



2015 Economic Development Workshops Not for Profit Capacity Building

BC Society Act Webinar

In November 2015 the BC Centre for Social Enterprise hosted two live webinar sessions to learn about the changes to the BC Society Act. The webinars were offered to representatives of BC Societies (both charities and non-profit organizations) to provide more information about the new legislation (passed into law in May 2015); and to understand how to actively migrate to the new BC Societies Act. The cost of the webinars was \$52.50.

The RDBN offered full reimbursement to the non-profit societies in the region to attend one of the webinars offered. The offer to subsidize the cost of this training was sent to 62 non-profits in our region. Because multiple organization were able to share a computer and some people represented more than one organization a total of 24 non-profits across the region participated in the webinars and 14 non-profits accessed the subsidy. The RDBN was available for non-profits with internet conductivity issues to participate in house, one non-profit organization took advantage of this.

Participants:

Electoral Area A (Smithers Rural), Town of Smithers, Village of Telkwa

- Bulkley Valley Museum
- BV Genealogical Society
- BV Community Foundation
- Smithers District Chamber of Commerce
- Smithers Fellowship Baptist Church
- Friends of the Smithers Library
- Smithers Community Services Association

Electoral Area B (Burns Lake Rural), Village of Burns Lake

- Immaculate Heart of Mary Church
- Burns Lake Citizens on Patrol
- Burns Lake Mountain Biking Association
- Island Gospel Fellowship
- Decker Lake Recreation Commission

Electoral Area E (Francois/Ootsa Lake Rural)

- Grassy Plains Community Hall Association
- Lakes Animal Friendship Society

Electoral Area D (Fraser Lake Rural), Village of Fraser Lake

- Fort Fraser Volunteer Fire Department
- Fort Fraser Community Hall Society
- Endako Hall Society

Electoral Area C (Fort St. James Rural)

- Stuart Lake Hospital Auxiliary
- FSJ Snowmobile Club

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Chunteh Education Society
FSJ Senior Citizens Home Society

Electoral Area F (Vanderhoof Rural), District of Vanderhoof
Nechako Valley Society of the Performing Arts
Nechako Valley Search and Rescue
BC Search and Rescue Association - Bulkley Nechako SAR team

Participating non-profits were asked to fill out a survey about the webinar. Below is a summary of data collected.

Number of non-profits that accessed the subsidy	14
Number of non-profit organizations that participated	24
Number of individuals	26

Did you find the webinar useful?

All participants found the webinar useful. Many indicated that they have unanswered questions and thought the webinar was a good introduction but they would like more information on the BC Societies Act.

What will your organization do differently because of attending this webinar?

All participants indicated that they will be reviewing and updating their constitution and bylaws.

What future training topics would be useful for your organization?

Grant writing
Fundraising techniques
Governance

Final cost to the RDBN was \$735.00. This subsidy provided training and created the opportunity to build relationships with the non-profit societies in the region. There is interest among our non-profits to participate in other training opportunities.



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New Societies Act: FAQs

1. What is transition?

Transition means moving your society's bylaws and constitution onto the new electronic filing system.

2. How long do societies have to transition?

Societies have until **November 28, 2018** to transition.

3. Will there be a fee to transition?

There will be no fee to transition.

4. Who do I contact to get copies of my society's documents?

A transition package will be available as of August 29, 2016 to help societies complete their transition filing, and we recommend that you wait for the package. The package will consist of certified copies of the constitution, bylaws, and any amendments for a flat fee of \$40.

Or if you prefer, you can order a certified copy of your constitution and bylaws and any amendments through the Registries' search department now. The fee is \$35 plus .50 cents a page. For information on how to order a copy please contact the search department at 1-877-526-1526.

5. How do I know if my society's constitution and bylaws are up to date?

If you are not sure what records are on file with Corporate Registry, please contact us at 1-877-526-1526.

