

Getting to Know the New Societies Act & Societies Online

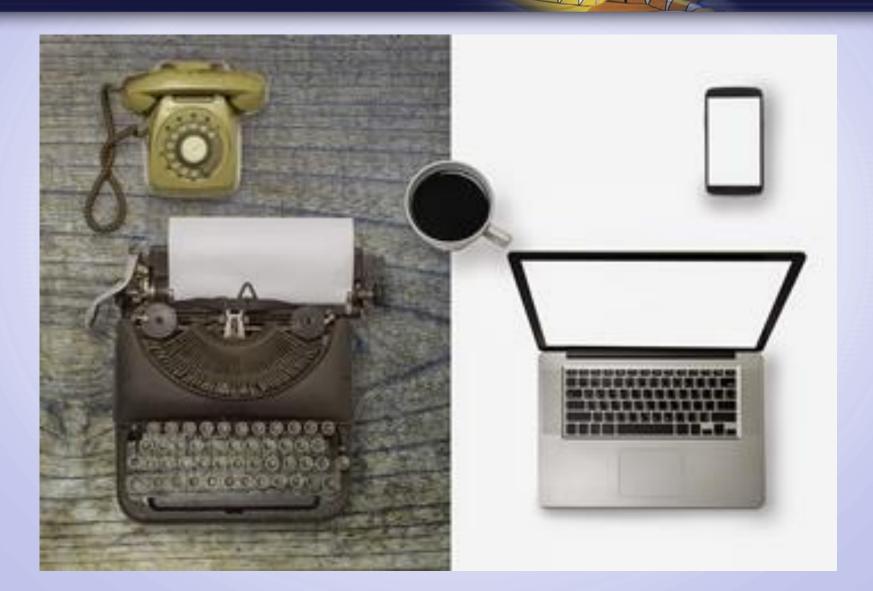
Presented by:

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Manager, Business Services
Service BC
Ministry Citizen's Services







Benefits of the New Societies Act

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







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 <u>not</u> 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"

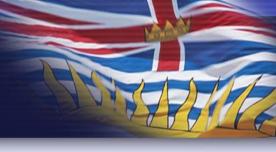


Directors – Future Requirements

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







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)





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
- Move any other provisions from the old constitution into the bylaws
- 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...

<u>After</u>

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





- 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





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





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

If you have not received this onboarding letter please contact Registries



Societies Online



Home

Help

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)

1 What is included in the Transition Package?

Get Started

1 Tell me about BCelD

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

Register for BCeID

Log in with BCeID





Types of BCeID

Service Directory

Locations FAQs 2

Contacts

Need help? < 1 888 356-2741 * bceid@gov.bc.ca

Register Log in

Register for a Basic BCeID

Surname Goodall

Given (First) Name

Jane

First Middle Name (optional)

Other Middle Names (optional)

Email

Jane.goodall@ngs.org

Phone Number (optional)

BCeID username

JG

Confirm Password

Medium

Password **②** View all password guidelines

Strong

























Societies Online

Trish Reimer | Log Out

Home

Payment Methods

Help

Hello Trish! How would you like to begin?

For societies already incorporated in B.C.

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

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.

Other Options

Register an Extraprovincial Non-share Corporation	1 Read more about registration. ✓
Restore a Dissolved Society	• Read more about restorations.
Amalgamation	1 Read more about amalgamation. ✓
Continuation Into B.C.	• Read more about continuation.
Reinstate the Registration of a Cancelled Extraprovincial Non-share Corporation	⑤ Read more about reinstatements. ☑
Conversion of Special Act	1 Read more about conversion.



Application



Fir	nd the Society you want to access			3 Cance
	ou can search by name, incorporation/regis	tration number or h	nucinass numbar	
	S0026354	Lookup	rusiness number	
	NEW HARE RAISING ADVENTURES SOCIETY (S0026354) To access this society enter the Registry Key:			
		Show Key	Where can I find the Registry Key?	
	Continue			

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

2 items

2 items

Back to Home

Dashboard

Filing History

Notifications

Manage Site Access

Payment Methods

Help

NEW HARE RAISING ADVENTURES SOCIETY

Incorporation Number S0026354 **Business Number** Pending

ACTIVE

No

\$40.00

Change of Directors Change of Address

Change to Bylaws \$50.00

⊞ More Options

Status

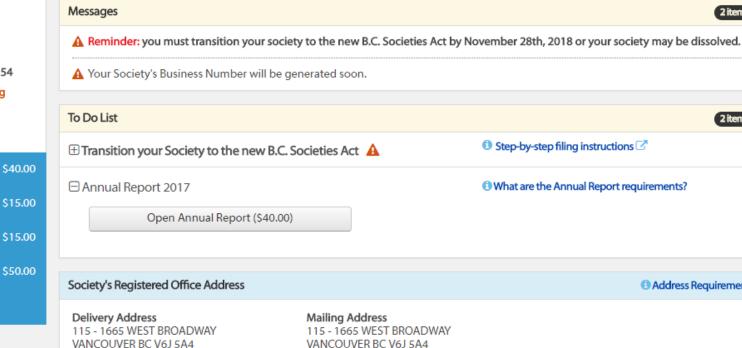
Member Funded

Annual Report

Go to your Home to:

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

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



Society's Email Address

Primary Email

trish.reimer@gov.bc.ca

Alternate Email

Why is an Email Address requested?

