


CAROL PREST

BYLAWS OF GOLDEN AND REGION SENIORS SOCIETY

Part 1 – DEFINITIONS AND INTERPRETATION

Definitions (as per The Societies Act of BC)

1.1 In these By-Laws:

“Act” means the Societies Act of British Columbia as amended from time to time.

“Board” means the directors of the Society.

“By-Laws” means these By-Laws as altered from time to time.

Definitions in Act apply

1.2 The definitions in the Act apply to these By-Laws.

Conflict with Act or Regulations

1.3 If there is a conflict between these By-Laws and the Societies Act of BC, the Societies Act prevails.

Special Resolution

1.4 Special Resolution means:

- (a). a resolution passed at the Annual General Meeting by at least 2/3 of the votes cast by the voting members in attendance and/or,
- (b). in the event an Annual General Meeting has not been called, a resolution that has been submitted to the members of the Society and consented to in writing by (75%) of the voting members, and a resolution so consented to is deemed to be a Special Resolution as at an Annual General Meeting of the Society.

Ordinary Resolution

1.5 Ordinary Resolution means:

- (a). a resolution passed in a General Meeting by the members of the Society by a simple majority of the votes cast in person and/or,
- (b). in the event a General Meeting has not been called, a resolution that has been submitted to the members of the Society and consented to in writing by 60% of the members who would have been entitled to vote on it, and a resolution so consented to is deemed to be an Ordinary Resolution passed at a General Meeting of the Society.

Extraordinary General Meeting

1.6 Extraordinary General Meeting means:

- (a). a meeting that is called to deal with a special resolution that must be decided by the membership.

PART 2 – MEMBERS

Application of Membership

2.1 Membership is open to persons 18 years of age and over upon receipt of annual membership dues.

Duties of Members

2.2 Every member must uphold the constitution of the Society and must comply with these By-Laws.

- (a). Members who are not yet 50 years old do not have voting rights in the Society.
- (b). The Society may from time-to-time name life members of the Society.
- (c). All life members of the Society are voting members.

Amount of Membership Dues

2.3 The amount of the annual membership dues will be determined at the Annual General Meeting of the society.

Member in Good Standing

2.4 A member in good standing is someone who:

- (a). has paid their membership dues by February 1st to vote at the Annual General Meeting but retains continuity of membership if dues are paid by July 1st.

Member Not in Good Standing may not Vote

2.5 A member who is not in good standing is someone who:

- (a). may not vote at the Annual General Meeting and;
- (b). is deemed not to be a voting member for the purpose of consenting to a resolution of the voting members.

Termination of Membership if Member Not in Good Standing

2.6 A person's membership in the Society is terminated if the member is not in good standing.

Discipline or Expulsion of a Member

2.7 The By-Laws of a society may provide for the discipline or expulsion, or both, of members.

- (a). Unless the By-Laws provide otherwise, a member of a society may be disciplined or expelled by special resolution for the following reasons:
 - (i). bullying or;
 - (ii). abuse, be it verbal, emotional or physical or;
 - (iii). inappropriate behaviour towards position held or criminal activity; and
 - (iv). inappropriate language.
- (b). Before a member of a society is disciplined or expelled under subsection (2.7a) of the By-Laws, the society must:
 - (i). send to the member written notice of the proposed discipline or expulsion, including reasons, and
 - (ii). give the member a reasonable opportunity to make representations to the society respecting the proposed discipline or expulsion, and
 - (iii). expulsion shall be decided by a majority vote of the Board of Directors.

PART 3 –MEETING OF MEMBERS

Monthly gatherings can be held to share information with and from the membership.

Time and Place of the Annual General Meeting

3.1 An Annual General Meeting must be held at the time and place the Board determines.

Ordinary Business at the Annual General Meeting

3.2 At an Annual General Meeting, the following business is ordinary business:

- (a). adoption of rules of order;
- (b). consideration of any financial statements of the Society presented to the meeting;
- (c). consideration of the reports, if any, of the directors or auditor;
- (d). election or appointment of directors;
- (e). appointment of an auditor, if any; and
- (f). business arising out of a report of the directors not requiring the passing of a special

resolution.

