UNION OF BRITISH COLUMBIA MUNICIPALITIES ACT

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WHEREAS the Union of British Columbia Municipalities is a body formed for the purpose of representing in one organization the various municipalities of the Province:

THEREFORE HER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of British Columbia, enacts as follows:

Definition

1 In this Act;

"ministry" means the ministry of the minister charged with responsibility for the administration of the *Local Government Act* and the *Community Charter*;

"UBCM" means the Union of British Columbia Municipalities.

Union of British Columbia Municipalities continued

2 The Union of British Columbia Municipalities is continued as a corporation, consisting of its members and without share capital.

Objects of UBCM

- 3 The objects of UBCM are as follows:
 - (a) to secure united action among members in dealing with all matters of common municipal interest, and, when considered expedient, to represent members in matters affecting them or the welfare or interests of their citizens;
 - (b) to cooperate with other organizations in dealing with matters under the legislative jurisdiction of Canada;
 - (c) to discuss and to deal with all problems of municipal government and municipal taxation;

- (d) to cooperate with the ministry in the continued development of sound municipal government in the Province, and to recommend amendments to the *Local Government Act*, the *Community Charter* and any other Acts that may affect the affairs of municipalities, and to cooperate with any other bodies having similar aims;
- (e) to represent and assist members in maintaining and furthering municipal autonomy to a degree beneficial to the public interest at the municipal level;
- (f) to acquire, assimilate, and distribute among the members statistics, enactments, results of judicial findings, and other general information that is considered of value to the members;
- (g) to hold meetings in accordance with its bylaws for promoting the above objects and for creating and fostering a fraternal spirit among those engaged in municipal work;
- (h) to encourage and promote the organization and development of area associations and, for the purposes of the *Local Government Act*, the *Community Charter* and any other Acts, to certify all such associations that are bona fide area associations;
- (i) to promote and initiate educational training in municipal administration, including contributing, receiving, managing and investing contributions and donations from members or other persons for the C.S.J. McKelvey Scholarship Fund or other funds and expending these in granting scholarships and bursaries to municipal employees and officers for improving their education or proficiency in municipal administration;
- (j) without restricting the generality of paragraphs (a) to (i), to carry on all of the activities previously conducted by the Union of British Columbia Municipalities as it existed before the enactment of the Union of British Columbia Municipalities Incorporation Act, S.B.C. 1959, c. 106.

Relationship with other organizations

4 If authorized by simple resolution of the membership, UBCM may become a member of or cooperate with any other society or association, whether incorporated or not, whose objects are in whole or in part similar to the objects of UBCM.

Power to adopt bylaws

- 5 (1) UBCM may, in general meetings, make bylaws governing its operations and procedure.
 - (2) Without restricting the generality of subsection (1), bylaws under that subsection may include all or any of the matters authorized to be dealt with by bylaws under the *Society Act*.

Property and borrowing powers

- **6** (1) UBCM may
 - (a) hold, possess, develop, or acquire by purchase, lease, exchange, donation, devise, bequest, endowment or otherwise, any real and personal property necessarily useful for carrying out its purposes and objects, and
 - (b) sell, lease, mortgage, pledge, hypothecate or alienate that property in any manner.
 - (2) UBCM may
 - (a) borrow, raise or secure the payment of money in the manner that it thinks fit, subject to the provisions of its bylaws, and
 - (b) draw, make, accept, endorse, execute and issue promissory notes, bills of exchange and other negotiable instruments.

Application of other Acts to UBCM

- 7 (1) The following provisions of the *Business Corporations Act* apply to UBCM:
 - (a) section 9 (1) [service of documents on corporation];
 - (b) section 27 [name to be displayed];
 - (c) section 31 [joint tenancy in property];
 - (d) section 32 [extraterritorial capacity];
 - (e) section 34 (1) [registered office and records office];
 - (f) section 35 [notice of change of address];
 - (g) section 42 (1) (p) [financial statements and auditor's report to be kept at records office] and section 46 (3) [access to records office records] as it applies in relation to section 42 (1) (p);
 - (h) section 50 [registrar order for access to records] as it applies in relation to records referred to in section 42 (1) (p) of that Act;
 - (i) section 126 [register of directors];
 - (j) section 128 (3) (a) [removal of director by special resolution] and section 131 (a) [appointment to fill vacancy];
 - (k) section 142 (3) [provisions exempting or indemnifying directors];
 - (1) section 143 [validity of acts of directors and officers];
 - (m) section 145 [corporate representatives];
 - (n) section 182 [annual general meeting required];
 - (o) section 186 [court orders for meetings] as it applies in relation to annual general meetings;
 - (p) section 193 [form and effect of contracts];
 - (q) section 196 [accounting records];