6. Once the new Act comes into effect, will our Society be required to file online?

Yes, incorporation and other maintenance filings such as the annual report, changes to directors and registered office address will be filed online. However, some of the more low volume, complex filings will remain as paper filings.

7. I won't have internet access to complete online filing, what do I do?

You can either visit your public library, an internet café, or a Service BC centre to complete your filings. Alternatively, you can hire a lawyer or other service provider to complete the filings on your behalf.

8. I am concerned about filing online. How secure will that be?

Government standards provide the same level of security as internet banking. See the following information: <http://www2.gov.bc.ca/gov/content/governments/services-for-government/information-technology/standards>

9. I don't have a credit card, how will I pay for online filing?

We are currently looking into additional payment options. Please check back regularly as we will update this page as new information becomes available.

10. What is a member-funded society?

A member-funded society is a society that is primarily funded by its members to carry on activities for the benefit of its members. A member-funded society must have a statement to this effect in its constitution.

11. Can my society be a member-funded society?

Until the new Societies Act comes into effect on November 28, 2016, no society can be a member-funded society. After the new Societies Act comes into force, pre-existing societies will be required to indicate if they wish to become member-funded societies as part of the Transition Application filing.

A society may not be a member-funded society if it receives public donations or government funding above the threshold set out in the regulations. Certain types of societies – e.g. student societies and registered charities – cannot be member-funded societies.

[Click here to file a Society Annual Report](#)

12. How are the rules different for member-funded societies?

A member-funded society may, on its winding up, distribute its money and other property to its members, and is subject to fewer requirements than an ordinary society.

	Public-funded society	Member-funded society*
Distribution of assets on winding up	Can only go to another "asset locked" entity (e.g. public-funded society, registered charity or other qualified donee, community service cooperative)	No restrictions – assets could go to members
Number of directors	At least 3, one of whom is BC resident	One director is sufficient – no residency requirements
Composition of board of directors	Majority of board must be "unaffiliated" – i.e. not employed by or under service contract with the society	No restrictions
Financial statements	Public has right to obtain copies	No public right of access (unless bylaws so provide)
Disclosure of remuneration	Financial statements must include remuneration paid to directors, and to highly paid employees/contractors	No remuneration disclosure requirements
Conversion to company	Not possible	Can convert
<p>*Note: A society cannot be a member-funded society if it:</p> <ul style="list-style-type: none"> • Receives significant public donations or government funding (greater than the amount set by regulation) • Is any of the following: <ul style="list-style-type: none"> ○ a registered charity ○ a recipient of revenue collected by government as agent of the society ○ a student society ○ a hospital or community care society, or • Is in a class of societies that is prohibited from being such by regulation 		

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New Societies Act: Impact on Pre-existing Societies

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	Current Society Act	New Societies Act
Types of society	<p>Only societies that <u>do not</u> have a charitable purpose:</p> <ul style="list-style-type: none"> • can, on their winding up, distribute assets without restriction, and • can convert to companies. <p>Otherwise, all societies are treated the same.</p>	<p>Only "member-funded societies" *:</p> <ul style="list-style-type: none"> • can, on winding up, distribute assets without restriction, and • can convert to companies. <p>As well, member-funded societies are subject to fewer disclosure and accountability measures than other societies.</p> <p>* Member-funded societies are funded primarily by their own members to carry on activities for the benefit of those members. A society cannot be a member-funded society if it receives significant public donations or government funding or is a type of society that is specifically not allowed to be a member-funded society under the Act or the regulations. [See Societies Act section 191 and Societies Regulation sections 12 and 13]</p>
Registry Filings	<p>Most filings are paper-based.</p> <p>All special resolutions must be filed.</p> <p>For bylaw changes, only the wording altering the bylaws is required to be filed – there is no automatic consolidation of updated bylaws.</p> <p>Requires separate filings for changes of directors and registered office, although current registry practice allows changes of directors to be made on annual reports.</p>	<p>Most filings will be electronic.</p> <p>Special resolutions will not be filed.</p> <p>Bylaw changes will be automatically consolidated into an evergreen, updated set of bylaws.</p> <p>Allows for changes of directors and registered office to be made on annual reports as well as by separate filings.</p>
Records	<p>Provides members with access to their society's corporate records, but allows the bylaws to restrict.</p> <p>Public has right to copies of societies' financial statements. Otherwise, Act is silent on public access to societies' corporate records.</p>	<p>Provides member access to all corporate records, but allows the bylaws to restrict access to directors' meeting records and accounting records.</p> <p>Directors may restrict members' access to register of members if access would be harmful to the society or a member.</p> <p>Societies, other than "member-funded societies", must provide copies of financial statements to members of the public upon request. A society's bylaws may provide for public access to other corporate records.</p>
Financial matters	<p>Special resolution required to approve borrowing.</p> <p>Act contains no requirement to disclose remuneration.</p>	<p>Borrowing left to discretion of directors, but can be restricted by bylaws.</p> <p>Societies, other than "member-funded societies", must disclose remuneration paid to directors, and to the highest paid employees and contractors (earning over \$75 000), in their financial statements. [See Societies Regulation section 9]</p>

