



FRASER VALLEY SQUARE & ROUND DANCE ASSOCIATION

Agenda for the Fraser Valley Square & RD Association General Meeting
Oct 23rd, 2016 Time 1:00 pm
Location Centennial Lodge Queens Park New Westminster

Welcome by Jean Galbraith @ 1:03 PM

Welcome to everyone at this the General Meeting of the Fraser Valley Square and Round Dance Association Oct. 23, 2016. I know that for some of you this is your first time here, and for some of you it is very familiar, and we've seen each other many times. This is a "meeting", meaning to meet, and so I want you to take a few moments now to shake hands with your neighbours sitting beside you and introduce yourselves. We do this at most square dances, at most tips, so it's logical to do it now. Before I start the meeting, I'd like to cover some rules that'll help the meeting go smoother, and introduce some new members of the Executive up here at the table and in other parts of the room. First off, our hard-working Secretary Sylvia French (indicate Sylvia) is recording this meeting on tape. Please speak clearly when you ask a question or make a motion, or have any discussion, because she can then get it recorded. If you show your hand, nod, or make any other gesture, it can't be recorded, so remember, speak up. We have a new Treasurer, Don Allan, who would usually be here at the head table, but is not available for this meeting. But we do have new Directors, Gloria & Ernie Ferguson, who will be directing for Abbotsford 'Grand' Squares, Town 'N Country Swingers, Chilliwack Rhythm Reelers, and Guys 'N Gals. Please welcome them. Also welcome our new Social Convenors Eva Matheson and Nelson Baranow. Our upcoming square dance season is an exciting one, with many great events and challenges ahead. We have Festival 2017, which our area is hosting, Abbotsford 'Grand' Squares 35th anniversary, changes to our BC Society Act, new dancer classes underway, the February Gala, and many more special events coming our way. With that in mind, let's get started on our meeting, and get a good start on our square dance season.

Attendance: Abbotsford Grand Squares, Abbotsford Swinging Hubs, Century House, Chilliwack Rhythm Reelers, Chuckwagon 8's, Guys & Gals, Royal Swingers, Squares Across the Border, Stardowners, Surrey Square Wheelers, Swinging Singles, Town 'N' Country Swingers, White Rockers.

13 Clubs in Attendance – **Quorum established.**

Absent: Brent's Bunch, Delta Sundancers, Diamond Country Dancers, Motiv8ors, Quicksteppers, Rhythm B's, Wesburn Wranglers, Wheeling 8's

Additions And Approval of the Agenda: Under new business, A) should read Nelson Baranow, not Don B) New Society Act, report to be given by Blair Wallace. D) Motion by Norm regarding Festival 2020. Also note Don Allen is spelled with an **a** not an **e** **Allan**.

Motion to accept Agenda, with additions/changes Norm Cox/Sandi Poje

Passed

Correspondence: Letter from George & Betty Langtry read by Sylvia.

Greetings to everyone from New Zealand. We hope everyone had a great summer. Hopefully that included some dancing. Several of us took an indirect route to Regina for the Canadian Festival. It was a great event put on by a province that has few dancers.

Clubs are now settled in their regular schedule of dancing. Hopefully the new dancer clubs have recruited a number of new dancers. The key is keeping them in the clubs. We are all volunteers and it takes all dancers to help in some way. When you are asked to help out please say yes. A good way to do this is please respond QUICKLY to requests. You are asked to fill out forms or pay dues for a reason and there are deadlines to meet.

FESTIVAL 17 is coming soon. Please register now. Book accommodation early!

Please try to dance at another club as often as you can. You will be surprised how you enjoy dancing with different people.

If you have any problems please contact Jean & Alex Galbraith or David McVige. See you all in Dec.

Approval of the minutes of AGM May 8, 2016 Kris Christensen/Barb Tryssenaar

Passed

REPORTS

A. Treasurer

Report given by Jean Galbraith in Don's absence

Financial Status

The Treasurer's handoff has been completed and I have been added as a signing officer for the FVSRDA HSBC Accounts (Operating, Valley Circle and DeSmit). Changes have not been made to the Vancity account where the FVSRDA term deposits are held. No changes are required on the term deposits until next summer. Although the formal handoff has occurred, the knowledge transfer still has a long way to go. Mary Cox has been very helpful during the transition and I am sure I will have to check with her many more times in the future.