- (r) sections 198 [financial statements] and 199 [approval of financial statements];
- (s) section 204 (1) to (5) [appointment of auditors];
- (t) section 206 [independence of auditors];
- (u) section 207 [remuneration of auditors];
- (v) sections 212 [auditor reports] and 213 [reasons for qualified opinion];
- (w) section 215 (1) [questions at annual general meeting];
- (x) section 217 (1) [auditor's right of access];
- (y) section 219 [auditor may attend and speak at meetings].
- (2) The following provisions apply to UBCM:
 - (a) section 111 (5) [no prejudice to common law restrictions] of the Companies Act, R.S.B.C. 1960, c. 67, as it read before its repeal by the Companies Act, S.B.C. 1973, c. 18;
 - (b) section 113 [director relief is acted honestly and reasonably] of the Companies Act, R.S.B.C. 1960, c. 67, as it read before its repeal by the Companies Act, S.B.C. 1973, c. 18;
 - (c) section 168 (2) [responsibility of member obtaining court order for meeting] of the Companies Act, R.S.B.C. 1960, c. 67, as it read before its repeal by the Companies Act, S.B.C. 1973, c. 18;
 - (d) section 120 [director to disclose interest] of the Company Act, R.S.B.C. 1996, c. 62, as it read before its repeal by the Business Corporations Act;
 - (e) section 172 (3) [member and debenture holder entitlement to financial statements] of the Company Act, R.S.B.C. 1996, c. 62, as it read before its repeal by the Business Corporations Act.
- (3) The provisions referred to in subsections (1) (k) and (2) (b) also apply to the auditors of UBCM.
- (4) A person who contravenes any of the following commits an offence:
 - (a) section 27 of the *Business Corporations Act*, as it applies under subsection (1) (b) of this section;
 - (b) section 34 (1) of the *Business Corporations Act*, as it applies under subsection (1) (e) of this section;
 - (c) section 42 (1) (p) of the *Business Corporations Act*, as it applies under subsection (1) (g) of this section;
 - (d) section 46 (3) of the *Business Corporations Act*, as it applies under subsection (1) (g) of this section;
 - (e) section 182 of the *Business Corporations Act*, as it applies under subsection (1) (n) of this section;
 - (f) section 196 of the *Business Corporations Act*, as it applies under subsection (1) (q) of this section;

- (g) section 168 (2) of the *Companies Act*, R.S.B.C. 1960, c. 67, as it applies under subsection (2) (c) of this section;
- (h) section 120 of the *Company Act*, R.S.B.C. 1996, c. 62, as it applies under subsection (2) (d) of this section;
- (i) section 172 (3) of the *Company Act*, R.S.B.C. 1996, c. 62, as it applies under subsection (2) (e) of this section.
- (5) The following provisions of the *Society Act* apply to UBCM:
 - (a) section 2 (2) [no distribution of assets to members];
 - (b) section 4 (3) [powers to sue and contract];
 - (c) section 5 [members not liable for society's debts];
 - (d) section 8 [no share capital];
 - (e) section 9 [interest of member not transferable];
 - (f) section 69 [provision of constitution and bylaws to members];
 - (g) section 70 [register of members];
 - (h) section 71 (1) [winding up];
 - (i) section 94 [authentication of documents to be filed with registrar], as it read before its repeal by the Society Amendment Act, 2004;
 - (j) section 95 [documents filed with registrar].
- (6) Section 41 [priorities on winding up] of the Societies Act, R.S.B.C. 1960, c. 362, as it read before its repeal by the Societies Act, S.B.C. 1977, c. 80, applies to UBCM.
- (7) If provisions referred to in subsections (1) to (6) are varied by or inconsistent with or repugnant to the provisions of this Act, the provisions of this Act prevail to the extent of the variation, inconsistency, or repugnancy.
- (8) Section 163 [information as to remuneration of directors] of the Companies Act, R.S.B.C. 1960, c. 67, as it read before its repeal by the Companies Act Amendment Act, 1965, applies to UBCM.
- (9) Section 21 (2) [restrictions on capacity of corporation] of the Company Act, R.S.B.C. 1996, c. 62, as it read before its repeal by the Business Corporations Act, applies to UBCM.

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