

# ASSOCIATION OF FORMER M.L.A.s OF BRITISH COLUMBIA ACT

## CHAPTER 1

*Assented to February 10, 1998*

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

#### **Definitions**

- 1 In this Act:
  - “**association**” means the Association of Former M.L.A.s of British Columbia under section 2;
  - “**board**” means the board of directors of the association;
  - “**former M.L.A.**” means a person who was, but is not currently, a member of the Legislative Assembly;
  - “**special resolution**” means a special resolution as defined in the *Society Act*.

#### **Association**

- 2 The society established as the Association of Ex-M.L.A.s. of British Columbia, registered under the *Society Act* as incorporation number S23170, is continued as a non-profit corporation under this Act, to be known as the Association of Former M.L.A.s of British Columbia.

#### **Objects of the association**

- 3 (1) The objects of the association are

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- (a) to put the knowledge and experience of its members at the service of parliamentary democracy in British Columbia and elsewhere,
  - (b) to serve the public interest by providing non-partisan support for the parliamentary system of government in British Columbia,
  - (c) to foster a spirit of community among former M.L.A.s,
  - (d) to foster good relations between current and former M.L.A.s, and
  - (e) to protect and promote the interests of former M.L.A.s.
- (2) The association must not pursue its objects for any partisan political purpose.

**Powers of the association**

- 4
- (1) For the purposes of this Act, the association has the power and capacity of a natural person of full capacity.
  - (2) Without limiting subsection (1), the association may do the following for the purposes of furthering its objects:
    - (a) initiate, finance and administer programs and activities relevant to its objects, including programs and activities by government, public or private organizations and agencies or individuals;
    - (b) establish and award scholarships, fellowships or bursaries for study related to its objects;
    - (c) recognize, by means it considers appropriate, outstanding contributions to the promotion and understanding of British Columbia's parliamentary system of government;
    - (d) acquire, establish and manage any charitable or benevolent work, undertaking or foundation it considers appropriate;
    - (e) do such other things as are conducive to the fulfillment of its purpose and to the exercise of its objects.

**Membership in the association**

- 5
- (1) All former M.L.A.s are eligible to be members of the association and may become members of the association in accordance with its bylaws.
  - (2) Other persons may be made honorary members or associate members of the association in accordance with its bylaws.

**Board of directors**

- 6
- (1) The affairs of the association must be managed by a board of directors consisting of the president, vice president and other directors elected, appointed or holding office in accordance with the bylaws of the association.
  - (2) The president of the association must preside at meetings of the board and may perform other duties as may be assigned by the board.

- (3) In the absence of the president or if the president is unable to act, the vice president has the powers and responsibilities of the president.

**Officers**

- 7 The officers of the association are the president, vice president, secretary-treasurer and any other officers provided for by the bylaws of the association.

**Meetings of the association**

- 8 (1) The association must hold an annual general meeting at least once each calendar year and may hold other general meetings as convened by the board.
- (2) Business to be considered at the annual general meeting of the association must include adoption of a financial statement for the association and any other matters required by the bylaws of the association.
- (3) If requisitioned by 10 members of the association, the board must convene a general meeting of the association without delay and, for these purposes, section 58 of the *Society Act* applies.
- (4) The association must give at least 14 days' written notice of a general meeting to those members entitled to receive notice of the general meeting, but those members may waive or reduce the period of notice for a particular meeting by unanimous consent in writing.

**Meetings of the board**

- 9 (1) The board must meet at least once each year and may meet at other times as it considers necessary.
- (2) If the board holds a meeting and a director participates in the business of the meeting by electronic means only, the director is deemed to be fully present at the meeting for the purposes of this Act.
- (3) Subject to the bylaws, a majority of the directors holding office constitutes a quorum at a meeting of the directors.
- (4) The affirmative votes of the majority of the directors present at a meeting at which a quorum is present are sufficient to pass a resolution or bylaw of the association.

**Bylaws**

- 10 The association may, by special resolution, make bylaws for the association respecting the following:
- (a) membership in the association;
  - (b) the election and appointment of directors, their term of office and the expenses, if any, to be reimbursed to the directors;
  - (c) the terms of engagement of agents and consultants for the association;

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- (d) the calling and holding of meetings of the board and committees of the board or association, and the procedure to be followed at such meetings;
- (e) the appointment of patrons and honorary members;
- (f) the delegation of powers to the board or a committee of the board;
- (g) generally, the administration and management of the affairs of the association and the exercise of the directors' powers and the performance of their duties.

**Other corporate matters**

- 11
- (1) The association is not an agent of the government and the directors, officers and employees of the association are not part of the public service.
  - (2) Subject to this Act and a regulation under subsection (3), the *Society Act*, the *Company Act* and the *Company Clauses Act* do not apply to the association.
  - (3) The Lieutenant Governor in Council may, by regulation, provide that provisions of the *Society Act* or the *Company Act* apply to the association.
  - (4) Subject to a bylaw of the association providing for the remuneration of officers, employees and agents of the association,
    - (a) any profits or accretions to the value of property of the association must be used to further the activities of the association, and
    - (b) no part of the property or profits of the association may be distributed, directly or indirectly, to any member of the association.
  - (5) In the event that the association is dissolved or wound up, its assets remaining after payment of liabilities must be distributed to one or more charitable organizations in British Columbia.

**Transitional**

- 12
- On the coming into force of this Act,
- (a) the Association of Ex-M.L.A.s. of British Columbia ceases to be a society under the *Society Act*,
  - (b) the persons who are members and honorary members of the Association of Ex-M.L.A.s. of British Columbia at that time are the members and honorary members of the association,
  - (c) the persons who are the directors and officers of the Association of Ex-M.L.A.s. of British Columbia at that time are the directors and officers of the association, and
  - (d) to the extent they are consistent with this Act, the bylaws of the Association of Ex-M.L.A.s. of British Columbia as they were immediately before the coming into force of this Act are continued as the bylaws of the association.