



MONTREAL DIOCESAN THEOLOGICAL COLLEGE

The Constitution

(revised November 12, 2000)

Preamble

The Montreal Diocesan Theological College is a theological seminary duly constituted by an Act of Incorporation, passed by the Legislature of Quebec, September 11, 1879, for the purpose of training candidates for ordination in the Churches of the Anglican Communion. The College also provides theological education programs to laity. The College is in a consortium with the United Theological College of Montreal and The Presbyterian College of Montreal known as the Joint Board of the Theological Colleges (the “Joint Board”) which together with the College has entered into an agreement dated December 9, 1948, as amended, with McGill University for the provision of theological education.

Article 1 – governing bodies

The governing bodies of the College shall be the following:

- the Visitor;
- the Corporation;
- the Board of Governors;
- the Executive; and
- the Educational Council.

The powers and duties of each governing body are set out in the following sections hereof. For greater certainty, the Corporation serves as the general governing body of the College whose members represent a broad range of constituencies mainly within the Diocese of Montreal. The main role of corporation is to elect and advise the members of the Board of Governors which is responsible for the management of the affairs of the College.

Article 2 – Visitor

The Metropolitan of Canada, or if the Bishop of Montreal is occupying the position of Metropolitan of Canada, the next senior Bishop by consecration in the Province of Canada, shall be the Visitor of the College. The Visitor will have the power to inspect from time to time the state of the College, its concerns, management and proceedings, to adjust disputes, to direct and enforce the reformation of any irregularity, neglect or abuse; and for this purpose to summon any member of the teaching staff, any student, probationer or officer of the College; to admonish, reprimand, or censure such persons as circumstances may require; and, if found necessary, to

suspend any student or probationer, and to make any such further temporary provisions as may seem expedient to the Visitor provided always that such provisions be not contrary to its charter, the principles on which the College is founded or applicable law and that they be laid before the board of Governors as their next meeting ensuing. Subject to the foregoing, decisions taken by the Visitor shall be final and binding and will not be subject to appeal.

Article 3 – Corporation

3.1 Powers and duties

The Corporation shall have the following powers and duties:

- a) elect the members of the Board of Governors;
- b) approve the financial statements of the College; and
- c) advise the Board of Governors on matters of education such as promotion and engagement in the work of education for the Churches of the Anglican Communion and including, without limitation:
 - academic theological education for laity, clergy and ordinands;
 - professional training for ordinands and lay ministers;
 - continuing education for ordained and lay ministers; and
 - education in the faith and practical education for all the baptized.

3.2 Members

The Corporation shall consist of members who shall be admitted to membership by the Board of Governors at a duly constituted meeting. Members shall be taken from each of the following constituencies (the “Constituencies”):

- deaneries of the Anglican Church of Canada in the Diocese of Montreal;
- Clergy of the Diocese of Montreal;
- alumni\ae of the College;
- laity of the Diocese of Montreal;
- student body of the College;
- chaplaincies of the Diocese of Montreal;
- lay readers of the Diocese of Montreal;
- faculty staff of the College (which shall include honorary faculty of the College); and
- reading course tutors of the College and parish supervisors.

Not less than two (2) members must be from each of the deaneries of the Diocese of Montreal and not less than four (4) members from each of the remaining Constituencies.

The Corporation may, in its discretion, put up for nomination members of other Anglican dioceses.

The Board of Governors shall determine from time to time the method of appointment by which members will be appointed to represent each Constituency.

The Board of Governors shall be entitled to add to the list of Constituencies and to determine the minimum number of members of Corporation, if any, which must belong to the new Constituency.

A member of the Corporation will be entitled to represent more than one Constituency.

The members of Corporation will be appointed for a term of four (4) years with the exception of members representing the student body, who will be appointed for a term of two (2) years. There are no restrictions on renewal of the term for of a member.

3.3 Meetings

Any member who fails to attend three (3) consecutive meetings of the Corporation (without due cause acceptable to the Board of Governors) shall automatically cease to be a member of Corporation.

The annual meeting of Corporation shall be held between September 1st and December 31st in each year, on a date to be determined by the Board of Governors.

Notice of annual meetings of Corporation shall be given by fifteen (15) days written notice sent by mail, courier or any other appropriate medium of communication as the President or in the President's absence, the Vice-President may deem advisable.

A quorum for the meetings of Corporation shall consist of fifteen (15) members personally present.

It shall be competent for the President, or in the President's absence, the Vice-President, or for any five members of Corporation, to summon a special meeting of Corporation, of which at least seven days written notice shall be given.