Notice of Meeting for Annual General Meeting

- 3.3** Notice of the meeting must be sent to every director as well as to every member. Written notice of the date, time and location of the Annual General Meeting must be sent to every member of the society at least 21 days before the meeting and not more than 60 days before the meeting date.
- (a). Notice of the date, time, and location of the meeting
 - (i). will be sent to every member via their preferred method of communication; and
 - (ii). will be published, at least once in each of the 3 weeks immediately before the meeting in the local newspaper; and
 - (iii). will be posted at the Seniors' Centre, throughout the period commencing at least 21 days before the meeting and ending when the meeting is held; and
 - (iv). will be published in the monthly society newsletter; and
 - (v). will be posted on the active social media platform that is maintained by or on behalf of the society.
 - (b). The accidental omission to send notice of an Annual General Meeting to a member, or the non-receipt of notice by a member, does not invalidate any proceedings at the Annual General Meeting.

Notice of Special Business

- 3.4** The notice of the Annual General Meeting must state the nature of any business, other than ordinary business, to be transacted at the meeting in sufficient detail to permit a member receiving the notice to form a reasoned judgment concerning that business.

Chair of the Annual General Meeting

- 3.5** The following individual is entitled to preside as the chair of the Annual General Meeting:
- (a). the individual, if any, appointed by the Board to preside as the chair; or
 - (b). if the Board has not appointed an individual to preside as the chair or the individual appointed by the Board is unable to preside as the chair:
 - (i). the President;
 - (ii). the Vice-President, if the President is unable to preside as the chair; or
 - (iii). one of the other directors' present at the meeting if both the President and Vice-President are unable to preside as the chair.

Alternate Chair of the Annual General Meeting

3.6 If there is no individual entitled under these By-Laws who can preside as the chair of an Annual General Meeting within 15 minutes from the time set for holding the meeting, the voting members who are present must elect an individual present at the meeting to preside as the chair.

Quorum Required

3.7 Business, other than the election of the chair of the meeting and the adjournment or termination of the meeting, must not be transacted at an Annual General Meeting unless a quorum of voting members is present.

Quorum for Annual General Meeting

3.8 The quorum for the transaction of business at an Annual General Meeting is 3 voting members or 10% of the voting members, whichever is greater.

Lack of Quorum at Commencement of Meeting

3.9 If, within 30 minutes from the time set for holding a General Meeting, a quorum of voting members is not present:

- (a). in the case of a meeting convened on the request of members, the meeting is terminated; and
- (b). in any other case, the meeting stands adjourned to the same day in the next week, at the same time and place, and if, at the continuation of the adjourned meeting, a quorum is not present within 30 minutes from the time set for holding the continuation of the adjourned meeting, the voting members who are present constitute a quorum for that meeting.

If Quorum Ceases to be Present

3.10 If, at any time during an Annual General Meeting, there ceases to be a quorum of voting members present, business then in progress must be suspended until there is a quorum present or until the meeting is adjourned or terminated.

Adjournments by Chair

3.11 The Chair of an Annual General Meeting may, or, if so directed by the voting members at the meeting, adjourn the meeting from time to time and from place to place, but no business may be transacted at the continuation of the adjourned meeting other than business left unfinished at the adjourned meeting.

Notice of Continuation of Adjourned Annual General Meeting

3.12 It is not necessary to give notice of a continuation of an adjourned Annual General Meeting or of the business to be transacted at a continuation of an adjourned Annual General Meeting except that, when an Annual General Meeting is adjourned for thirty (30) days or more, notice of the continuation of the adjourned meeting must be given.

Order of Business at Annual General Meeting

3.13 The order of business at an Annual General Meeting is as follows:

- (a). elect an individual to chair the meeting, if necessary;
- (b). determine that there is a quorum;
- (c). approve the agenda;
- (d). approve the minutes from the last Annual General Meeting;
- (e). deal with unfinished business from the last Annual General Meeting;
- (f). receive the Directors' report on financial statements of the Society for the previous financial year, and the auditor's report, if any, on these statements;
- (g). receive any other reports of directors' activities and decisions since the previous Annual General Meeting;
- (h). elect or appoint directors;
- (i). appoint an auditor, if any;
- (j). deal with new business, including any matters about which notice has been given to the members in the notice of the meeting and which requires the consent of at least 2/3 of the members present; and
- (k). set membership dues and
- (l). terminate the meeting.