Handed out at the meeting, Balance Sheet, Income Statement and Reconciliation Report. The Reconciliation Report relates to the September 30, 2016 bank statements. The Balance Sheet and Income Statement reflect all transactions up to October 14, 2016. The balance for the DeSmit account should be \$500.00 lower than it is and the balance for the Operating Account should be \$500.00 higher than it is on the statements. The difference occurred since the Promotion Committee grant was taken from the Operating Account when it should have come from the DeSmit account. Money will be transferred to correct the problem once I get the necessary signatures.

Registration

Registration forms were mailed out to all clubs in August.

So far, I have only received registration forms from one club, the Diamond Country Dancers.

The financial report can be found on the last pages of these minutes for anyone who did not get a copy.

Motion by Otto Baudais to accept Treasurer's report seconded by Ernie Ferguson

Passed

B. Vice President

Alex & Jean Galbraith

Over the summer our executive have participated in many events Canada-wide, with the Regina National, the Penticton Festival, Chase's great weekend, and of course some Washington State events as well.

Locally the Sunday dancing at Abbotsford was well-attended. We celebrated Guys 'N Gals 5th

Anniversary dance on Sept. 18 where they were presented with a crest, and we were pleased to see Norm & Mary Cox there. After having left Chase in the morning, they attended Guys 'N Gals in the afternoon,

and we appreciate that commitment. The next Anniversary celebration will be Abbotsford ‘Grand’ Squares on Nov. 17th. The only disappointment, I guess, would be Square Dance Awareness Week, not that we weren’t granted the recognition but the fact that not many clubs took advantage of it. Otherwise, it’s been an active summer.

C. Valley Circle Webmaster

Blair Wallace

Valley Circle:

September issue & Directory printed – The directory was the much better this year as most clubs used the website to enter information. The website can be used ALL YEAR to update entries. Changes made, such as dance nights / levels, will appear immediately online. Two clubs (Wesburn & Motiv8ors) did not respond.

Current (and Past) Subscription Numbers:

Subscription Type	2014	2015	2016	2017*
Paid Subscriptions – Club Delivery	255	261	255	235
Paid Subscriptions – Mail	25	26	36	20
Exchange Magazines	19	17	15	14
Directors & Others	18	18	19	20
Total	317	2337	325	289

CLUB NAME	2014	2015	2016	2017 *
Abbotsford Swinging Hubs	17	20	19	17
Abbotsford Grand Squares	33	27	39	35
Brent’s Bunch				9
Century House	13	13	14	11
Chuckwagon 8’s “A” LEVEL	16	18	18	9
Chuckwagon 8’s “PLUS” LEVEL	8	14	9	
Chilliwack Rhythm Reelers	16	18	30	25
Delta Sundancers	0	1	0	0
Guys N Gals	7	6	8	5
Motiv8ors	5	8	6	5
Rhythm B’s	10	7	8	4
Royal Swingers	18	19	14	14
Squares Across The Border	1	7	0	0
Surrey Square Wheelers	33	42	41	39
Stardowners	18	15	17	17
Swinging Singles	37	33	35	34
Town & Country Swingers	17	14	13	11
Weavers	2	0		
Wheeling 8s	2	2	6	2
White Rockers	4	7	8	13
	257	271	285	250
Mail	58	51	40	39
Totals	315	322	325	289

* Preliminary – Still waiting for one club “Received today” & expect more in November as people realize they missed renewing.

Accounts Receivable

<i>Club Name</i>	<i>Outstanding Balance</i>
Brent's Bunch	\$11.50
Champlain Heights	\$19.55
John Corrigan	\$40.25
Plume, Dave	\$72.00
Thompson-Shuswap Square & Round Dance Ass	\$10.00
<i>Total Receivables:</i>	<i>\$153.30</i>

Website / Webmaster:

- Ads for November being added
- Site updated for new directors & 2016/2017 season

D. Promotion

Diane O'Hara

The last meeting of the Fraser Valley Promotion Committee was held Sunday August 28 following the Vancouver & District Caller Teachers CORN COB CAPER dance.

Betty Langtry chaired the meeting as Past Chair as Lyle O'Hara was unable to attend.

Topics:

Awareness week which was happening Sept. 11- 17 was discussed. The White Rockers were asked to do a Demo at CAMP ALEXANDER in Crescent Beach on the Saturday which in turn produced a ½ page picture of a square in action. Post many South Surrey people commented about seeing the FRONT page picture & how much fun the participants were having. Suggested that EACH club plan something for SQUARE DANCE WEEK each year to attract more awareness in there areas.