	Outside of the dissolution process, a society may not dispose of its assets to a member without receiving full consideration in return.	Outside of the dissolution process, a society may not dispose of its assets to any person unless <ul style="list-style-type: none"> the society receives full consideration in return the payment is in furtherance of society's purposes the payment is to a qualified recipient (another asset-locked entity such as a charity) the payment is otherwise required or authorized by law.
	Act is silent on the provision of financial assistance.	Allows societies to provide financial assistance if the assistance is disclosed in the financial statements. Financial assistance given in the ordinary course of a society's activities in furtherance of its purposes need not be disclosed.
Directors	Societies must have at least 3 directors, one of whom must be ordinarily resident in BC.	Societies, other than "member-funded societies", must have at least 3 directors, one of whom must be ordinarily resident in BC; "member-funded societies" need only have one director and none of the directors need be ordinarily resident.
	Act contains no qualifications for directors or senior managers.	Directors and senior managers must meet specific qualifications, including that they be at least 18 years of age. (This requirement does not apply until November 28, 2018.) The regulations allow for directors and senior managers aged 16 and 17 if certain conditions are met. [See Societies Regulation section 10]
	Act contains no board composition requirements.	The majority of the directors of a society, other than a "member-funded society", must not be employed by or under a contract for services to the society. (This requirement does not apply until November 28, 2018.)
	Act is silent on whether directors may be remunerated.	Directors may not be remunerated unless permitted by the bylaws. (This requirement does not apply until November 28, 2018.)
	Act does not require that directors formally consent to being directors.	The designation, election or appointment of a director is not effective unless the individual consents in writing or the designation, election or appointment occurs at a meeting and the individual does not refuse. (This requirement does not apply until November 28, 2018.)
	Indemnification for directors' liability only permitted with approval of court.	Indemnification of legal expenses required if director not found liable. Indemnification for directors' liability is allowed without court approval, but a society may restrict entitlement in its bylaws.
	Directors have fiduciary duty to act in the best interests of the society.	Directors have fiduciary duty to act in the best interests of the society and with a view to its purposes. Directors may be personally liable for unauthorized distribution of society's money or other assets. Directors may be relieved of liability if they reasonably relied on professional advice, and court may relieve the liability of a director who, in the circumstances of the case, acted honestly and reasonably.
	Directors must disclose interests in proposed contracts.	Directors must disclose material interests in proposed or existing contracts or transactions or in a matter that might put a director's interest in conflict with the director's duties to the society. Disclosures must be recorded and accessible to members.
Members and meetings		