3.14 Nominations:

Any member in good standing for one year is eligible to run for office. The call for nominations will be posted in the centre and newsletter.

Anyone wishing to run for the board must fill out a board approved nomination form, which will be available at the centre.

- Nomination forms must be signed by the person standing for election to the board and three members in good standing. [as Per Societies Act October 2019 42.4(a)]
- Nomination forms must be submitted to the office, or slipped in the mail slot, on or before the announced deadline of six weeks before the AGM
- Any member standing for the board, MUST provide a brief biography and a photo for posting in the newsletter and at the Seniors Centre.

3.15 Electoral Procedure and Voting

To receive their voting package at the AGM members names must be on the membership list that will be completed one week before the AGM

The ballot will alphabetically list the nominees by surname.

Counting of ballots will be done by three persons who are members in good standing and are not currently on the board or standing for election. These tellers will be chosen from the membership in attendance at the Annual General Meeting.

3.16 Right to vote

1. A voting member of a society has the right to vote unless the member is deemed to not be a member in good standing.
2. A voting member of a society has only one vote.
3. A voting member of a society may, without restriction, exercise the right to vote on every matter.

3.17 Methods of Voting

1. Voting for Directors at an Annual General Meeting will be by secret ballot.
2. Voting for all other issues will be by show of hands.
3. Except if at the Annual General Meeting, before a vote by show of hands, two (2) or more voting members request a secret ballot or a secret ballot is directed by the chair of the meeting, the voting must be by a secret ballot.

Announcement of Result

3.18 The Chair of an Annual General Meeting must announce the outcome of each vote as presented by the Chief Teller, and that outcome must be recorded in the minutes of the meeting.

The Teller's report shall consist of:

- (a). the total number of ballots counted; and include
- (b). the total number of blanks, spoiled and rejected ballots; and
- (c). the number of votes recorded for each candidate; and
- (d). these records will be retained for a period as determined by the membership.

Proxy Voting not Permitted

3.19 Voting by proxy is not permitted.

Matters Decided at the Annual General Meeting by Ordinary Resolution

3.20 A matter to be decided at an Annual General Meeting must be decided by ordinary resolution unless the matter is required by the Act or these By-Laws to be decided by special resolution.

1. An issue to be raised at an Annual General Meeting must follow the Golden Seniors Society By-Laws and then be decided by a vote of a simple majority,
2. unless it involves an issue that the Societies Act or the By-Laws of the Golden Seniors Society have determined must be decided by a special resolution.

Other General Meetings

3.21 The Directors of a society may at any time call an extraordinary general meeting.

Member Proposals

3.22 Voting members of a society may send to the society a notice of a matter that the members propose to have considered at an Annual General Meeting.

1. A proposal must contain the names of, and be signed by, not fewer than the number of voting members that constitutes the proposal threshold of (5%) of the voting members of the society (the proposal threshold of the society).
2. A society must receive the proposal at least seven (7) days before notice of the Annual General Meeting is sent so that it can be included with the notice of the Annual General Meeting.
3. The proposal must include:
 - a. the names of the members submitting the proposal; and
 - b. one statement in support of the proposal; and
 - c. the proposal, and statement together, must not exceed two hundred (200) words in length.
4. The society is not required to comply with subsection (2) if substantially the same proposal was considered at an Annual General Meeting held in either of the two (2) previous calendar years before the current year in which the Annual General Meeting is being held.

PART 4 – DIRECTORS

4.1 A Director of a society must, when exercising the powers and performing the functions of a Director of the Society:

- (a). act honestly and in good faith with a view to the best interests of the society;
- (b). exercise the care, diligence, and skill that a reasonably prudent individual would exercise in comparable circumstances;
- (c). act in accordance with the Societies Act and the regulations; and

- (d). carry out other duties as outlined in the current Policy and Procedures manual.

Number of Directors

4.2 The Society must have no fewer than three (3) and no more than eleven (11) Directors.

Qualification of Directors

4.3 A Director must be a member in good standing for at least one year, and have a current Criminal Record check on file.

4.4 A Director of the society cannot;

- (a). be declared incapable by a court;
- (b). be an undischarged bankrupt; or
- (c). have a conviction of fraud or certain other criminal offences within the last five years (unless they have received a pardon).