We again are in the process of doing 5 year Calendars which will be available in Spring 2017. Possibly looking into local advertising to help differ the cost.

Promotion Committee was again asked to participate in the Kitsilano Neighbourhood House Fall Fair, 2305 West 7th Avenue, Vancouver on October 22 from 10:30 – 11:00. We were able to secure a Caller – JP Slater & 4 couples to volunteer to go. Anyone interested is welcome to come out & help.

A REQUEST FOR A Demo & participation at an Assisted Living Residence in Kerrisdale are September 18 at 1:30 was Ken Crisp & Wesburn Wranglers attending. The club earned a donation for participating at this event.

Discussion concerning purchasing pens (used in the past to NEW dancers) was approved & 100 were purchased.

Ken Crisp presented some material on funding under the CANADA 150th Fund. (2017). Was suggested possibly after Festival 2017 so we can capitalize on Square & Round Dance Awareness week in BC next September 2017

Next meeting of Promotion Committee is January 14, 2017

at Barbara & Guy Tryssenaar home in Maple Ridge at 10:30 am.

Anyone interested in joining the Promotion Committee are welcome.

E. Driscoll Awards

Ron Robertson

As it is too early in the season to send out any information, we usually wait till late January or February. The recipient of this year's girl's award was Amanda Mawdsley; there were no entries for the boys. The Singles gave time at their Ice Cream Social, which was a very nice Venue for the Award, and will probably ask them again next year.

The Driscoll Award is given out each year in Recognition of the highest level of life-skills achieved by a Teen or Pre-teen as evidenced by Community Service, Volunteering, and Ambassadorship outside the Square Dance Club as well as demonstrated Self Learning through the development of interests in community Positive Disciplines, Growth through part time Employment and other Extra-curricular Educational and Character-Building activities.

Nominations can be made in digital form, either from the website or submitted as electronic documents and emailed to Ron Robertson at ronr1729@gmail.com

See pg. 44 of your Resource book for more information.

F. BC Federation

Sandi Poje

September Newsletter from President Ken Crisp:

- Please support new dancer classes in your area and encourage your friends, family and acquaintances to try Square and Round dancing this year. Without new dancers our activity cannot continue and grow.
- The BCS&RD Federation AGM was held in Penticton, B.C. on August 5, 2016. The Executive elected for a two year term will be:
 - Norm Cox, Past President marymcox@telus.net
 - Ken Crisp, President kcrisp@telus.net
 - Bill Wood, First Vice-President wjwlwood@gmail.com
 - Bill Morey, Second Vice-President wh_morey@telus.net
 - Pat Zeeman, Treasurer BCFedTreasurer@gmail.com
 - Carla Gyle, Secretary cgyle@shaw.ca
- Thank you to the past Executive including Gord Ruedig and Wendy Krueger who have decided to step down at this time.
- There was a motion at the AGM to turn the financial control of the Moving and Grooving program over to its creators, Nick and Mary Anne Turner but the membership decided instead to keep the finances with the Federation.
- The Treasurer presented a report and budget that recommends an increase in membership fees from \$5.00 to \$7.00 for 2017/2018 as expenditures continue to exceed income
- The Executive have been looking at a variety of fund raising ideas including Corporate Sponsorships and Lottery Funds. If you have any ideas or suggestions please discuss these with the First Vice-President, Bill Wood. A good overview of the Federation and its initiatives can be learned by reading the reports submitted to the AGM and available at:
<http://www.squaredance.bc.ca/reports-minutes/bod-reports-minutes>
- A smaller attendance (capped at 860 persons) National Square Dance Festival was held in Regina this summer. This was a successful festival and paves the way for smaller communities to host a National.
- The festival in 2018 will be in London, Ontario but there have been no bids on 2020. The Society would welcome a bid from BC.
- The B.C. Delegates to the Canadian Society, Darcy and Beth McGifford were honoured at the Festival in Regina with the "Award of Excellence".
- Pat Zeeman and Garry Dodds were awarded the BCS&RD Federation's Sillery Award in Penticton on August 5, 2016. Congratulations to both Darcy and Beth and Pat and Garry.
- September 11 to 17, 2016 is proclaimed as Square and Round Dance Awareness week by the Province.
- The Province has made some major changes to the Society Act and Dennis Sutton is heading up a team to revise our Constitution and Bylaws. Please contact Dennis if you can assist him in this very important task. dsutton9@telus.net

- The Provincial Festival is to be held in Cloverdale, on July 6-8, 2017. You can register online or print a registration form on the Federation website.

