

COMPARISON of
SOCIETIES ACT, S.B.C. 2015, Chapter 18 and
SOCIETY ACT, R.S.B.C. 1996, Chapter 433*

<i>Societies Act, S.B.C. 2015, c. 18</i>	<i>Society Act, R.S.B.C. 1996, c. 433</i>
Section 1: Definitions	s. 1
Section 2: Purposes	s. 2 (1)
Section 3: No share capital	s. 8
Section 4: Restrictions on distributions	s. 2 (2)
Section 5: Liability of members	s. 5
Section 6: Capacity and powers of society	s. 4(1)(d), 4(2) and (3)
Section 7: Restricted activities and powers	New. Based on BCA s. 33
Section 8: Persons may rely on authority of societies and directors, senior managers and agents	s. 24 (3). Additions based on BCA s. 146
Section 9: Name	ss. 3 (3) (c) and (6), and 13
Section 10: Constitution	s. 22
Section 11: Bylaws	s. 6
Section 12: Statement of directors and registered office	s. 3 (1)(a)(ii), (iii)
Section 13: Application for incorporation	s. 3 (1)
Section 14: Incorporation	s. 3 (4) – (5)
Section 15: Alterations to constitution	s. 20
Section 16: Effect of change of name	s. 21
Section 17: Alterations to bylaws	s. 23
Section 18: Registered office	s. 10 (1) (a)
Section 19: Change of registered office	s. 10 (1) (b) and (2)

** These materials provide general background information only, and are not intended as a substitute for legal advice.*

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Section 20: Records to be kept	ss. 11, 36 and 70
Section 21: Old records need not be kept	New
Section 22: Location of records	s. 11
Section 23: Maintenance of records	New. Based on BCA s. 44
Section 24: Inspection of records	s. 37
Section 25: Inspection of register of members may be restricted	New
Section 26: Inspection of register of directors	New
Section 27: Copies of records	ss. 39 (3) and 69
Section 28: Copies of financial statements	s. 95 (3) – (5)
Section 29: How record is sent	New
Section 30: How record is delivered	New
Section 31: When society receives record	New
Section 32: How record is served on society	s. 12
Section 33: Investment of society's funds	s. 32
Section 34: Borrowing and issuance of securities	s. 35 (3)
Section 35: Financial statements	S. 64
Section 36: Reporting on remuneration of directors, employees and contractors	New
Section 37: Reporting on financial assistance	New
Section 38: Issuance of financial statements	s. 40

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Section 39: Copies of financial statements of subsidiaries	s. 39 (4)
Section 40: Number and residency of directors	s. 24 (4) – (5)
Section 41: Employment of directors	New
Section 42: Designation, election and appointment of directors	s. 24 (1) and (6)
Section 43: Directors must be qualified	New. Based on BCA s. 124
Section 44: Persons qualified to be directors	New. Based on BCA s. 124
Section 45: Additional qualifications of directors	New
Section 46: Remuneration and reimbursement of directors	New
Section 47: Validity of acts of directors	New. Based on BCA s. 143
Section 48: When director ceases to hold office	New. Based on BCA s. 128
Section 49: Resignation of directors	New. Based on BCA s. 128
Section 50: Removal of directors	s. 31
Section 51: Registry filings respecting directors	s. 24 (7)
Section 52: Functions of directors	s. 24 (2)
Section 53: Duties of directors	ss. 25 – 26
Section 54: Proceedings of directors	s. 25.1
Section 55: Application of this Act to persons performing functions of director	New. Based on BCA s. 138