	Special resolution requires passage by ¾ of voting members present at meeting.	Special resolution requires passage by 2/3 of voting members present at meeting, but bylaws of a society may specify a higher threshold. [See Societies Transitional Interim Regulation]
	Unalterable provisions of a society's constitution cannot be altered.	Unalterable provisions must be moved to the society's bylaws on transition. After that, they can be altered by special resolution, with some exceptions. [See Societies Regulation section 18]
	Requires registry approval if society has more non-voting than voting members.	No restriction – different classes of members allowed, as long as classes and their rights are set out in the bylaws.
	AGM must be actually held.	AGM need not actually be held if all voting members consent to the business.
	AGM must be held every year within 15 months of last AGM.	AGM must be held every year with no other timing requirement.
	10% of the voting members may requisition a general meeting.	10% of voting members, or lesser percentage if set out in the bylaws, may requisition a general meeting. 5% of voting members, or lesser percentage if set out in the bylaws, may request that a matter be put on the agenda of an AGM.
Remedies	Court may remedy the consequences of a corporate mistake (e.g., an improperly called meeting). No other court orders are available.	Court remedies/orders include: <ul style="list-style-type: none"> remedying corporate mistakes remedies for members that claim to be oppressed by an action of the society derivative actions (to defend or maintain an action on behalf of the society) compliance or restraining orders orders correcting corporate records or declaring the contents of missing records.
	Registrar may order a society to provide copies of financial statements.	Registrar may order a society to provide copies of financial statements, or any other corporate records to which a person has a right of access.

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NEWS RELEASE

For Immediate Release
 2016MTICS0002-000016
 Jan. 7, 2016

Ministry of Technology, Innovation and Citizens' Services

Government continues connecting communities throughout B.C.

VICTORIA – More than \$1.1 million in grants for a second wave of nine projects funded through the provincewide Connecting British Columbia program will benefit more than 80 B.C. communities located in rural and remote areas of the province by improving access to high-speed Internet.

Connecting British Columbia is a \$10-million, multi-year grant program administered on behalf of the Province by Northern Development Initiative Trust that helps to pay for infrastructure required to deliver high-speed Internet connectivity to homes and businesses in rural locations throughout British Columbia. A total of \$5.8 million in Connecting British Columbia funding for eight projects benefiting 70 communities was provided in the first wave of grants last year.

B.C. is on track to meet its goal of 100% high-speed connectivity before 2021 by providing 94% of British Columbians with access to high-speed Internet. This makes B.C. one of the most connected jurisdictions in the world.

Quotes:

Minister of Technology, Innovation and Citizens' Services Amrik Virk –

“Government has enabled dozens of rural and remote British Columbia communities with access to the high-speed Internet people need to learn, train, do business, find services and stay connected. This is a direct reflection of our commitment to ensuring 100% high-speed connectivity is available in every area of the province before 2021.”

Northern Development Initiative Trust CEO Janine North –

“To date, Northern Development Initiative Trust has administered nearly \$7 million in Connecting British Columbia grants to communities across the province. These funds will ensure that local or regional Internet services providers and other organizations can expand and extend high-speed Internet services to communities in every region of the province.”

Peace Region Internet Society system administrator Brad Melanson-

“We are striving to ensure that broadband access is available to all. With the help of the provincial government, our rural and remote broadband connectivity project is connecting local residents, allowing businesses to remain competitive, supporting education and enhancing the delivery of public services.”

Quick Facts:

To ensure high-speed Internet connections in communities and cellular access along highways

is available to citizens living in rural and remote areas, the Province works closely with other levels of government and the private sector, including large and small Internet service providers, to offer a number of connectivity programs and services including:

- A \$2-million BC Broadband Satellite Initiative, designed to expand access to high-speed Internet service in remote and geographically challenging locations where no other connectivity options exist. The program contributes toward the installation of Xplornet Inc. satellite Internet with the provincial contribution recently increasing from \$250 to a maximum of \$350 per installation.
- The provincially and federally supported, First Nations-led Pathways to Technology project, which has connected 190 of 203 First Nations communities, up from 85 in 2008.
- A non-monetary agreement with Telus which has completed nearly 1,500 kilometres of new cellular coverage along unconnected primary and secondary highway segments, with the rest to be complete by end of 2016.
- Upgrades to high-speed fibre optic cables in 400 public schools to enable faster access to information for young learners. As of December 2015, 346 schools have been upgraded by Telus.

