



**Condominium Home Owners' Association of British Columbia**  
***Serving BC's Strata Property Owners since 1976***

Suite 202 – 624 Columbia Street, New Westminster, B.C. V3M 1A5  
Tel: 604 584-2462 Fax: 604 515-9643 Toll Free: 1 877353-2462  
Email: office@choa.bc.ca Website: www.choa.bc.ca

**Society # S-12296 Bylaws & Standing Rules as of April 21, 2007**

**1 Part – Interpretation**

- 1 (1) In these bylaws, unless the context otherwise requires:

"Association" means the Condominium Home Owners' Association of B.C.;

"directors" means the directors of the Association for the time being;

"*Society Act*" means the *Society Act* of British Columbia from time to time in force and all amendments to it;

"registered address" of a member means the member's address as recorded in the register of members.

"member" or "members" includes Strata Corporation Members, Business Members and Associate Members, as defined later in these bylaws.

(2) The definitions in the *Society Act* on the date these bylaws become effective apply to these bylaws.

- 2 Words importing the singular include the plural and vice versa, and words importing a male person include a female person and a corporation.

**Part 2 – Membership**

- 3 (1) The members of the Association are the applicants for incorporation of the Association, and those persons who have subsequently become

members, in accordance with the bylaws of the Association from time to time and, in either case, have not ceased to be members.

(2) Every member must uphold the constitution and comply with these bylaws.

**Good Standing**

- 4 All members are in good standing except a member who has failed to pay the applicable current annual membership fee, or any other subscription or debt due and owing by the member to the Association, and the member is not in good standing so long as the debt remains unpaid.

**Membership Ceases**

- 5 Membership with the Association shall cease upon:

(a) failure to pay dues within sixty (60) days of their due date, unless a written request for a thirty (30) day extension has been received and approved by the Board of Directors,

(b) by delivering a resignation in writing to the secretary of the Association or by mailing or delivering it to the address of the Association,

(c) on his or her death, or in the case of a strata corporation or a corporation, on dissolution, or

(d) on being expelled.

6 (1) A member may be expelled by a special resolution of the members passed at a general meeting.

(2) The notice of special resolution for expulsion must be accompanied by a brief statement of the reasons for the proposed expulsion.

(3) The member who is the subject of the proposed resolution for expulsion must be given an opportunity to be heard at the general meeting before the special resolution is put to a vote.

#### **Voting – Strata Corporation Members**

7 (1) Strata Corporation Members shall consist of all Strata Corporations who have made application for voting membership by means of either a duly adopted majority vote resolution of their Strata Corporation at an Annual or Special General Meeting or a motion passed by a majority at a Council meeting and have paid the annual fee to join the Association (“Strata Corporation Members”).

(2) All owners of strata lots located in complexes that are Strata Corporation Members shall have access to the services of the Association for matters concerning their individual strata lots.

#### **Non-Voting Members – Business Members**

8 (1) Business members shall consist of those businesses whose applications have been accepted by the board of directors and who have paid the annual fee to join the Association. (“Business Members”).

(2) A business may apply for membership with the Association. The board of directors of the Association shall review each application and decide whether to accept the applicant as a business member.

(3) Business Members shall enjoy all the benefits accorded to Strata Corporation Members except that they shall have no voting privileges and may only be appointed to the board of directors of the Association by a

majority vote of the board of directors at a board meeting held in accordance with these bylaws.

#### **Non-Voting Members – Associate Members**

(4) Associate members shall consist of those strata lot owners whose application has been accepted by the board of directors and who have paid the annual fee to join the Association (“Associate Members”).

(5) Any individual strata lot owner may apply to the Association as an Associate Member.

(6) The access of Associate Members to the Strata Property Advisor shall be limited to those matters related to their individual strata lots.

(7) Associate Members have no voting rights at general meetings and are not eligible to be elected or appointed to the board of directors.

### **Part 3 – Meetings of Members**

9 General meetings of the Association must be held at the time and place that the directors decide and in accordance with the *Society Act*.

10 Every general meeting, other than an annual general meeting, is an extraordinary general meeting.

11 The directors may, when they think fit, convene an extraordinary general meeting.

12 (1) Notice of a general meeting must specify the place, day and hour of the meeting, and, in case of special business, the general nature of that business.