Address Requirements

Edit

Society's Directors Who can be a director? Showing: 1 - 6 of 29 Directors Show 6 ▼ results per page.

WENDY A. AMIRAULT 165 WEST 23RD AVE.

CECILE L. ANDREAS 2907 WESTVIEW RD

PHILIP R. ASQUITH 2544 RIDGEVIEW DRIVE

Address Requirements



Back to Home

Dashboard

Filing History

Society's Registered Office Address

115 - 1665 WEST BROADWAY

VANCOUVER BC V6J 5A4

Delivery Address

Notifications

Manage Site Access

Payment Methods

Help

NEW HARE RAISING ADVENTURES SOCIETY

Incorporation Number S0026354 **Business Number** Pending

Member Funded No

ACTIVE

Annual Report \$40.00

Change of Directors \$15.00

Change of Address \$15.00

Change to Bylaws \$50.00

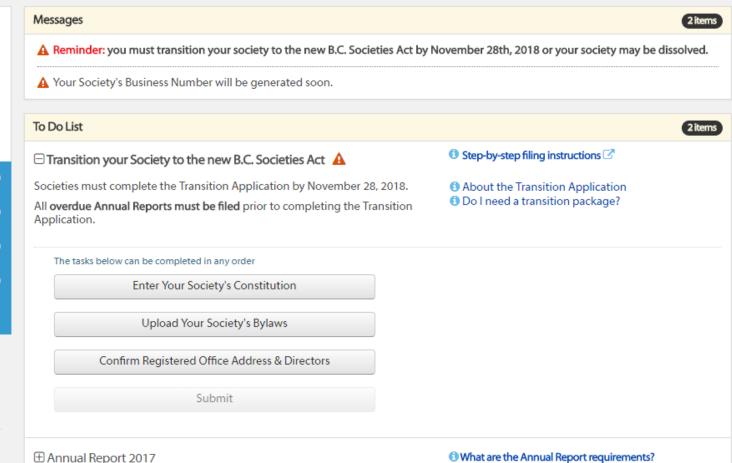
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Mailing Address

115 - 1665 WEST BROADWAY

VANCOUVER BC V6J 5A4

Annual Report 2015

Receipt

Back to Home

Dashboard

Filing History

2015 BC Annual Report

No AGM Held

Notifications

Manage Site Access

Payment Methods

Help

TESTING STRATEGIES ASSOCIATION

Incorporation Number

Status

Business Number 99152 9397 BC0001 HISTORICAL

No

S1000259

Member Funded

Annual Report

\$40.00

\$15.00

Change of Address \$15.00 \$50.00

Change to Bylaws

Change of Directors

⊞ More Options

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

Filings Filter by Filing: Date Filed Filing (Pacific Time) Details View Documents 2016 BC Annual Report Nov 15, 2016 Filed By: Michael Kagis Annual Report 2016 03:31 PM Statement of Directors and If Registered Office was changed, effective AGM: Nov 01, 2016 Registered Office date: Nov 02, 2016 12:01 AM Receipt Delivery Method Constitution Alteration Nov 15, 2016 Filed By: Registry Staff Constitution Alteration Application 12:25 PM Application Special Resolution Date: Nov 04, 2016 Constitution Delivery Method Certificate Receipt Bylaw Alteration Application Nov 10, 2016 ⊕ View Detail Bylaw Alteration 04:22 PM Application Filed By: Patrick Heath Bylaws Special Resolution Date: Nov 10, 2016 Receipt ⊕ Delivery Method Transition Application Nov 10, 2016 Filed By: Patrick Heath Transition Application 04:21 PM Constitution Delivery Method Bylaws Statement of Directors and Registered Office Receipt

Nov 10, 2016 04:17 PM

Filed By: Patrick Heath

Delivery Method

date: Jan 01, 2016 12:01 AM

If Registered Office was changed, effective



Home

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Trish Reimer

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Restore a Dissolved Society

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Conversion of Special Act

Click here to return to Societies Home

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

My Societies	1 Help on Managing Societies
• Access another existing society	
MAJORCA SOCIETY OF BEACH CONNOISSEURS (\$1000405)	Remove Access
NEW HARE RAISING ADVENTURES SOCIETY (\$0026354)	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



Societies Online

www.gov.bc.ca/SocietiesOnline



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Questions



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