Clubs, Caller/Cuer, Special Anniversaries and Events:

- Thursday, November 17th 35th Anniversary of the Abbotsford “Grand” Squares
- Sunday, November 27 Annual Benefit Teen Dance at Wesburn Community Centre.
- Sunday, February 05, 2017 Heart & Stroke Benefit Dance
- Saturday, February 11, 2017 Sweetheart Gala
- Saturday, April 01, 2017 is the Board of Directors Meeting at 10 :00 AM at the Abbotsford Seniors Activity Association hall in Abbotsford
- The AGM meeting will be held during BC Festival 2017 in Cloverdale (Surrey), BC July 6-8
- July 19, 20, 21 Convention 2018 London, Ontario

Prepared by: Sandi Poje and Norm Cox

FVS&RDA Delegates to the BCS&RDF

G. Gala

Norm Cox

The 2017 Gala will be held on Saturday, February 11, 2017 at Confederation Senior Centre, North Burnaby – Round Dancing 7 – 7.30pm with Ellen Robertson

Square Dancing 7.30 – 10.00pm with Don Moger from Montreal.

Cost \$15.00 each and Teens \$7.50 each.

Theme – Sweetheart Dance

Posters are available NOW and Tickets go on sale NOVEMBER 1, 2016 from the Gala Committee members. There is a limit to the amount of tickets being sold, so be sure to get them early.

Don Moger would like to hold a PLUS WORKSHOP ON SATURDAY AFTERNOON Feb. 11/16

FROM 2 – 4PM in the same hall. COST OF THE WORKSHOP WILL BE \$3.00 EACH

WITH YOUR GALA TICKETS OTHERWISE \$6.00 EACH – TEENS HALF PRICE.

Find ways to add Life To Your Plus Dancing.

H, Canadian Society

Norm Cox

The Festival in Regina was a great success with 850 dancers in attendance and B.C. had very close to 100 in attendance. The Festival was able to make a small Profit.

The Canadian Society AGM was held on the Saturday morning with most Provinces in attendance and reporting. Full details on the CSRDS Webpage.

The Society asked if we, B.C., could look into holding a CSRDS Festival in 2020 since it will then be 20 years since we held our last Festival. The CSRDS will give us a Grant of \$5,000.00 to start with.

Steve Edlund along with Annette and Norm & Mary Cox have looked into the possibility of holding it at the Guildford Sheraton Hotel. The Hotel has several rooms that would give sufficient space for such a Festival and they have very good accommodation. We are working to get prices at the moment. The flooring will be our biggest problem.

I. Caller /Teacher Association

Ken Crisp Report given by Diane O’Hara in Ken’s absence

117 dancers showed up for the Corn Cob Capers in Abbotsford and ended up with 119 stayed for supper.

Roundaree this Saturday October 29th level 3/4 at the Brookwood Hall in South Langley. See your Valley Circle for info.

Mid Term is coming up Tuesday December 27th 1:30 – 4:00 pm in Abbotsford Day dance in the

Afternoon, for all your New Dancers, not just for the new dancers, we need your help so bring them out! It will be the West Coast Program.

There has been no meeting since mid November so we don’t know the number of new dancers.

J. Festival 2017

Dave McVige Written report submitted by Wendy Krueger

Read by Jean Galbraith in Dave’s absence

There are about 140 people registered for the festival, including 15 callers and cuers.

The winner of the free registration is Chuck Sheehan! Congratulations to Chuck!

The registration cost has gone up to \$45 per person (\$25 for youth). After March 1, 2017, it goes up to \$50 per person (\$30 for youth). Everyone is encouraged to register as early as possible.

More information is being added to the website as it becomes available. Take note if you want to book rooms at the nearest hotel: it is the Holiday Inn located at 64th Ave and 176th Street– very close to our venue – rooms need to be booked before May 18th, 2017 to get in on the special rates. They have a 14 day cancelation policy.

- Dogwood Campground and Tynehead RV Park are listed on the Festival website – they will take registrations as early as this month
- Dry Camping (with electricity) onsite is a 10 minute walk from the halls. We will have a 6 or 8 seater golf cart shuttle for campers. Note that if you want to camp together, you need to arrive together. Handicapped spots will be closer to washrooms. Please let Betty and George Langtry know if you need to camp in the H/C spots.

Hopefully local dignitaries will accept our invitation to attend our opening ceremonies.

Ad space in our Festival booklet will be for sale to local businesses.