(2) The accidental omission to give notice of a meeting to, or the non-receipt of a notice by, any of the members entitled to receive notice does not invalidate proceedings at that meeting.

**13** An annual general meeting must be held prior to the last day of April every calendar year.

#### **Part 4 — Proceedings at General Meetings**

**14** Special business is

all business conducted at an annual general meeting or extraordinary general meeting, except the following:

(a) the consideration of the financial statements;

(b) the report of the directors;

(c) the report of the auditor, if any;

(d) the election of directors;

(e) the appointment of the auditor, if required;

(f) the other business that, under these bylaws, ought to be conducted at an annual general meeting, or business that is brought under consideration by the report of the directors issued with the notice convening the meeting.

**15** "Roberts Rules of Order, Newly Revised 10<sup>th</sup> Edition" shall apply on all questions of procedure in respect of general meetings which are not otherwise specified in these bylaws.

**16** (1) Business, other than the election of a chair and the adjournment or termination of the meeting, must not be conducted at a general meeting at a time when a quorum is not present.

(2) If at any time during a general meeting there ceases to be a quorum present, business then in progress must be suspended until there is a quorum present or until the meeting is adjourned or terminated.

(3) A quorum is 3 Strata Corporation Members present or a greater number that the Strata Corporation Members may determine at a general meeting.

**17** If within 30 minutes from the time appointed for a general meeting a quorum is not present, the meeting, if convened on the requisition of members, must be terminated, but in any other case, it must stand adjourned to the same day in the next week, at the same time and place, and if, at the adjourned meeting, a quorum is not present within 30 minutes from the time appointed for the meeting, the members present constitute a quorum.

**18** Subject to bylaw 19, the president of the Association, the vice president or, in the absence of both, one of the other directors present, must preside as chair of a general meeting.

**19** If at a general meeting

(a) there is no president, vice president or other director present within 15 minutes after the time appointed for holding the meeting, or

(b) the president and all the other directors present are unwilling to act as the chair,

the Strata Corporation Members present, must, by majority vote, choose either one of their number or anyone else present at the meeting to be the chair.

**20** (1) A general meeting may be adjourned from time to time and from place to place, but business must not be conducted at an adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

(2) When a meeting is adjourned for 10 days or more, notice of the adjourned meeting must be given as in the case of the original meeting.

(3) Except as provided in this bylaw, it is not necessary to give notice of an adjournment or of the business to be conducted at an adjourned general meeting.

**21** (1) A resolution at a general meeting must be seconded.

(2) The chair of a meeting may move or propose a resolution.

(3) Upon the occasion of a tie vote, the chair shall not have a further vote and the resolution will not pass.

**22** (1) Voting is by show of voting cards.

(2) Voting by proxy is permitted.

(3) The authorized representative of a Strata Corporation Member in good standing shall have one vote for every fifty (50) strata lots in the strata corporation or portion thereof. The voting cards will be distributed as follows with no one strata corporation to exceed a maximum of ten (10) votes:

1	to	50	Strata Lots	1	Vote
51	to	100	Strata Lots	2	Votes
101	to	150	Strata Lots	3	Votes
151	to	200	Strata Lots	4	Votes
201	to	250	Strata Lots	5	Votes
251	to	300	Strata Lots	6	Votes
301	to	350	Strata Lots	7	Votes
351	to	400	Strata Lots	8	Votes
401	to	450	Strata Lots	9	Votes
451	and over		Strata Lots	10	Votes

**23** A Strata Corporation Member may vote by its authorized representative, who is entitled to speak, vote, and in all other respects exercise the rights of the Strata Corporation Member, and that representative is considered a Strata Corporation Member for all purposes with respect to a meeting of the Association.

## Part 5 — Directors and Officers

**24** (1) The directors may exercise all the powers and do all the acts and things that the Association may exercise and do, and that are not by these

bylaws or by statute or otherwise lawfully directed or required to be exercised or done by the Association in a general meeting, but subject, nevertheless, to

(a) all laws affecting the Association,

(b) these bylaws, and

(c) any rules, not being inconsistent with these bylaws, that are made from time to time by the Association in a general meeting.

(2) A rule, made by the Association in a general meeting, does not invalidate a prior act of the directors that would have been valid if that rule had not been made.