Learn more:

Internet in B.C.: <http://www2.gov.bc.ca/gov/content/governments/services-for-government/information-technology/internet-in-bc>

BC Broadband Satellite Initiative factsheet: <https://news.gov.bc.ca/factsheets/factsheet-bc-broadband-satellite-initiative>

Connecting BC grant program: <http://www.northerndevelopment.bc.ca/funding-programs/business-development/connecting-british-columbia/>

Pathways to Technology: <http://www.pathwaystotechnology.ca/>

Connecting British Columbia Agreement with Telus:
<http://about.telus.com/community/english/about-us/for-our-customers/connecting-bc-program>

A backgrounder follows.

Media Contact:

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250 387-0172

Connect with the Province of B.C. at: www.gov.bc.ca/connect



BACKGROUND

For Immediate Release
2016MTICS0002-000016
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Ministry of Technology, Innovation and Citizens' Services

Connecting British Columbia grant program projects

Columbia Basin-Boundary Rural & Remote Broadband Connectivity Project:

Service Provider – Columbia Basin Broadband Corp. (working with 12 Internet service providers)

Connecting British Columbia grant: \$ 2,287,305 million

- This project will provide the following communities with improved access to high-speed internet: Ainsworth Hot Springs, Baynes Lake, Beaver Valley, Blewett, Boswell, Boundary (Bridesville to Christina Lake), Bountiful, Brisco, Canal Flats, Canyon, Crawford Bay, Deer Park, Edgewater, Edgewood, Elk Valley, Elko, Fairmont Hot Springs, Ferguson, Field, Fruitvale, Genelle, Glade, Grasmere, Gray Creek, Harrogate, Harrop, Jaffray, Kingsgate, Kitchener, Lister, Moyie Lake, Northern Kootenay Lake communities, Parson, Renata, Riondel, Ross Spur, rural Rossland, Salmo, Sirdar, Slokan Valley, Spillimacheen, South Slokan, Tarrys, Thrums, Wasa, West Creston, Whatshan Lake and surrounding area, Wilmer, Windermere, Wynndel, Yahk and Ymir.

North Shuswap Fibre Connection:

Service Provider – Mascon Cable Systems Inc.

Connecting British Columbia grant: \$72,000

- This project will provide the following communities with improved access to high-speed internet: North Shuswap, Lee Creek, St. Ives, Little Shuswap Lake Indian Band, and Chase.

The Future is Now – ABC Communications Deploys TD-LTE Rural Broadband Networks in B.C.:

Service Provider – A.B.C. Allen Business Communications Ltd.

Connecting British Columbia grant: \$2,507,737 million

- This project will provide the following communities with improved access to high-speed internet: 92 Mile, Bear Lake, Beaverdell, Bridge Lake, Burns Lake, Fort St. James, Green Lake, Hixon, Horsefly, Little Fort, Lumby, Prince George Rural, Quesnel Rural, Rock Creek, Sinkut, Cluculz Lake, 122 Mile (Lac La Hache), and Fraser Mountain.

SLRD Squamish-Lillooet Regional District Rural and Remote High-Speed Internet:

Service Provider – Base Technology Ltd.

Connecting British Columbia grant: \$490,000

- This project will provide the following communities with improved access to high-speed internet: Paradise Valley, Cheekeye and Mile 10, Pemberton/Mount Currie Industrial Park, Lil'wat Nation, Lillooet Lake Region, Pemberton Meadows, and Pemberton Airfield

Bridge River Valley Internet Upgrade:

Service Provider – Minto Communications

Connecting British Columbia grant: \$50,017

- This project will provide the following communities with improved access to high-speed internet: Gold Bridge and Bridge River Valley.