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Section 56: Disclosure of director's interest	s. 27
Section 57: Accountability	s. 28
Section 58: Validity of contracts	s. 29
Section 59: Directors' liability for money or other property distributed	New. Based on BCA ss. 154 and 156
Section 60: Limitations on liability	New. Based on BCA s. 157
Section 61: Senior managers	New
Section 62: Disclosure of senior manager's interest	New
Section 63: Definitions	New. Based on BCA s. 159
Section 64: Indemnification and payment of expenses	s. 30
Section 65: Indemnification or payment prohibited	s. 30(2), (3)
Section 66: Insurance	s. 30 (5)
Section 67: Membership	ss. 6 (1), 7 (5) – (6), and 9
Section 68: Classes of membership	New
Section 69: Termination of membership	New
Section 70: Discipline and expulsion of member	New
Section 71: Annual general meetings	s. 56
Section 72: Deemed annual general meeting	New. Based on BCA 182 (2)
Section 73: Society must file annual report	s. 68

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<i>Societies Act, S.B.C. 2015, c. 18</i>	<i>Society Act, R.S.B.C. 1996, c. 433</i>
Section 74: Other general meetings	New
Section 75: Requisition of general meeting	s. 58
Section 76: Location of general meeting	s. 57
Section 77: Notice of general meeting	s. 60
Section 78: Notice of special resolutions	s. 1 “special resolution” definition
Section 79: Waiver of notice	s. 60
Section 80: Powers of court respecting general meetings	s. 59
Section 81: Members’ proposals	New. Based on BCA ss. 187 – 190
Section 82: Quorum	s. 61
Section 83: Participation in general meeting by telephone or other communications medium	New. Based on BCA s. 174
Section 84: Right to vote	ss. 7(1) and 62
Section 85: Proxies	s. 63
Section 86: Definitions	New
Section 87: Application for amalgamation	s. 17. Additions based on BCA ss. 269 and 275
Section 88: Prerequisites to filing amalgamation application	s. 17. Additions based on BCA s. 270 (1)
Section 89: Amalgamation	New. Based on BCA ss. 279 and 281
Section 90: Effect of amalgamation	New. Based on BCA s. 282
Section 91: Restrictions on amalgamation	New

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Section 92: Disposal of undertaking	New. Based on BCA s. 301
Section 93: Definition of “special Act non-share corporation”	New
Section 94: Application for continuation into British Columbia	New. Based on BCA s. 302
Section 95: Application for conversion of special Act non-share corporation	New. Based on BCA s. 266
Section 96: Continuation or conversion	New. Based on BCA ss. 266(5) – (7), 268 (2), 303 (1) – (2) and 305 (2)
Section 97: Effect of continuation or conversion	New. Based on BCA ss. 268 (1) and 305 (1)
Section 98: No continuation out of British Columbia	New
Section 99: Arrangement may be proposed	New. Based on BCA s. 288
Section 100: Powers of court respecting arrangements	New. Based on BCA s. 291
Section 101: Registry filings respecting arrangements	New. Based on BCA s. 292
Section 102: Complaints by members	New. Based on BCA s. 227
Section 103: Derivative actions	New. Based on BCA ss. 232 – 233
Section 104: Compliance or restraining orders	New. Based on BCA s. 228
Section 105: Court may remedy irregularities	s. 85
Section 106: Relief in legal proceedings	New. Based on BCA s. 234
Section 107: Registrar or court may order access or copies	s. 95.1

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<i>Societies Act, S.B.C. 2015, c. 18</i>	<i>Society Act, R.S.B.C. 1996, c. 433</i>
Section 108: Applications to court to correct records	New. Based on BCA s. 230
Section 109: Missing records	New. Based on BCA s. 45
Section 110: Application of Part	New
Section 111: Appointment of auditor	s. 41
Section 112: Persons qualified to act as auditor	s. 42
Section 113: Independence of auditor	s. 43
Section 114: Capacity to act as auditor	s. 43 (4)
Section 115: Removal of auditor during term	s. 46
Section 116: Examination and access	ss. 47 (1), 52 and 53
Section 117: Auditor's report	s. 47(2) – (3)
Section 118: Right of auditor to attend general meeting	s. 54
Section 119: Member may require auditor to attend general meeting	s. 48
Section 120: Auditor must answer questions if present at general meeting	s. 49
Section 121: Amendment of financial statements and auditor's report	s. 51
Section 122: Qualified privilege in defamation proceedings	s. 55
Section 123: Liquidation and dissolution	New
Section 124: Distribution of property before dissolution or on liquidation	s. 134 (1)