4.5 If a Director becomes unqualified, he or she must resign. It is an offence for a non-qualified person to act as a Director.

- (a). A Director who is not a member in good standing, shall not attend a meeting of the Board and, if not returned to good standing within a period of thirty (30) days, shall forthwith be requested to resign from office.
- (b). A Director who fails to attend at least 75% of meetings of the Board in any year of the term of office or fails to attend three (3) consecutive meetings of the Board shall be suspended from further meetings of the Board and requested to resign from office unless such absence from Board Meetings has been excused in advance by the Board for good and sufficient cause.

4.6 A Director may be removed from office by Special Resolution passed in a General Meeting and another eligible member elected by Ordinary Resolution to serve the balance of the term. Nothing in this Article reduces the society's powers under section 2.7

Election or Appointment of Directors

4.7 At each Annual General Meeting, the voting members entitled to vote for the election of directors must elect directors to serve on the Board of Directors.

- (a). In even numbered years up to six directors will be elected.
- (b). In odd numbered years up to five directors will be elected.

Directors may Fill Casual Vacancy on Board

4.8 The Board may, at any time, appoint a member in good standing as a director to fill a vacancy that arises on the Board because of the resignation, death, or incapacity of a director during the director's term of office.

Terms of Elected Board Positions

4.9 A Director appointed by the Board to fill a vacancy ceases to be a director at the end of the term of office of the individual whose departure from office created the vacancy.

Executive Positions

4.10 Executive positions on the Board of Directors will be chosen by the elected directors from within their elected ranks.

- (a). President or Chairperson;
- (b). Vice President or Vice Chairperson;
- (c). Secretary;
- (d). Treasurer.

Directors Conflict of Interest

4.11 A conflict of interest is a situation in which someone has a duty to act in the best interests of an organization, yet they may have personal interests that conflict with that duty.

4.12 A Director is in a conflict of interest when they have a 'direct or indirect material interest' in a contract or transaction with the society or a matter for consideration by the board. A 'material interest' is an interest that is not insignificant and could reasonably affect a person's decision making.

1. Upon election to the Board every director shall disclose in writing and on file all outside organizations to which they belong and shall also disclose their, and any family member's employer.
2. A Director to whom this section applies must:
 - a. ensure that the conflict of interest is recorded in the minutes of the meeting of the Board;
 - b. leave the room during any discussion or vote at a Board meeting on the conflict matter;
 - c. refrain from any action intended to influence the discussion or vote; and
 - d. abstain from voting on the conflict matter.

Accountability

4.13 A Director of a society to whom the conflict-of-interest section applies must pay to the society an amount equal to any profit made by the director as a consequence of the society entering into or performing a contract or transaction unless:

- (a) the director discloses the director's interest in the contract or transaction in accordance with, and otherwise complies with, and, after the disclosure, the contract or transaction is approved by a directors' resolution; or
- (b) the contract or transaction is approved by special resolution after the nature and extent of the director's interest in the contract or transaction has been fully disclosed to the members.

4.14 Liability of Directors. The Society will indemnify

- Each Director or Officer holds office with protection from the Society. The Society indemnifies each Director or Officer against all costs or charges that result from any act done in his role for the Society. The Society does not protect any Director or Officer for acts of fraud, dishonesty, or bad faith.
- No Director or Officer is liable for the acts of any other Director, Officer or employee. No Director or Officer is responsible for any loss or damage due to the bankruptcy, insolvency, or wrongful act of any person, firm or corporation dealing with the Society. No Director or Officer is liable for any loss due to an oversight or error in judgment, or by an act in his role for the society, unless the act is fraud, dishonesty or bad faith.
- Directors or Officers can rely on the accuracy of any statement or report prepared by the Society's auditor. Directors or Officers are not held liable for any loss or damage as a result of acting on that statement or report.

Limitations on liability as taken from the Societies Act.

