



# Getting to Know the New *Societies Act* & Societies Online

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*Presented by:*

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# Benefits of the New *Societies Act*

- Re-organizes legislation
- Simplifies the rules
- Provides more flexibility
- Electronic filing system



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# HIGHLIGHTS



# Some Highlights of the New Act

- Record-keeping
- Financial
- Meetings and governance
- Directors



# Record-keeping

- Members have the right to see their society's records
- Bylaws may restrict access to
  - accounting records and
  - directors' minutes
- Directors can restrict access to register of members to protect privacy, but access must be allowed for corporate purposes
- Special resolutions no longer filed at Corporate Registry



# Financial

- Special resolution is no longer required for borrowing by a society
- Financial statements must continue to be produced and be made available to the public
- There are no rules on how financial statements must be prepared – however, remuneration of directors and highest-paid employees must be disclosed
- Act does not require audited statements



# Meetings and Governance

- General meetings may be conducted electronically or by consent resolution
- An AGM need only be held once every calendar year
- Proxy voting okay if permitted by bylaw
- Special resolution default is 2/3, but bylaws can set higher threshold
- Unalterable provisions can be altered after a society “transitions”





# Directors – Future Requirements

## Applicable in November 2018:

- Directors and senior managers must meet basic qualifications
- Directors must consent to their appointment
- Directors' remuneration is allowed only if permitted by the bylaws
- Majority of the board must be unaffiliated (not employed by the society)



## A Date to Remember

# November 28, 2018

New director requirements apply

&

Existing societies must have  
**“transitioned”** to the new Act



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# TRANSITION



# Transition

## What is it?

- Filing an electronic version of your constitution and bylaws
- In some cases making changes to your constitution and bylaws
- Deciding whether to be “**member-funded**”



# What is a Member-funded Society?

A society that is funded primarily by its members to carry on activities for the benefit of its members

- No significant public funding
- Inward-looking activities

Slightly less “regulation” applies:

- No public access to financial statements
- No disclosure of directors/employee remuneration
- Only one director is required and no “unaffiliated” board requirements
- Can freely distribute assets on winding up



# Important Decision!

Member-funded status will affect:

- public profile
- registered charity status
- future funding (e.g. no gaming grants)



# Member-funded: To Be or Not to Be?

Your society **cannot** be a member-funded society if it:

- is a type of society prohibited from being one (registered charity, student society, independent school, hospital, public housing provider)
- receives more than a certain amount (roughly \$10,000/year) in public donations or government funding
- is unable to get approval by a special resolution of its members



## Member-funded? Decide before Transitioning

- On transition, you will be prompted about whether your society wishes to be a member-funded society
- After transition, an ordinary society can become a member-funded society **ONLY** if it obtains a court order
- If your society is uncertain, may wish to delay transitioning until legal advice can be obtained





# Basic Transition

1. Enter your society's purposes into its new constitution
2. Move any other provisions from the old constitution into the bylaws
3. Upload a consolidated set of the existing bylaws, including provisions moved under step 2, flagging any that were “previously unalterable”
4. Do **not** opt to become a member-funded society



# Example

## Before

### Constitution

- The purpose is to end poverty.
- There will be 6 directors.
- Directors may not be paid. This provision is unalterable.

### Bylaws

- The members shall consist of...
- A member may be expelled if...

## After

### Constitution

- The purpose is to end poverty.

### Bylaws

- The members shall consist of...
- A member may be expelled if...
- There will be 6 directors.
- Directors may not be paid. This provision was previously unalterable.



# Transition Process

- **Basic:** society does only what is required (as shown in the example) and does not want to be a member-funded society
  - No directors' resolution, members' meeting or special resolution required
- **Not-so-basic:** society wants to be a member-funded society or wants to make bylaw changes other than those required
  - Member approval by special resolution required



# Bylaw Changes to Consider

- Providing for unusual terms of office
- Allowing for proxy voting
- Restricting borrowing by society
- Changing the threshold for special resolutions generally or the threshold needed to change certain bylaws

***No changes to unalterable provisions are allowed on transition***



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# LEGISLATION UPDATE



## Common Questions:

- Access to records
- Disclosure of remuneration
- Notice of meetings
- Member-funded societies