(3) Prior to the first board meeting each year following the annual general meeting of the Association, each director must sign a confidentiality agreement in the form approved by the board of directors from time to time.

(4) An elected board member must be a registered resident owner or the resident spouse of a registered owner of a strata lot located in a strata complex that is a Strata Corporation Member in good standing at the time of the person's election to the board.

(5) A board member can complete his or her term even if his or her Strata Corporation ceases to be a Strata Corporation Member sometime during the term.

(6) No more than one director shall be elected to the board of directors from any one Strata Corporation Member.

**25** (1) The president, vice president, secretary, treasurer and one or more other persons are the directors of the Association.

(2) The board of directors shall consist of a minimum of 7 to a maximum of 15 members and the immediate past president. Up to 12 members shall be elected, and up to 3 business members may be appointed.

**26** (1) A director must retire from office at an annual general meeting if his or her term is up.

(2) The board shall call for nominations at least four (4) weeks prior to the annual general meeting and shall accept nominations until closing time of the Association's business office on the last business day prior to the annual general meeting. Further nominations may be made from the floor, provided the nominee is present or has given his written consent.

(3) An election may be by acclamation, otherwise it must be by ballot.

(4) The election of the directors shall take place at an annual or extraordinary general meeting.

(5) The election shall be conducted by voting card and those candidates who receive the six highest number of votes shall be declared elected for a two (2) year term as opposed to the other successful candidates, who will be elected for a one (1) year term.

(6) A board member's term of office shall commence at the termination of the annual or extraordinary general meeting.

(7) The term of office of an elected board member whose Strata Corporation ceases its membership shall end at the next annual general meeting of the Association.

**27** (1) The directors may at any time and from time to time appoint a member, other than an Associate Member, as a director to fill a vacancy in the directors.

(2) A director from a Strata Corporation Member so appointed is eligible for re-election at the next annual general meeting, when his or her term is over.

(3) The term of a Business Member director appointed by the board of directors is one year, and a Business Member director is eligible to be reappointed by the board for further term(s) of one year.

(4) An act or proceeding of the directors is not invalid merely because there are less than the prescribed number of directors in office.

**28** (1) The members may, by special resolution, remove a director, before the expiration of his or her term of office, and may elect a successor to complete the term of office.

(2) Any member of the board may be suspended from office by the board, if in the opinion of seventy-five (75) per cent of other board members, he or she is not performing his or her board functions and duties, or if he or she ceases to be eligible for office.

(3) A suspension made pursuant to subsection (2) may be appealed in writing within thirty (30) days of the board's decision to suspend.

(4) The appeal will be presented at a board meeting. Upon reaching a seventy-five (75) per cent decision of the board, the member may be reinstated or the vacancy created may be filled by a majority vote of the board.

**29** A director must not be remunerated for being or acting as a director but a director must be reimbursed for all expenses necessarily and reasonably incurred by the director while engaged in the affairs of the Association.

## Part 6 — Proceedings of Directors

**30** (1) The directors may meet at the places they think fit to conduct business, adjourn and otherwise regulate their meetings and proceedings, as they see fit.

(2) The quorum of directors required to conduct business is a majority of the elected board members.

(3) The president is the chair of all meetings of the directors, but if at a meeting the president is not present within 30 minutes after the time appointed for holding the meeting, the vice president must act as chair, but, if neither is present, the directors present may choose one of their number to be the chair at that meeting.

(4) A director may at any time, and the secretary, on the request of a director, must, convene a meeting of the directors.

**31** (1) The directors may delegate any, but not all, of their powers to staff members and/or committees.

(2) A committee must conform to any rules imposed on it by the directors, and must report every act or thing done in exercise of those powers to the earliest meeting of the directors held after the act or thing has been done.

(3) The board of directors shall establish bank accounts and/or merchant Visa/Master Card/American Express accounts as required by the Association.

(4) Association cheques must be signed by two signing officers, at least one of whom must be a board member with signing authority..

(5) Signing officers shall be as follows:

- (a) president and treasurer of the board;
- (b) two other board members as appointed by the board; and

(c) subject to subsection (4), staff members if appointed by the board to be signing officers.