Port Alice Microwave Bandwidth Project:

Service Provider – Brooks Bay Cable Corp.

Connecting British Columbia grant: \$139,941

- This project will provide the following communities with improved access to high-speed internet: Port Alice.

Sunnybrae Fibre Build:

Service Provider – Mascon Cable Systems Inc.

Connecting British Columbia grant: \$130,063

- This project will provide the following communities with improved access to high-speed internet: Sunnybrae.

Lookieloo.net 2015 Network Upgrade:

Service Provider – Lookieloo.net Sales & Purchases Ltd.

Connecting British Columbia grant: \$97,850

- This project will provide the following communities with improved access to high-speed internet: Spences Bridge, Boston Bar/North Bend, Yale, Chilliwack's remote areas and Steelhead.

Provide High-Speed Internet in B.C.'s Peace Region:

Service Provider – Peace Region Internet Society

Connecting British Columbia grant: \$366,011

- This project will provide the following communities with improved access to high-speed internet: Dawson Creek, Fort St John, Arras, Chetwynd, Hudson's Hope, Charlie Lake, Rose Prairie, Blueberry First Nation, Pouce Coupe, West Doe, Kiskatinaw, South Dawson, Progress, Swan Lake, Grand Haven, Cecil Lake, Two Rivers, and Baldonnel.

Granisle Goes Digital:

Service Provider – Village of Granisle

Connecting British Columbia grant: \$117,662

- This project will provide the following communities with improved access to high-speed internet: Granisle and Topley Landing.

Okanagan/Shuswap Upgrade:

Service Provider – MYBC Datacom Ltd.

Connecting British Columbia grant: \$106,000

- This project will provide the following communities with improved access to high-speed internet: Seymour Arm, Anstey Arm, Skimikin Valley, East Notch Hill, underserved areas of Salmon Arm, Silver Creek, Tappen, Sorrento, Celistia, Anglemont, Eagle Bay, St Ives Okanagan: Grandview Bench, Grandview Flats, Larch Crossing and Otter Crossing, Yanky Flatts, Glennema, Splatsin Nation, Salmon Valley and rural Armstrong, Enderby, Mara, and Deep Creek.

Fibre to the Home:

Service Provider – Lytton Area Wireless Society

Connecting British Columbia grant: \$134,400

- This project will provide the following communities with improved access to high-speed internet: Lytton 17 Reserve and Lytton 18 Reserve.

Lytton First Nation 2, 3 and 4 Mile Fibre to the Home:

Service Provider – Lytton Area Wireless Society

Connecting British Columbia grant: \$110,150

- This project will provide the following communities with improved access to high-speed internet: rural Lytton (North Hwy 12) areas: Lytton 2 Mile Reserve, Lytton 3 Mile Reserve, St. Georges Rd., and Lytton 4 Mile Reserve.

Tatlayoko Think Tank Broadband Upgrade and Expansion:

Service Provider – Tatlayoko Think Tank Ltd.

Connecting British Columbia grant: \$53,791

- This project will provide the following communities with improved access to high-speed internet: Tatlayoko Lake, Kleena Kleene, Eagle Lake, and West Branch.

Lookout Ridge:

Service Provider – Network Integrated Communications Ltd.

Connecting British Columbia grant: \$37,550

- This project will provide the following communities with improved access to high-speed internet: rural Chilliwack, Lookout Ridge, Rosedale and Ryder Lake.

Connecting Gulf Islands:

Service Provider – Beacon Wireless Inc.

Connecting British Columbia grant: -\$134,250

- This project will provide the following communities with improved access to high-speed internet: Salt Spring Island, Mayne Island, Reid Island, Genoa Bay, and Galiano Island.

Tsaxana Broadband Network Expansion:

Service Provider – Conuma Cable Systems Ltd.

Connecting British Columbia grant: \$63,550

- This project will provide the following communities with improved access to high-speed internet: Gold River and Tsaxana.

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