The Chilliwack Décor Team is planning all the Festival decorating. Shannon Hall will be decorated with sunrise as a theme and the Alice McKay building will sport the sunset theme.

Publicity chair couple Alex and Jean Galbraith are getting the word out to as many individuals and square dance organizations as possible, and are asking for the help of all registered dancers to spread the work, invite people, wear your ribbon that says you are registered. Clubs are asked to keep the Festival poster in sight and keep a few registration forms on hand. Registration on line is open and proving to be quite popular. There is a fee from our financial services provider for this service and it is added to the registration total when you pay on line. It is requested that club announcements include mention of the Festival frequently, i.e. weekly. Callers and cuers are asked to register for the Festival and talk it up at your dances. A 2-foot by 4-foot banner was purchased and it was taken to various events over the summer, including the National Convention, Chase the Fun, and Circle 8 Ranch in WA State. Committee members can bring the banner to clubs to display on a club night or at a special dance.

It is understood by Jean that Dave McVige has the banner at his place so contact Dave if you want it.

K. Scroll of Honor

Barb Tryssenaar

Synopsis of Report as submitted by Barbara:

As we return to dancing for the fall season, it is now time to think about honouring those dancers who have made a contribution to our activity.

This Scroll of Honour award is to recognize those people who have gone above & beyond the call of duty and have shown leadership and work beyond the Club level.

Each year the Scroll of Honour committee reviews the submissions or nominations that have been submitted. The recipients of the previous two years make up the Scroll of Honour committee and they determine who will get the award for 2016. These awards will be presented at the 2017 Gala on February 11th. There are many people in our region that have done many things to enrich and aid in the development of our recreation.

SO please take a look around your squares and your clubs and send in a nomination to the Scroll of Honour chair (Barbara Tryssenaar).

It would be appreciated if you would send in your nominations by November 15th. More information will be presented at the next fvs&rda meeting.

Discussion of Reports followed

Motion to accept Reports by Diane O'Hara Seconded by Beth Mills

Passed

New Business brought forward

A. Appointment of Eva Matheson & Nelson Baranow as Social Convenors

Moved by Norm Cox seconded by Otto Baudais

Passed

Break for Coffee @ 2:10 pm

Old Business

a) Society Act Meeting Report given at the Executive meeting by Peter Tamin, and offer by Blair to review and advise on his findings.

New Business

A. New Society Act – Blair Wallace

As requested by the FVS&RDA Executive, I have reviewed the information provided by Peter Tamin with respect to the required transition to BC's new Societies Act.

Basically what is happening in the BC Government has re-written the Societies Act to bring it up-to-date. The BIG change will be in reporting – all will be done on-line.

It's easier than you may think. "Transitioning" requires a society to re-file, in electronic format, its current constitution and bylaws with the Corporate Registry. A few changes to the content of the constitution and bylaws may be required, as will be discussed below.

Societies cannot transition until the new Act comes into effect on Nov. 28, 2016. They will then have two years, until Nov. 28, 2018, to file their Transition Application. The Transition Application will be an online form provided by the Corporate Registry – paper filings will not be allowed.

To get ready for the transition we need to have a look at the Association's Constitution and Bylaws. We also need to make a decision with respect to whether the Association is "Member Funded".

See complete report on last pages of these Minutes, for those who did not get a copy at the meeting.

Closure:

Transition must be complete by November 28, 2018

To Transition, a Society must file a transition application consisting of its revised constitution, consolidated (or completely new) bylaws, and statement of directors and registered office.

I recommend:

- a) We consider a Special Resolution to become a Member Funded Society at the AGM.
- b) We strike a small committee (3 people) to review the current bylaws and recommend changes for the consideration of the members at the AGM. The committee would also prepare the necessary edits for the Resource Binder related to the transition and related matters (i.e. the documentation). The committee can meet electronically (i.e. exchange drafts by email). All documents to be ready by March 1, 2017 so that they can be circulated to all members for consideration.
- c) We file the changes to the directors as needed following the AGM.
- d) We transition to the new Societies Act following the AGM.

Motion by Blair Wallace seconded by Mary Cox that a Committee be set up in this regard

Passed

Blair willing to lead the Committee volunteers Mary Cox – Jean Galbraith – Eva Matheson.

Report to be brought to the next General Meeting.