(6) The board of directors may, at its discretion, appoint staff members, including an executive director, who shall be salaried employees of the Association and shall perform duties as may be delegated.

**32** A committee must elect a chair of its meetings, but if no chair is elected, or if at a meeting the chair is not present within 30 minutes after the time appointed for holding the meeting, the directors present who are members of the committee must choose one of their number to be the chair of the meeting.

**33** The members of a committee may meet and adjourn as they think proper.

**34** (1) The board of directors shall, at the first board meeting following the annual general meeting, elect from amongst its members a president, vice president, secretary, treasurer, or secretary-treasurer, to serve in these positions until the Association's next annual general meeting.

(2) The immediate past president shall:

- (a) be an honorary position only and shall hold no voting privileges at any board meetings; and
- (b) hold a term of office until the current president steps down.

**35** A director who may be absent temporarily from British Columbia may send or deliver to the address of the Association a waiver of notice, which may be by letter or fax, of any meeting of the directors and may at

any time withdraw the waiver, and until the waiver is withdrawn,

(a) a notice of meeting of directors is not required to be sent to that director, and

(b) any and all meetings of the directors of the Association, notice of which has not been given to that director, are valid and effective if a quorum of the directors is present.

**36** (1) Questions arising at a meeting of the directors or at a committee of directors must be decided by a majority of votes.

(2) In the case of a tie vote, the chair has a second and casting vote.

**37** (1) A resolution proposed at a meeting of directors or committee of directors needs to be seconded.

(2) The chair of a meeting may move or propose a resolution.

**38** A resolution in writing, signed by all the directors and placed with the minutes of the directors, is as valid and effective as if regularly passed at a meeting of directors.

## Part 7 — Duties of Officers

**39** (1) The president presides at all meetings of the Association and of the directors.

(2) The president is the chief executive officer of the Association and must supervise the other officers in the execution of their duties.

**40** The vice president must carry out the duties of the president during the president's absence.

**41** The secretary must do the following:

(a) conduct the correspondence of the Association;

(b) issue notices of meetings of the Association and directors;

(c) keep minutes of all meetings of the Association and directors;

(d) have custody of all records and documents of the Association except those required to be kept by the treasurer;

(e) have custody of the common seal of the Association;

(f) maintain the register of members.

**42** The treasurer must

(a) keep the financial records, including books of account, necessary to comply with the *Society Act*,

(b) render financial statements to the directors, members and others when required, and

(c) act as the chief financial officer of the Association.

**43** (1) The offices of secretary and treasurer may be held by one person who is to be known as the secretary treasurer.

**44** In the absence of the secretary from a meeting, the directors must appoint another person to act as secretary at the meeting.

## Part 8 — Seal

**45** The directors may provide a common seal for the Association and may destroy a seal and substitute a new seal in its place.

**46** The common seal must be affixed only when authorized by a resolution of the directors and then only in the presence of the persons specified in the resolution, or if no persons are specified, in the presence of the president and secretary or president and secretary treasurer.

## **Part 9 — Borrowing**

**47** The board may borrow monies for the purpose of carrying out the objectives of the Association, but no debenture will be issued without the sanction of a special resolution passed by the Strata Corporation Members at an annual or extraordinary general meeting

## **Part 10 — Auditor**

**48** The board of directors shall appoint a chartered accountant, a certified general accountant, or a certified accountant to audit or review the financial records after the end of the fiscal year and prior to the annual general meeting.

**49** At each annual general meeting the Association must appoint an auditor to hold office until the auditor is re-elected or a successor is elected at the next annual general meeting.

**50** An auditor may be removed by majority resolution.

**51** An auditor must be promptly informed in writing of the auditor's appointment or removal.

**52** A director or employee of the Association must not be its auditor.

**53** The auditor may attend general meetings.

## **Part 11 — Notices to Members**

**54** A notice may be given to a member, either personally or by mail, to the member at the address listed in records of the Association.

**55** A notice sent by mail is deemed to have been given on the second day following the day on which the notice is posted, and in proving that notice has been given, it is sufficient to prove the notice was properly addressed and put in a Canadian post office receptacle.

**56** (1) Notice of a general meeting must be given to

(a) every Strata Corporation Member shown on the register of members on the day notice is given, and

(b) the auditor.