4.15 A director of a society is not liable under section 59 and has complied with his or her duties under section 4.1 [duties of directors] if the director, reasonably and in good faith, relied on any of the following:

- (a). financial statements of the society represented to the director to fairly reflect the financial position of the society
 - (i). by a director or senior manager responsible for the preparation of the financial statements, or
 - (ii). in a written report of the auditor of the society;
- (b). a written report of a lawyer, accountant, engineer, appraiser or other person whose profession lends credibility to a statement made by that person;
- (c). statement of fact represented to the director by another director or a senior manager of the society to be correct;
- (d). any record, information or representation the court considers provides reasonable grounds for the actions of the director, whether or not

- (i). the record was forged, fraudulently made or inaccurate, or
- (ii). the information or representation was fraudulently made or inaccurate.

PART 5 – DIRECTORS’ MEETINGS

Calling Directors’ Meetings

5.1 A Directors’ meeting may be called by the President (or Chairperson) or by any two directors.

Notice of Directors’ Meetings

5.2 At least seven (7) days notice of a directors’ meeting must be given unless all the Directors agree to a shorter notice.

- (a). The agenda
- (b). and written reports from all Committee Chairs, or a ‘nothing to report’ comment from the Committee Chair will be included with the notice of meeting.

Proceedings Valid Despite Omission to Give Notice

5.3 The accidental omission to give notice of a directors’ meeting to a director, or the non-receipt of a notice by a director, does not invalidate proceedings at the meeting.

Conduct of Directors’ Meetings

5.4 The Directors may regulate their meetings as per Roberts Rules of Order.

Quorum of Directors

5.5 The quorum for the transaction of business at a directors meeting is a majority of the directors.

Virtual Attendance

5.6 A Director may participate in a meeting of the Board by virtual attendance by means of which all Directors in the meeting can hear and see each other. A director participating in a virtual meeting in accordance with this provision shall be deemed to be present at that meeting, shall be counted in the quorum and shall be entitled to voice and vote.

Attendance of Non-Board Members at Board Meetings

5.7 Employees, contractors or outside parties may request an invitation from the Chair to make a presentation to the Board.

5.8 A Member in good standing can attend regular meetings of the Board as an observer (except in-camera meetings).

5.9 A member in good standing who wishes to address a specific subject must submit a written notice to the Secretary who will then place that member on the agenda of the next Board Meeting, but the member shall have neither voice nor vote at those meetings.

PART 6 BOARD POSITIONS

Directors at Large

Role of Directors at Large

6.1 Directors at large are those who have been elected at the Annual General Meeting or appointed to positions on the Board because of vacancies:

- (a). to attend board meeting regularly and to Chair meetings when the President or Vice President are unavailable;
- (b). to provide leadership and insight as needed, and to ensure that all committees are composed of an adequate number of member volunteers to fulfill their task/purpose.

For this section a conflict of interest may arise due to any of the following circumstances:

- (i). if the Director is a member of another organization with which negotiations are ongoing;
- (ii). if the Director is employed by or volunteers with another organization with which negotiations are ongoing;
- (iii). if the Director has a family member or relative who is employed by, volunteers with, or is a member of another organization with which negotiations are ongoing.

Role of President

6.2 The President is responsible for the following duties:

- (a). to chair the meetings of the Board and Membership meetings;
- (b). to assist the Secretary in the preparation of the Agenda for Board meetings;
- (c). to provide a written report on past activities since the last meeting to the Board that shall go out with the Agenda;
- (d). to represent the Society to the public as directed by the Board, expressing the decisions of the Board as recorded in the Minutes of the Board Meetings;
- (e). the President has no authority to make decisions beyond policies created by the Board, as expressed by the Board through its collective decisions as recorded in the Minutes of the Board Meetings;

- (f). the President shall exercise their vote only in the event of a tie at a Board meeting;
- (g). the President is a non voting member of every committee;
- (h). if the President has a conflict or a perceived conflict of interest on a particular matter, the Vice President, provided the Vice President has no conflict of interest in the matter, or another Director shall represent the Society on that matter.

For this section a conflict of interest may arise due to any of the following circumstances:

- (i). if the President is a member of another organization with which negotiations are ongoing
- (ii). if the President is employed by or volunteers with another organization with which negotiations are ongoing
- (iii). if the President has a family member or relative who is employed by, volunteers with or is a member of another organization with which negotiations are ongoing.

Role of Vice-President

6.3 The Vice-President is the Vice-chair of the Board and is responsible for carrying out the duties of the President if the President is unable to act and may be required to fill the position of President. All conditions that apply to the President apply to the Vice President.