To All Clubs:

The BC Government is transitioning from the Society Act to the Societies Act starting on November 28, 2016. This is important if your club is a registered society in BC. The steps clubs need to follow are as follows:

- 1) Determine if your club is a registered society. You can know this if your club receives an annual bill from the Government for society fees. If your club does, proceed to 2). If no, you are done.
- 2) Collect together a copy of your constitution and bylaws. If you can't locate a complete up-to-date copy, they can be obtained from the BC Government.
- 3) Review your constitution and bylaws against the requirements of the new act. See: http://www2.gov.bc.ca/assets/gov/employment-business-and-economic-development/business-management/permits-licences-and-registration/corporations/societies/societies_act_transition_guide.pdf (I can email you a copy).
- 4) Begin the transition process. The process will likely require changes to your constitution and bylaws which would need to be made at a general meeting or annual general meeting of your club through special resolutions. The transition must be complete by November 28, 2018.

If your club IS a registered society and you do not choose to transition, your club will be de-registered as a society. The club must consider the pros and cons of such a decision.

If your club needs some assistance in the matter, please contact me: jwallace@shaw.ca
Blair

B. Resource Book

Mary Cox

Thanks to all who brought their Resource Books as suggested, they are now updated and ready to be picked up on the back table. Please don't go home without them.

C. Festival 2020

Norm Cox

MOTION – Moved by Norm Cox and seconded by Ron Robertson that the F.V.S. & R.D.A in co-operation with the V. & D. Caller/Teachers Association and with the blessing of the B.C.S.&R.D. Federation seek input and gather information as to the feasibility of holding a CSRDS National Festival in the Lower Mainland in July 2020.

Since this time I have been gathering information so I have an amendment to the original motion made at the fvs&rda Executive Meeting on October 15th 2016

Norm Cox moves that we Amend the Motion to read That the F.V.S.&R.D.A. in co-operation with the V.&D. caller/teachers Association and with the blessing of the B.C.S.&R.D. Federation "make application to CSRDS requesting permission to stage 2020 CSRDS Festival in Surrey B.C." Seconded by Chris Christensen

Steve suggests the Hotel in Guildford have spaces more than what Regina had, the big room is not as big, but it does have more rooms, and three that can be opened up to form a room large enough for opening and closing ceremonies.

Upon the Canadian Society's acceptance of our request to host Festival we will receive a forgivable loan of \$5,000. The CSRDS request 15% of the gate to be turned in to them but we'd like that reduced to 10%. Regina made a profit of \$20,000 and charges \$85.00 Registration, suggestion that we would be charging \$100.00 with 800 in attendance we would make a small profit.

Quotes are being requested for staging (flooring) Garnet is looking into this.

Vote called for Amendment to the Motion

Passed

Main Motion by Norm Cox Seconded by Kris Christensen that “the F.V.S.&R.D.A. in co-operation with the V.&D. caller/teachers Association and with the blessing of the B.C.S.&R.D. Federation make application to CSRDS requesting permission to stage 2020 CSRDS Festival in Surrey B.C.” **Passed**

The letter of intent will be submitted by Norm which would give us a full 3 years to plan.

Those who attended the Regina Festival are invited to view the rooms at the Guildford Hotel to compare to the rooms in Regina

Thursday November 3rd at 11:00 am park underground and give your licence plate # into reception.

Show of hands indication that eight will be attending.

Good & Welfare

Dave McVige's Brother passed away and our condolences will be sent. Wendy Krueger's Mom Beth is out of Hospital & Wendy spending time in Victoria supporting her.

Phyllis Mitchell passed away in the Summer, as well as Alice Fairbourn, they will both be missed.

Order of the Day

November 17th Abbotsford Grand Squares Celebrate their 35th Anniversary at the ASA Hall 7:30 pm

See your Valley Circle, and online for updates on all upcoming events.

Registration forms for Festival 2017 can be picked up here and taken to your Clubs.

Motion to Adjourn by Blair at 3:45 pm

Next meeting January 22nd 2017 1:00 pm

Dr. J. Blair Wallace

5108 – 216th Street
Langley, BC V3A 2N3
(604) 897-0876
jbwallace@shaw.ca

MEMORANDUM

October 30, 2016

To: FVS&RDA

From: Dr. J. Blair Wallace

Re: Transition to the New BC Societies Act

All,

As requested by the FVS&RDA Executive, I have reviewed the information provided by Peter Tamilin with respect to the required transition to BC's new Societies Act.

Basically what is happening in the BC Government has re-written the Societies Act to bring it up-to-date. The BIG change will be in reporting – all will be done on-line.

It's easier than you may think. "Transitioning" requires a society to re-file, in electronic format, its current constitution and bylaws with the Corporate Registry. A few changes to the content of the constitution and bylaws may be required, as will be discussed below.