(2) No other person is entitled to receive notice of a general meeting.

**57** There shall be a minimum of twenty-eight (28) days' notice of the annual or extraordinary general meeting, such notice to be mailed to all Strata Corporation Members whose membership is in good standing at the address listed in the records of the Association.

## **Part 12 — Bylaws**

**58** On being admitted to membership, each member is entitled to, and the Association must give the member without charge, a copy of the constitution and bylaws of the Association.

**59** These bylaws must not be altered or added to except by special resolution.

## **Extraordinary General Meetings**

**60** An extraordinary general meeting may be called at any time by a written request from three (3) of the elected board members or by a written request of five (5) per cent of the eligible votes that may be cast by Strata Corporation Members.

## **Part 13 — Proxies**

**61** (1) A proxy shall be in writing and signed by two members of the Strata Council of a Strata Corporation Member.

(2) No one person can hold proxies for more than five (5) Strata Corporation Members at either an

annual or extraordinary general meeting.

#### **Part 14 — Regional Advisory Councils**

**62** (1) Regional advisory councils of the Association may be located in various geographical areas of British Columbia as designated by the board of directors, and shall consist of those members within the region.

(2) Members located outside the boundaries of a designated region may be assigned to a region at the discretion of the board.

**63** (1) The purpose of a Regional Advisory Council is:

(a) consultation on new legislation and policy;

(b) discussion and research on new technology and building conditions and failures;

(c) discussion on strata operations, policies and laws affecting strata owners;

(d) review of new education, resource and research initiatives;

(e) review of municipal and regional concerns.

#### **Part 15 — Fiscal Year**

**64** The Fiscal Year of the Association shall be January 1<sup>st</sup> to December 31<sup>st</sup>.

#### **Part 16 — Dues**

**65** The annual dues shall be as stated in the standing rules and shall be as recommended by the board and approved by the Strata Corporation Members at an annual general meeting.

#### **Part 17 — Non-Members**

**66** (1) At the discretion of the board, non-members may attend either an

annual or extraordinary general meetings or a seminar held by the Association.

(2) Both members and non-members may be charged a fee for attending seminars.

#### **Part 18 — Expenditures**

**67** (1) Subject to subsection (2), Expenditures on behalf of the Association shall be made in accordance the approved budget adopted at the annual general meeting.

(2) Expenditures over the budgeted amount may be made at the discretion of the board provided that the amount, together with all other unapproved expenditures for that fiscal year, does not exceed \$5,000.00 or 5% of the annual operating budget, whichever is the less. Any further expenditures must be approved by the Strata Corporation Members.

(3) One or more staff members of the Association shall be permitted to make authorized expenditures at the discretion and direction of the board of directors.

#### **Part 19 - Proceeds of net income at fiscal year end**

**68** At the recommendation of the board of directors, the Association may, by majority vote, elect to transfer up to 50% of operating net proceeds at the end of a fiscal year to the CHOA Housing & Research Foundation. The funds transferred to the foundation must form part of the capital of the foundation with only the proceeds of revenue for the purposes of the Foundation to be used for the foundation's operations.



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## **CHOA ~ THE CONDOMINIUM HOME OWNERS' ASSOCIATION OF BC**

### **STANDING RULES FORM PART OF CHOA BYLAWS**

#### **(\*) STANDING RULES 2007**

- 1. The Annual Dues of the Association shall be shall be \$5.00 per strata lot per year with a minimum of \$55.00 per corporation per year and a maximum of \$550 per Corporation per year.**

**Effective January 1, 2007 the minimum membership fee shall be \$75.00. <sup>1</sup>**

- 2. The Annual Dues of a Non-voting Business Member shall be \$225.00 per year.**
- 3. The Annual Dues of a Non-Voting Associate Member shall be \$55.00 per year.**

**Effective January 1, 2007 the minimum Non-voting Associate Member membership fee shall be \$75.00. <sup>2</sup>**

- 4. The books and records of the Association may be inspected and copied at the inspector's expense, at the rate of \$0.25 per page**

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<sup>1</sup> Approved at the Annual General Meeting of CHOA, by Special Resolution April 25, 2006

<sup>2</sup> Approved at the Annual General Meeting of CHOA, by Special Resolution April 25, 2006