Article 4 – Board of Governors

4.1 Powers and duties

The Board of Governors shall have the following powers and duties:

- a) Management of the finances of the College;
- b) Management of legal affairs of the College;
- c) Appointments to the offices in the College and removal therefrom subject to the rights of the Visitor;
- d) Making statutes for the good government and general administration of the affairs of the College and of revising, altering and repealing all regulations made by the Educational Council, more particularly concerning admission into the College, the course of study and teaching, and the examination therein, and concerning education and discipline generally;
- e) administration of the physical premises including residences;
- f) provide guidance in all matters governing education;
- g) appointment of the representative of the College to the Joint Board; and
- h) submit to the Corporation at its annual meeting a statement of the financial affairs of the College and an account of all matters connected with or of interest to the Corporation.

4.2 Members

The Board of Governors shall consist of the Bishop of Montreal who shall be President, the Principal and a minimum of twelve (12) and a maximum of sixteen (16) members who shall have staggered terms as determined by Corporation.

The actual number of members shall be determined annually by Corporation by resolution adopted at its annual meeting.

Members of the Board of Governors are appointed for a four (4) year term by resolution of Corporation adopted at its annual meeting.

In order to be appointed a member of the Board of Governors the candidate need not be a member of Corporation.

The Board of Governors shall consist of a minimum of six (6) lay members (one of whom must be from the student body of the College) and six (6) clergy members.

4.3 Meetings

The Board of Governors shall meet at least once per calendar quarter.

Regular meetings of the Board of Governors shall be summoned by the Principal at the request of the President and at least one week's notice shall be given to all members of the Board of Governors.

Notice of annual meetings of Corporation shall be given by fifteen (15) days written notice sent by mail, courier or any other appropriate medium of communication as the President or in the President's absence, the Vice-President may deem advisable.

It shall be competent for the President, or in the President's absence, the Vice-President, or for any three (3) of the members of the Board of Governors, to summon a special meeting of the Board of Governors of which at least three days notice shall be given.

A quorum for the meetings of the Board of Governors shall consist of fifty per cent (50%) of the elected members personally present.

Article 5 – Educational Council

5.1 Powers and duties

The Educational Council shall have the following powers and duties:

- a) It shall from time to time frame regulations concerning the admission of students, the details of the course of study and teaching, the examination, discipline and fees; shall duly enforce the regulations, and may alter or repeal them provided always that such regulations or alterations, or repeal thereof, be first approved by the Board of Governors, and be subject to alteration or repeal by the Board of Governors;
- b) It shall report annually, before the annual meeting of the Corporation, to the Board of Governors on all matters pertaining to the educational work of the College; and

- c) It shall provide liaison with other educational programs in the Diocese of Montreal and other programs relevant to the College's mission.

5.2 Members

The Educational Council shall consist of:

- the Principal who shall ex-officio be chair;
- the President (Bishop of Montreal);
- the Bishop Coadjutor (if any);
- the Director of Studies;
- three (3) members of the Teaching Staff of the College, and six (6) members (who need not be members of Corporation) appointed by the Board of Governors.

Each member shall serve for a term of three (3) years. The term of the Teaching Staff of the College shall be on a three year staggered term and two of the six members appointed by the Board of Governors shall retire annually in rotation but shall be eligible for reappointment by the Board of Governors.

For the purpose of this section 5.2, Teaching Staff of the College will include Honorary Faculty members of the College.

5.2 Meetings

The members of the Educational Council shall meet at least three (3) times a year. The members of the Educational Council shall determine their own rules relating to quorum and notification of meetings.

Article 6 – Executive

6.1 Powers and duties

The Executive shall be responsible for running the day to day affairs of the College.

6.2 Members

The Executive shall be composed of at least the following officers called the “Regular Officers:” President, Principal, Vice-President, Chair of Properties, Secretary and Treasurer.

The Board of Governors may also appoint such additional officers as it deems advisable consisting of among other any one of the following Assistant Vice-Presidents, Assistant-Secretary, Assistant-Treasurer.

The Regular Officers shall be members of the Board of Governors and shall be appointed by the Board of Governors.

6.3 Meetings

The Executive shall meet at least six (6) times a year.

In the absence of the President, the Vice-President shall be responsible for calling the meetings of the Executive and shall act as Chair.

Article 7 – Amendments to the Constitution

Any proposed change or amendment to the articles of the Constitution must be notified by post to each member of the corporation at their address at least ten (10) days before the annual meeting. It must be approved by a majority of at least two thirds (2/3) of the members present at the annual meeting. The proposal for a change or amendment, if approved by a majority of at least two thirds (2/3) of those present shall come into force upon such approval without any requirement for further confirmation.

Article 8 – Coming into force

This present Constitution replaces all previous Constitutions of the College and shall come into effect upon its adoption in accordance with Article 7 hereof.