Societies cannot transition until the new Act comes into effect on Nov. 28, 2016. They will then have two years, until Nov. 28, 2018, to file their Transition Application. The Transition Application will be an online form provided by the Corporate Registry – paper filings will not be allowed.

To get ready for the transition we need to have a look at the Association's Constitution and Bylaws. We also need to make a decision with respect to whether the Association is "Member Funded".

So, first things first:

Are we a Member Funded Society?

On reading the Transition Documents that Peter provided, there is one important decision that must be made before we transition to the new Societies Act. The decision is whether the FVS&RDA wants to be a Member Funded Society or not.

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. Member Funded Societies are subject to fewer disclosure and accountability measures than other societies.

	Member-funded societies	Other societies
Distribution of assets on winding up	No restrictions – assets could go to members	Assets can only be distributed to certain entities (e.g. non-member-funded societies, registered charities or community service cooperatives)
Number of directors	One director is sufficient – no residency requirements	At least three, one of whom is ordinarily resident in B.C.
Composition of board of directors	No restrictions on number of board members who are employed by or under contract with the society	Majority of board must not be employed by or be under contract with the society
Financial statements	No public right to copies	Public has right to obtain copies
Disclosure of remuneration	No disclosure of remuneration required	Financial statements must set out remuneration paid to directors and to highly paid employees/contractors
Conversion to company	Can convert	Not possible

See: <http://www.bcregistryservices.gov.bc.ca/bcreg/societiesact/July2016FAQ.page> points 17 to 23

BUT,

Member Funded Societies are not eligible for Gaming Grants from the Ministry of Community, Sport and Cultural Development. As I read the rules, the FVS&RDA would not be the eligibility for such grants (see: <http://www2.gov.bc.ca/assets/gov/sports-recreation-arts-and-culture/gambling/grants/guide-cgg.pdf>) anyway as we:

- Do not “primarily operate for community benefit”; or,
- Do not “provide programs that benefit the community and not solely its members’ interest”.

As required by Section 3.1 of the eligibility for grants.

If we want to become a Member Funded Society, we must pass a “Special Resolution” before we transition. The Special Resolution would require 75% approval in accordance with the current bylaws.

I recommend that at the Annual General Meeting of the FVS&RDA a Special Resolution as follows be presented for the member’s consideration:

“It is herewith moved that on transition to British Columbia’s new Societies Act, that the Fraser Valley Square and Round Dance Association become a Member Funded Society”

The Constitution:

The FVS&RDA Constitution as it presently stands is consistent with the requirements of the new Societies Act. As a result, no changes are needed.

The Bylaws:

The FVS&RDA Bylaws as they presently stand are consistent with the requirements of the new Societies Act. We have always filed consolidated copies, so no “consolidation” is required. We are very lucky. Currently, the bylaws place no restrictions on the availability of records to members, there is no proxy voting, etc.

BUT it may be the opportunity to have a good look at the bylaws and make updates / changes. I have taken the opportunity to go through the current bylaws and have a number of suggestions for minor changes. For example, Section 2.1 of the bylaws reads:

2.1 Membership in the Fraser Valley Square and Round Dance Association shall be available to any club whose leader is a member in good standing with their recognized association. (Refer to 1.1(I))

1.1 (I) reads:

(I) “Caller” shall mean any leader who is a member in good standing with their recognized association, as determined by the Fraser Valley Square and Round Dance Association.

As I read these sections, a club without a caller cannot be a member of the Association. Further, a club whose caller is not a member of the V&DCTA cannot be a member. Requiring a club to have a caller and requiring that caller to be in good standing with a separate organization is not logical. This should be fixed.

When can bylaw changes be made?

Societies will have several opportunities to amend their bylaws (or replace them entirely) in order to remove inconsistencies, impose restrictions and provide authorizations. Here are the options:

1. Amend bylaws before new Act comes into force (before Nov. 28, 2016)
 - requires special resolution – 3/4 vote
 - requires separate filing of special resolution (under current *Society Act*) and \$50 fee
- Note:** Once the new Act comes into force on Nov. 28, 2016, a society will be unable to amend its bylaws until it transitions.
2. Amend bylaws on transition (on or after Nov. 28, 2016)
 - requires special resolution – 2/3 vote (unless higher threshold expressly set out in bylaws) or 3/4 vote if special resolution was passed before Nov. 28, 2016
 - can be done as part of the Transition Application – no separate filing or fee is involved
3. Amend bylaws after transition
 - requires special resolution – 2/3 vote (unless higher threshold expressly set out in bylaws)
 - requires separate filing (bylaw alteration application) and \$50 fee

Statement of Directors and Registered Office:

We need to make sure that the current filings for the list of directors and the address for the registered office of the Association are up-to-date. As some names will change at the AGM, this can be done then.