For this section a conflict of interest may arise due to any of the following circumstances:

- (i). if the Vice President is a member of another organization with which negotiations are ongoing;
- (ii). if the Vice President is employed by or volunteers with another organization with which negotiations are ongoing;
- (iii). if the Vice President has a family member or relative who is employed by, volunteers with, or is a member of another organization with which negotiations are ongoing.

Role of Secretary

6.4 The Secretary is responsible for doing, or making the necessary arrangements for, the following:

- (a). issuing notices of general meetings and directors' meetings in a timely manner;
- (b). maintain an updated motion book;
- (c). taking minutes and recording same of general meetings and directors' meetings;
- (d). keeping the records of the society in accordance with the Act;
- (e). conducting the correspondence on behalf of the Board, in accordance with the wishes and decisions of the board as expressed in the minutes;
- (f). filing the annual report of the Society and making any other filings with the registrar under the Act;

- (g). to prepare the agenda of board and general meetings with the assistance of the president and include committee reports with the agenda.

For this section a conflict of interest may arise due to any of the following circumstances:

- (i). if the Secretary is a member of another organization with which negotiations are ongoing;
- (ii). if the Secretary is employed by or volunteers with another organization with which negotiations are ongoing;
- (iii). if the Secretary has a family member or relative who is employed by, volunteers with, or is a member of another organization with which negotiations are ongoing.

Absence of Secretary from Meeting

6.5 In the absence of the Secretary from a meeting, the Board must appoint another individual to act as Secretary.

Role of Treasurer

6.6 The Treasurer is responsible for doing, or making the necessary arrangements for, the following:

- (a). receiving and banking monies collected from the members or other sources;
- (b). keeping accounting records in respect of the Society's financial transactions;
- (c). preparing the Society's financial statements as per the requirements of the auditor;
- (d). preparing monthly financial statements for the board of directors;
- (e). participate in any or all committees with regards to financial transactions;
- (f). to be in attendance at all finance and grant application committee meetings/events;
- (g). and maintain an up-to-date membership list.

For this section a conflict of interest may arise due to any of the following circumstances:

- (i). if the Treasurer is a member of another organization with which negotiations are ongoing;
- (ii). if the Treasurer is employed by or volunteers with another organization with which negotiations are ongoing;
- (iii). if the Treasurer has a family member or relative who is employed by, volunteers with, or is a member of another organization with which negotiations are ongoing.

PART 7 REMUNERATION OF DIRECTORS AND SIGNING AUTHORITY

Remuneration of Directors, Contractors and/or Employees

7.1 These By-Laws do not permit the Society to pay to a Director remuneration for being a Director, but the Society may, subject to the Act, pay remuneration to a Director for services provided by the director to the Society in another capacity. Nothing in this section prohibits the Society from paying members for approved:

- (a). mileage for Board approved out of town travel
- (b). amount paid for mileage will be the same as paid government employees

(1) Where a private vehicle is used on the Societies business, reimbursement shall be based on government of British Columbia travel rates.

Signing Authority

7.2 A contract or transaction not approved in the Budget, and which exceeds \$1,000.00, must be taken to the membership for authorization and the contract signed by two of the following the President, Treasurer and a designated member of the Board of Directors.

7.3 All financial documents/transactions requiring a signature must be signed by two of the following: the President, Treasurer and a designated member of the Board of Directors.

PART 8 RECORDS TO BE KEPT

8.1 A society must keep the following records:

- (a). the society's certificate of incorporation;
- (b). each certified copy, furnished to the society by the registrar, of the following records:
 - (i). the constitution of the society;
 - (ii). the By-Laws of the society;
 - (iii). the statement of directors and registered office of the society.
- (c). the society's register of directors, including contact information provided by each director;
- (d). each written consent to act as director referred to in Part 5 [designation, election and appointment of Directors] and each written resignation of a Director;
- (e). a copy of disclosure of director's interests (conflict of interest);
- (f). the society's register of members;

- (g). the minutes of Board, General and Special Meetings of members, must be recorded, including the text of each resolution/motion voted on at the meeting.
- (h). the text of each resolution/motion must be kept in a special binder including a copy of each ordinary resolution or special resolution;
- (i). the financial statements of the society and the auditor's report, if any, on those financial statements.