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<i>Societies Act, S.B.C. 2015, c. 18</i>	<i>Society Act, R.S.B.C. 1996, c. 433</i>
Section 125: Stay of proceedings on insolvency	New. Based on BCA s. 313
Section 126: Dissolution by request	s. 103. Additions based on BCA s. 316
Section 127: Voluntary liquidation	s. 105
Section 128: Appointment of liquidator in voluntary liquidation	s. 108
Section 129: Commencement of voluntary liquidation	S. 107
Section 130: Court-ordered liquidation and dissolution	s. 109
Section 131: Appointment of liquidator in court-ordered liquidation	ss. 112 and 117 (1) (b)
Section 132: Commencement of court-ordered liquidation and dissolution	s. 111
Section 133: Qualifications of liquidator	s. 113
Section 134: Validity of acts of liquidator	s. 118
Section 135: Filing and publication of notice of appointment	s. 119
Section 136: Removal of liquidator in voluntary liquidation	s. 114 (2)
Section 137: Liquidator ceasing to act must file notice	s. 115
Section 138: Filling vacancy in office of liquidator	s. 116
Section 139: Definition of “commencement of liquidation”	New. Based on BCA s. 312

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<i>Societies Act, S.B.C. 2015, c. 18</i>	<i>Society Act, R.S.B.C. 1996, c. 433</i>
Section 140: Effect of resolution or order for liquidation	s. 120
Section 141: Meeting of creditors	s. 121
Section 142: Creditor must commence action on claim	s. 122
Section 143: Duties of liquidator	s. 123
Section 144: Powers of liquidator	s. 124
Section 145: Unclaimed or undistributed property	s. 131
Section 146: Limitations on liability	New. Based on BCA s. 339
Section 147: Duty to assist liquidator	s. 128
Section 148: Powers of court respecting liquidation	s. 127
Section 149: Final meeting and dissolution	s. 129
Section 150: Dissolution on completion of liquidation	s. 130
Section 151: Discharge of liquidator by court order	s. 133
Section 152: Retention of society's records by liquidator	s. 132
Section 153: Registrar's duties after dissolution	s. 136
Section 154: Effect of dissolution	New. Based on BCA s. 344
Section 155: Dissolved societies deemed to continue for litigation purposes	New. Based on BCA s. 346

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Section 156: Liability of persons who receive distributions	New. Based on BCA s. 348
Section 157: Liabilities survive	s. 135
Section 158: Definition of “applicant” and application of Division to society dissolved under former Act	New. Based on BCA s. 354
Section 159: Prerequisites to application for restoration by registrar or court	New. Based on BCA s. 355
Section 160: Application to registrar for restoration	New. Based on BCA ss. 356 – 357
Section 161: Restoration by registrar	New. Based on BCA ss. 358 and 363
Section 162: Application to court for restoration	ss. 137 – 138
Section 163: Filing of restoration application with registrar in court-ordered restoration	New. Based on BCA s. 362
Section 164: Effect of restoration	s. 137 (2). Additions based on BCA ss. 359 and 361
Section 165: Corporate property to be returned to restored society	s. 141. Additions based on BCA s. 368
Section 166: Registrar’s duties after restoration	s. 140 (3). Additions based on BCA s. 367
Section 167: Definitions	New
Section 168: When extraprovincial non-share corporation deemed to carry on activities in British Columbia	New. Based on BCA s. 375 (2)
Section 169: Extraprovincial non-share corporations must register	New. Based on BCA s. 375 (1)