## Amending Bill

- Timing TBD
- Amendments to
  - fix technical glitches
  - clarify intent



# REGISTRIES

- Engagement
- Accessing Societies Online
- Screenshots





# Registries Society Engagement

- **General Communication:**
  - Multiple **letters/emails** were sent to societies
  - Regular **website** updates
- **Survey:** BC Registries consulted with societies through a **BC Stats** survey in November 2015
- **Development:** BC Registries conducted User Experience Design
- **Presentations:** In-person presentations were held for over 1,100 societies across BC and counting



# Benefits of Electronic Filing

Majority of filings will be self serve and immediate:

- no backlog
- no waiting
- no need for priority fees
  
- Electronic access to all documents for improved access and usability
- No search fees to access records filed by own society

# Accessing Societies Online

Societies were sent a letter in  
November 2016 with a Registry key

If you have not received this  
onboarding letter please contact  
Registries

## Welcome to Societies Online

With Societies Online you can:

- Submit Name Approval Request  
**Note:** Name Approval Request other than Societies go to **Name Request Online**
- Incorporate a Society
- File a Transition Application
- File an Annual Report
- Change registered office address
- Update director information
- Change bylaws
- Access certified documents
- Register an Extraprovincial Non-share Corporation  
**And more**

## Transition to the new Societies Act

The new B.C. Societies Act came into effect November 28, 2016. All societies in B.C. have two years to transition to the new Act (by November 28, 2018).

**Read the following resources before you transition:**

- Transition Guide - Preparing your society's documents
- Filing Guide: How to file a Transition Application in Societies Online
- Request a Transition Package for your Society

**Click one of the following to request the transition package for your society**

- Order a transition package online
- Order a transition package by mail (PDF)

[What is included in the Transition Package?](#)

## Get Started

[Tell me about BCeID](#)

To use Societies Online you will need a **Basic BCeID** account (Business and Personal not accepted).

Register for BCeID

Log in with BCeID

## Register for a Basic BCeID

Surname

Given (First) Name

First Middle Name (optional)

Other Middle Names (optional)

Email

Phone Number (optional)

BCeID username

Password  [View all password guidelines](#)

Weak

Medium

Strong

Confirm Password

Home

Payment Methods

Help

## Hello Trish! How would you like to begin?

Access an Existing Society

### For societies already incorporated in B.C.

• Transition to the new Act • File an Annual Report • Change Directors or other information


Incorporate a New Society

### Two steps to incorporate your society:

Step 1: Request a Name - submit a new request or find your name approval request

- You must have an approved name before you incorporate.

Step 2. Complete the Incorporation Application

 [Read more about incorporation.](#)

## Other Options


Register an Extraprovincial Non-share Corporation

 [Read more about registration.](#)


Restore a Dissolved Society

 [Read more about restorations.](#)


Amalgamation

 [Read more about amalgamation.](#)

Continuation Into B.C.

 [Read more about continuation.](#)

Reinstate the Registration of a Cancelled  
Extraprovincial Non-share Corporation

 [Read more about reinstatements.](#)

Conversion of Special Act

 [Read more about conversion.](#)

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## Find the Society you want to access

[✕ Cancel](#)

You can search by name, incorporation/registration number, or business number

### NEW HARE RAISING ADVENTURES SOCIETY (S0026354)

To access this society enter the **Registry Key**:

[Show Key](#)[? Where can I find the Registry Key?](#)

*The Registry Key is required to access and maintain your society or extraprovincial non-share corporation. It is different than the password you supply to log in to the Societies Act Application*

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## NEW HARE RAISING ADVENTURES SOCIETY

Incorporation Number **S0026354**  
 Business Number **Pending**  
 Status **ACTIVE**  
 Member Funded **No**

Annual Report \$40.00

Change of Directors \$15.00

Change of Address \$15.00

Change to Bylaws \$50.00

More Options

Go to your Home to:

- Manage a different Extraprovincial Non-share Corporation or Society
- Create a new Extraprovincial Non-share Corporation or Society

Help us make this site better!  
 Take a short survey (5 minutes)

### Messages

2 items

- Reminder:** you must transition your society to the new B.C. Societies Act by November 28th, 2018 or your society may be dissolved.
- Your Society's Business Number will be generated soon.

### To Do List

2 items

- Transition your Society to the new B.C. Societies Act **!** [Step-by-step filing instructions](#)
- Annual Report 2017 [What are the Annual Report requirements?](#)

Open Annual Report (\$40.00)

### Society's Registered Office Address

[Address Requirements](#)

#### Delivery Address

115 - 1665 WEST BROADWAY  
 VANCOUVER BC V6J 5A4

#### Mailing Address

115 - 1665 WEST BROADWAY  
 VANCOUVER BC V6J 5A4

### Society's Email Address

[Why is an Email Address requested?](#)

Primary Email  
 trish.reimer@gov.bc.ca

Alternate Email

[Edit](#)

### Society's Directors

[Who can be a director?](#)

Showing: 1 - 6 of 29 Directors

Show  results per page.