8.2 In addition to the records described above, a society must keep the following records:

- (a). the minutes of each meeting of directors, including:
 - (i). a list of all the directors at the meeting; and
 - (ii). the text of each resolution voted on at the meeting; and
- (b). a copy of each consent resolution of directors and a copy of each of the consents to that resolution; and
- (c). adequate accounting records for each of the society's financial years, including a record of each transaction materially affecting the financial position of the society.

Old Records Need Not Be Kept

8.3 For the purposes of this Act, a society is not required to keep a record if:

- (a). the record is no longer relevant to the activities or internal affairs of the society; and
- (b). ten (10) years have passed since the record was created or, if the record has been altered, since the record was last altered.

Location of Records

8.4 A society must ensure that the records it is required to keep:

- (a). in the case of records that are not in electronic form, are kept at the society's registered office; and
- (b). in the case of records that are in electronic form, are available for inspection at the society's registered office by means of a computer terminal or other electronic technology.
 - (i). Despite subsection (8.4a), the directors of a society may, by directors' resolution, specify a location in British Columbia, other than the society's registered office, at which the records, or specified records or classes of records, of the society may be kept or made available for inspection. If the directors specify a location under this subsection, the records, specified records or classes of records may be kept or made available for inspection, as the case may be, at that location.
 - (ii). If the directors of a society specify a location, other than the society registered office at which records of the society may be kept or made available;
 - (iii). for inspection, the society must make available for inspection at its registered office a written notice
- (c). identifying the specified location; and

- (d). listing the records or classes of records that are kept or made available for inspection, as the case may be, at that location.

Maintenance of Records

8.5 The society may keep a record in any form that allows the record to be inspected and copied in accordance with section 8.6 to 8.9.

- (a). The society must take reasonable precautions in preparing and keeping the records it is required to keep under so as to:
 - (b). keep those records in a complete state;
 - (c). avoid loss or destruction of or damage to those records;
 - (d). avoid falsification of entries made in those records; and
 - (e). facilitate simple, reliable, and prompt access to those records.

8.6 Inspection of Records

- (a). A member of the society may, without charge, inspect a record the society is required to keep.
- (b). A member of the society, may without charge:
 - (i). inspect the portion of a record the society is required to keep and; or
 - (ii). that evidences a disclosure, by a director.
- (c). A Director of a society may, without charge, inspect a record the society is required to keep.
- (d). A person, other than a member or director, may, if and to the extent permitted by the By-Laws, inspect a record of the society, other than the register of members.
- (e). The society may impose a reasonable period of notice before which, and reasonable restrictions on the times during which, a person, other than a Director, may inspect a record.

8.7 Inspection of the Register of Members May be Restricted

- (a). Members of the society will only be entitled to a list of names of members but no other personal details are to be included.
- (b). A member of a society may apply in writing to the society to inspect the register of members.
- (c). An application under subsection 8.6 a and b must include a statement of the applicant that:
 - (i). sets out the applicant's name, and
 - (ii). states that the information obtained from the inspection of the register of members will not be used except as permitted.
 - (iii).

8.8 Copies of Records

- (a). If a person who is entitled to inspect a record of a society requests a copy of the record and pays the fee, if any, for the copy, the society must provide the person with a copy of that record.
- (b). The society must provide a copy to the person seeking to obtain the copy by sending the copy to that person promptly, but in no case later than 14 days, after receipt of the request and payment of the fee, if any.
- (c). The society may charge a reasonable fee, for a copy provided;
- (d). a Director of a the society is entitled to receive, without charge, a copy of a record the society is required to keep; and
- (e). a member of the society is entitled to receive, without charge, one copy of
 - (i). the current constitution and By-Laws of the society, and
 - (ii). the most recent financial statements

Copies Of Financial Statements

8.9 Copies of Financial Statements

- (a). in this section, “financial statements”, in relation to the society, means the financial statements of the society and the auditor’s report, if any, of those financial statements;
- (b). if a person, other than a member of the society wishes to inspect the financial statements of the society, requests a copy of the financial statements, and pays the fee, if any, the society must provide the person with a copy of those financial statements.

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