to do and such requisition shall be in writing and shall specify the object of the meeting and shall be left with the secretary or other officer or member of the board of trustees and if the board of trustees shall fail to cause such meeting to be held within twenty days after the said requisition is left with the secretary or other officer as aforesaid such members may call a special general meeting by giving notice as hereinfore mentioned:

Proviso

Provided that no special general meeting called upon any such requisition shall enter upon any business not set forth in such requisition and notice.

1909, c.49, s.13.

Notice of meetings

14 Notice of all meetings of the members shall be given by mailing not less than ten days before the dates of such meetings a prepaid circular letter addressed to such member at his or her post office address as stated in the register of members and such notices shall specify the place, day and hour of such meeting and in case of a special general meeting called upon the requisition of any fifty members such notice shall also specify the object of such meeting.

1909, c.49, s.14.

Quorum

15 At all general meetings of the members 50 members shall constitute a quorum and at every such meeting such person will preside as the board of trustees may appoint and in default of such appointment or in the absence of the person so appointed the members present may elect a person from their own number to preside.

1909, c.49, s.15; 1983, c.02, s.9.

Adjournment

16 Every meeting of the members may be adjourned from time to time as the members present may by resolution decide.

1909, c.49, s.16.

Powers of trustees

17 The board of trustees in addition to the powers and authorities by this Act expressly conferred upon them may exercise all powers and do all such acts and things as may be exercised or done by the members in general meeting and as are hereby expressly directed or required to be exercised or done by the members in a general meeting but subject nevertheless to the provisions of this Act and to any regulations from time to time made by the members in general meeting:

Proviso

Provided that no regulations so made shall invalidate any prior act of the board of trustees which would have been valid if such regulations had not been made.

1909, c.49, s.17.

Enumerated powers of trustees

18 Without prejudice to the general powers conferred by the last preceding section of this Act and the powers conferred by this Act it is hereby expressly declared that the board of trustees shall have the following powers, that is to say power:

- (1) To pay the costs, charges and expenses preliminary and incidental to the promotion, formation and establishment of the corporation and the passing of this Act;
- (2) From time to time at their discretion to raise or borrow any sum or sums of money for the purposes of the corporation;
- (3) To raise or secure the repayment of such moneys in such manner and upon such terms and conditions in all respects as they think fit and in particular by mortgaging all or any part of the real and personal property of the corporation or by promissory note or other negotiable instrument or by the issue of debentures or debenture stock of the corporation charged upon all or any part of the property or the corporation;
- (4) To purchase or acquire by gift or otherwise any property rights or privileges which the corporation is authorised to acquire at such price and generally on such terms and conditions as they may deem proper;
- (5) To determine who shall be entitled and have power to sign on behalf of the corporation deeds, transfers, mortgages, leases, contracts, receipts, releases, discharges, cheques, promissory notes and other negotiable instruments and all other documents necessary or incidental to the business of the corporation;
- (6) To fix and determine the officers of the corporation and the mode of electing or appointing the same and their respective powers, duties, salaries and qualifications;
- (7) To select, appoint and engage all such teachers, instructors, servants and employees as they may deem necessary in connection with the said institution and to fix and determine their respective terms of office, powers, duties, salaries and qualifications and the same from time to time to dismiss and discharge;
- (8) To make such regulations for the management, government and discipline of the said institution, for the admission of pupils or students thereto and for determining their courses of studies and the fees to be paid by such pupils or students as they may deem proper;
- (9) To provide for the boarding and lodging in a residence or residences connected with the said institution of such pupils or students as may desire the same and to fix the terms and charges therefor and mode of payment thereof;
- (10) To enter into any arrangements with any authorities, legislative, municipal, local or otherwise that may seem conducive to the objects of the corporation or any of them and to obtain from any such authority any rights or privileges and concessions which the corporation may think it desirable to obtain and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions;
- (11) To erect, construct, furnish, equip, maintain and alter any buildings necessary or convenient for the purposes of the corporation;