WENDY A. AMIRALTA  
 165 WEST 23RD AVE.  
 VANCOUVER BC V5Y 2H1

CECILE L. ANDREAS  
 2907 WESTVIEW RD  
 GRANBROOK BC V1C 7C9

PHILIP R. ASQUITH  
 2544 RIDGEVIEW DRIVE  
 PRINCE GEORGE BC V2K 4A2



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### To Do List

**2 items**

#### Transition your Society to the new B.C. Societies Act

Societies must complete the Transition Application by November 28, 2018.  
 All **overdue Annual Reports must be filed** prior to completing the Transition Application.

The tasks below can be completed in any order

- Enter Your Society's Constitution
- Upload Your Society's Bylaws
- Confirm Registered Office Address & Directors
- Submit

[Step-by-step filing instructions](#)

- [About the Transition Application](#)
- [Do I need a transition package?](#)

#### Annual Report 2017

[What are the Annual Report requirements?](#)

### Society's Registered Office Address

[Address Requirements](#)

**Delivery Address**  
 115 - 1665 WEST BROADWAY  
 VANCOUVER BC V6J 5A4

**Mailing Address**  
 115 - 1665 WEST BROADWAY  
 VANCOUVER BC V6J 5A4

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## TESTING STRATEGIES ASSOCIATION

Incorporation Number **S1000259**  
 Business Number **99152 9397 BC0001**  
 Status **HISTORICAL**  
 Member Funded **No**

Annual Report \$40.00

Change of Directors \$15.00

Change of Address \$15.00

Change to Bylaws \$50.00

[More Options](#)

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### Filings

Filter by Filing:

Filing	Date Filed (Pacific Time)	Details	View Documents
<b>2016 BC Annual Report</b> AGM: Nov 01, 2016	Nov 15, 2016 03:31 PM	Filed By: Michael Kagis If Registered Office was changed, effective date: Nov 02, 2016 12:01 AM <a href="#">Delivery Method</a>	<a href="#">Annual Report 2016</a> <a href="#">Statement of Directors and Registered Office</a> <a href="#">Receipt</a>
<b>Constitution Alteration Application</b>	Nov 15, 2016 12:25 PM	Filed By: Registry Staff Special Resolution Date: Nov 04, 2016 <a href="#">Delivery Method</a>	<a href="#">Constitution Alteration Application</a> <a href="#">Constitution</a> <a href="#">Certificate</a> <a href="#">Receipt</a>
<b>Bylaw Alteration Application</b>	Nov 10, 2016 04:22 PM	<a href="#">View Detail</a> Filed By: Patrick Heath Special Resolution Date: Nov 10, 2016 <a href="#">Delivery Method</a>	<a href="#">Bylaw Alteration Application</a> <a href="#">Bylaws</a> <a href="#">Receipt</a>
<b>Transition Application</b>	Nov 10, 2016 04:21 PM	Filed By: Patrick Heath <a href="#">Delivery Method</a>	<a href="#">Transition Application</a> <a href="#">Constitution</a> <a href="#">Bylaws</a> <a href="#">Statement of Directors and Registered Office</a> <a href="#">Receipt</a>
<b>2015 BC Annual Report</b> No AGM Held	Nov 10, 2016 04:17 PM	Filed By: Patrick Heath If Registered Office was changed, effective date: Jan 01, 2016 12:01 AM <a href="#">Delivery Method</a>	<a href="#">Annual Report 2015</a> <a href="#">Receipt</a>

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## Trish Reimer

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### My Societies

[Help on Managing Societies](#)[+ Access another existing society](#)

MAJORCA SOCIETY OF BEACH CONNOISSEURS (S1000405)

[✕ Remove Access](#)

NEW HARE RAISING ADVENTURES SOCIETY (S0026354)

[✕ Remove Access](#)



# Security

BCeID – login for each user

Registry key – password for society



# Societies Online Usage

As of November 21, 2017, there has been significant take up in societies accessing the new system:

- 6,419 Transition Filings
- 22,709 Annual Report Filings
- 1872 Incorporations
- 12,028 Other Filings

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# Questions



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Phone: 1-250-356-9405