Registered Office:

The Registered Office of the Association under the current bylaws is the Treasurer’s address. We need to add the following information to the Resource Binder and insure that these records are kept and maintained:

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 bylaws of the society;
 - iii. the statement of directors and registered office of the society;
- c. each confirmation, other certificate or certified copy of a record furnished to the society by the registrar, other than in response to a request;
- d. a copy of each order made in respect of the society by any court or tribunal, in Canada or elsewhere, or a federal, provincial or municipal government body, agency or official, including the registrar;
- e. the society's register of directors, including contact information provided by each director;
- f. each written Consent to Act as Director referred to in section 42 (4) (a) [designation, election and appointment of directors] and each written resignation of a director;
- g. a copy of each record described in section 56 (3) (c) [disclosure of director's interest] or 62 (3) (c) [disclosure of senior manager's interest] evidencing a disclosure by a director or senior manager;
- h. the society's register of members, organized by different classes of member if different classes exist, including contact information provided by each member;
- i. the minutes of each meeting of members, including the text of each resolution passed at the meeting;
- j. a copy of each ordinary resolution or special resolution, other than a resolution included in the minutes referred to in paragraph (i), and, in the case of a resolution consented to in writing by the voting members, a copy of each of the consents to that resolution;
- k. the financial statements of the society required under section 35 [financial statements] and the auditor's report, if any, on those financial statements.

Closure:

Transition must be complete by November 28, 2018

To Transition, a Society must file a transition application consisting of its revised constitution, consolidated (or completely new) bylaws, and statement of directors and registered office.

I recommend:

- e) We consider a Special Resolution to become a Member Funded Society at the AGM.
- f) We strike a small committee (3 people) to review the current bylaws and recommend changes for the consideration of the members at the AGM. The committee would also prepare the necessary edits for the Resource Binder related to the transition and related matters (i.e. the documentation). The committee can meet electronically (i.e. exchange drafts by email). All documents to be ready by March 1, 2017 so that they can be circulated to all members for consideration.
- g) We file the changes to the directors as needed following the AGM.
- h) We transition to the new Societies Act following the AGM.

CONSENT TO ACT AS DIRECTOR

To: *Fraser Valley Square and Round Dance Association* (the "Society")

I hereby consent to act as a director of *Fraser Valley Square and Round Dance Association*. My consent will continue to be effective until I resign as a director or I revoke my consent.

I certify that I am not disqualified from acting as a director under s. 44 of the *Societies Act* (British Columbia).

DATED *[month, day, year]*.

[director name]

Prescribed Address*: *[prescribed address]*

Delivery: *[delivery address]*

Mailing: same or *[mailing address]*

*Prescribed address is the "office" or place where an individual can usually be served during the hours of 9 a.m. to 4 p.m. on business days, or it is the individual's residential address. Delivery must be a physical address, while mailing may include or be a PO Box.

SOCIETIES ACT (BRITISH COLUMBIA)

Persons qualified to be directors

- 44 (1) A person is qualified to be a director of a society only if the person is an individual who is at least 18 years of age.
- (2) Despite subsection (1), an individual who is 16 or 17 years of age is qualified to be a director of a society if provided for in the regulations.
- (3) Despite subsections (1) and (2), an individual is not qualified to be a director of a society if the individual is
- (a) found by any court, in Canada or elsewhere, to be incapable of managing the individual's own affairs,
 - (b) an undischarged bankrupt, or
 - (c) convicted in or out of British Columbia of an offence in connection with the promotion, formation or management of a corporation or unincorporated entity, or of an offence involving fraud, unless
 - (i) the court orders otherwise,
 - (ii) 5 years have elapsed since the last to occur of
 - (A) the expiration of the period set for suspension of the passing of sentence without a sentence having been passed,
 - (B) the imposition of a fine,
 - (C) the conclusion of the term of any imprisonment, and
 - (D) the conclusion of the term of any probation imposed, or
 - (iii) a pardon was granted or issued, or a record suspension was ordered, under the Criminal Records Act (Canada) and the pardon or record suspension, as the case may be, has not been revoked or ceased to have effect.