- (12) To delegate any of their powers to an executive or other committee or committees, consisting of such member or members of the corporation as they think fit, provided that any committee so formed shall, in the exercise of the powers so delegated, conform to any regulation that may from time to time be imposed upon it by the board of trustees;
- (13) To appoint such person or persons as they may deem proper to be visitor or visitors of the said institution with such powers of inspection and report as the board of trustees may decide;
- (14) To provide for and regulate the registration of the members of the corporation;
- (15) From any funds on hand to establish any scholarship or scholarships upon such conditions as they may deem proper;
- (16) To enter into all such negotiations and contracts and to rescind and vary all such contracts and to execute and do all such acts, deeds and things in the name and on behalf of the corporation as they may consider expedient for or in relation to the matters aforesaid or any of them or otherwise for the purposes of the corporation;
- (17) The board of trustees and any executive or any committee thereof may regulate their respective meetings and mode of calling the same and the proceedings thereat as they think fit and may respectively determine the quorum necessary for the transaction of business at any such meeting.

1909, c.49, s.18; 1973-74, c.134, s.5.

Resolutions

19 A resolution in writing signed by all the members of the board of trustees or by all the members of any executive or other committee shall be valid and effectual as if it had been passed at the meeting of the board of trustees or of any such committee respectively duly called and constituted.

1909, c.49, s.19.

Vacancies in board of trustees

20 Any casual vacancy occurring in the board of trustees may be filled up by the board of trustees but any person chosen to fill such vacancy shall retain his office so long only as the vacating trustee would have retained the same if no vacancy had occurred.

1909, c.49, s.20.

Defects in appointments not to invalidate acts

21 All acts done by the board of trustees at any meeting thereof or by any executive or other committee of such board or by any person acting as a member of such board or committee shall notwithstanding that it shall afterwards be discovered that there was some defect in the appointment of such trustees, committee or persons or any of them acting as aforesaid or that they or any of them were disqualified be as valid as if every such person had been duly appointed and was qualified to be a trustee or member of such committee.

1909, c.49, s.21.

Register of members

22 The board of trustees shall cause to be kept a register in which is recorded:

- (a) the names of all persons who are members of the corporation;
- (b) the address of each member of the corporation as furnished by him;

- (c) the names, addresses and callings of all persons who are or have been members of the board of trustees of the corporation together with the date at which each became and ceased to be a member;
- (d) the names and addresses of the officers of the corporation.

1983, c.02, s.10.

Inspection of register

23 All creditors and members of the corporation or their representatives shall at all reasonable times be permitted to inspect the said register at the office of the corporation and to make copies or extracts therefrom.

1909, c.49, s.23.

Power of officer to bind the corporation

24 Every contract, agreement or any engagement made on behalf of the corporation by any officer, agent or servant of the corporation in general accordance with his powers as such under the bylaws or regulations thereof shall be binding upon the corporation and in no case shall it be necessary to have the seal of the corporation annexed thereto nor shall the party so acting as such officer, agent or servant be thereby subjected personally to any liability to any third party.

1909, c.49, s.24.

Members of corporation not liable

25 No member of the corporation shall as such be held liable or responsible for any act, default or liability whatsoever of the corporation or for any engagement, claim, payment loss, damages, injury, transaction, matter or anything whatsoever relating to or connected with the corporation.

1909, c.49, s.25.

Returns

26 The corporation shall at all times when thereunto required by the Lieutenant Governor in Council or Legislative Assembly make a full return of its property (real and personal) and of its receipts and expenditures for such period and with such details and other information as the Lieutenant Governor in Council or Legislative Assembly may require.

1909, c.49, s.26.

Exemption from taxation

27 The real property of the corporation, namely, Lot 49 in the Town of Rosthern in the Province of Saskatchewan according to a plan of record in the Land Titles Office for the Prince Albert Land Registration District as No. A.N. 1 and Parcels "E" and "F" in the Town of Rosthern in the Province of Saskatchewan according to a plan of record in the Land Titles Office for the Prince Albert Land Registration District as No. Z.3113, and the personal property of the corporation shall, while used for educational purposes, be exempt from all taxes, rates, levies and assessments of every nature and kind save and except special assessment taxes under Part VIII of *The Town Act, 1947*.

1953, c.124, s.1.