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Section 170: Attorneys	s. 77
Section 171: Assumed name	New. Based on BCA s. 26
Section 172: Procedure for registration	ss. 75 (4) and 76 (1)
Section 173: Registration	s. 76 (3)
Section 174: Registrar may order change of name	New. Based on BCA s. 28 (2) – (3)
Section 175: Effect of registration	New. Based on BCA s. 378
Section 176: Service of records on registered extraprovincial non-share corporation	s. 12 (b). Additions based on BCA s. 9 (2)
Section 177: Registered extraprovincial non-share corporation must file annual report	s. 78 (c)
Section 178: Registered extraprovincial non-share corporation must notify registrar of changes	s. 78 (b) and (d)
Section 179: Cancellation or change of assumed name	New. Based on BCA s. 383
Section 180: Cancellation of registration by registrar	s. 102
Section 181: Cancellation of registration of inactive or defunct extraprovincial non-share corporation	s. 104
Section 182: Cancellation of registration by Lieutenant Governor in Council	New. Based on current s.101 and BCA s. 398
Section 183: Effect of cancellation of registration	New. Based on BCA s. 422 (7)
Section 184: Publication of notice of cancellation	New. Based on BCA s. 399
Section 185: Definition of “applicant”	New. Based on BCA s. 354 (2)(b)

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Section 186: Application for reinstatement of registration	New. Based on BCA s. 364.1
Section 187: Reinstatement	New. Based on BCA ss. 364.2 and 364.4 (2)
Section 188: Effect of reinstatement	New. Based on BCA s. 365
Section 189: Registrar's duties after reinstatement	New. Based on BCA s. 367
Section 190: Definitions	New
Section 191: Statement in constitution that member-funded society exists primarily for members	s. 134 (3)
Section 192: Ceasing to be member-funded society	New
Section 193: Altering constitution to become member-funded society	New
Section 194: Other restrictions on becoming member-funded society	New
Section 195: Access to financial statements of member-funded society	New
Section 196: Reporting on remuneration for member-funded society	New
Section 197: Directors of member-funded society	New
Section 198: Member-funded society may convert to company	s. 74 (2)
Section 199: Distribution of property before dissolution or on liquidation of member-funded society	s. 134 (2)

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Section 200: Effect of dissolution of member-funded society on joint tenancy	New
Section 201: Definitions and interpretation	New
Section 202: Applications for registration by pre-existing occupational title societies	New
Section 203: Publication of names of registered occupational title societies	New
Section 204: Effect of registration	ss. 89 and 92
Section 205: Injunction	s. 90
Section 206: Bylaw alterations	s. 91 (d)
Section 207: Cancellation by registrar	s. 91
Section 208: Effect of restoration of dissolved occupational title society	New
Section 209: Filing of records	New. Based on BCA ss. 407 – 408
Section 210: Furnishing of records by registrar	New. Based on BCA s. 8 and BCA Reg. s. 5
Section 211: Publication	New. Based on BCA Reg. s. 6
Section 212: Fees payable to registrar	s. 98
Section 213: Investigation of society	s. 84
Section 214: Involuntary dissolution by registrar	s. 102
Section 215: Dissolution by Lieutenant Governor in Council	s. 101
Section 216: Application of Part 10	ss. 135 – 141

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SOCIETY ACT, R.S.B.C. 1996, Chapter 433

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Section 217: References in applicable provisions of <i>Business Corporations Act</i> and regulations	New
Section 218: Pre-incorporation contracts	New
Section 219: Trust indentures, debentures, receivers and receiver managers	s. 35 (1) and (2)
Section 220: <i>Offence Act</i>	s. 142 (1)
Section 221: General offences	ss. 40 (3), 53 (3), 84 (3) and (5), 142(2) et al
Section 222: Offences respecting records	New. Based on BCA s. 426 (5)
Section 223: Misleading statements an offence	s. 142 (3) – (4)
Section 224: Offences respecting unregistered extraprovincial non-share corporations	New. Based on BCA s. 426 (1) (b)
Section 225: Fines	s. 142 (5)
Section 226: Additional liabilities	New. Based on BCA s. 429
Section 227: Limitation period	New. Based on BCA s. 430
Section 228: General regulation-making authority	s. 99 (1)
Section 229: Regulations applying <i>Business Corporations Act</i> and regulations	New
Section 230: Other regulations	s. 99 (2)
Sections 231 - 251: Transitional provisions	New