

Condominium Home Owners Association

A non-profit association serving strata owners since 1976

Bulletin: 400-027

Oct 21, 2005

Strata Property Act section 40 – 57

Division 4 — Annual General Meetings and Special General Meetings

Annual general meeting

- 40 (1) The strata corporation must hold annual general meetings except as provided under section 41.
(2) An annual general meeting must be held no later than 2 months after the strata corporation's fiscal year end.

Waiver of annual general meeting

- 41 (1) The strata corporation does not have to hold an annual general meeting if, before the last date by which the meeting must be held, all eligible voters waive, in writing, the holding of the meeting and consent, in writing, to resolutions that
- approve the budget for the coming fiscal year,
 - elect a council by acclamation, and
 - deal with any other business.
- (2) If 2 or more persons share one vote with respect to a strata lot, all of them must consent to the waiver of the meeting and to the resolutions under subsection (1).

Special general meeting called by strata corporation

- 42 The strata corporation may hold a special general meeting at any time after giving notice in accordance with section 45.

Special general meeting called by voters

- 43 (1) Persons holding at least 25% of the strata corporation's votes may, by written demand, require that the strata corporation hold a special general meeting to consider a resolution or other matter specified in the demand.
(2) The demand must be signed by each of the persons making it.
(3) Subject to section 44, the strata corporation must hold the special general meeting within 4 weeks after the demand is given to the strata corporation.
(4) The president of the council may call the special general meeting without holding a council meeting.
(5) At the special general meeting, the resolution or any other matter specified in the demand is the first item on the agenda and must be dealt with before consideration of any other matter about which notice has been given.
(6) If a special general meeting is not held within the time period set out in subsection (3), the persons making the demand may themselves hold a special general meeting by complying with the provisions of this Act, the regulations and the bylaws respecting the calling and holding of special general meetings.

Waiver of special general meeting

- 44 (1) The strata corporation does not have to hold a special general meeting to consider a resolution if all eligible voters waive, in writing, the holding of the meeting and consent, in writing, to the resolution.
(2) If 2 or more persons share one vote with respect to a strata lot, all of them must consent to the waiver of the meeting and to the resolution under subsection (1).

Notice requirements for annual or special general meeting

- 45 (1) The strata corporation must give at least 2 weeks' written notice of an annual or special general meeting to all of the following:
- every owner, whether or not a notice must also be sent to the owner's mortgagee or tenant;
 - every mortgagee who has given the strata corporation a Mortgagee's Request for Notification under section 60;
 - every tenant who has been assigned a landlord's right to vote under section 147 or 148, if the strata corporation has received notice of the assignment.

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(2) A person who has a right to be notified under this section may, in writing, waive the right and may, in writing, revoke a waiver.

(3) The notice of the annual or special general meeting must include a description of the matters that will be voted on at the meeting, including the proposed wording of any resolution requiring a 3/4 vote or unanimous vote.

(4) If the meeting is an annual general meeting, the notice must include the budget and financial statement referred to in section 103.

(5) A vote at an annual or special general meeting may proceed despite the lack of notice as required by this section, if all persons entitled to receive notice waive, in writing, their right to notice.

(6) If 2 or more persons share one vote with respect to a strata lot, all of them must consent to the waiver of notice under subsection (5).

Agenda and resolutions at an annual or special general meeting

46 (1) Subject to subsection (2), the council determines the agenda of an annual or special general meeting.

(2) Persons holding at least 25% of the strata corporation's votes may, by written demand, propose a resolution or raise a matter specified in the demand.

(3) A resolution or matter raised under subsection (2) must be included

(a) in the notice given under section 45 (3) about the next annual or special general meeting of the strata corporation, and

(b) on the agenda of that meeting.

(4) Subsection (3) does not apply to a special general meeting held under section 43 (6).

Failure to give proper notice of meeting

47 Failure to give proper notice of an annual or special general meeting to a person entitled to receive notice under section 45 does not invalidate a vote taken at the meeting as long as the strata corporation made a reasonable attempt to give the notice in accordance with that section.

Quorum for annual or special general meeting

48 (1) Business must not be conducted at an annual or special general meeting unless a quorum is present.

(2) Subject to the bylaws, a quorum for an annual or special general meeting is

(a) eligible voters holding 1/3 of the strata corporation's votes, present in person or by proxy, or

(b) if there are fewer than 4 strata lots or fewer than 4 owners, eligible voters holding 2/3 of the strata corporation's votes, present in person or by proxy.

(3) Unless otherwise provided in the bylaws, if within 1/2 hour from the time appointed for an annual or special general meeting a quorum is not present, the meeting stands adjourned to the same day in the next week at the same place and time but, if on the day to which the meeting is adjourned a quorum described in subsection (2) is not present within 1/2 hour from the time appointed for the meeting, the eligible voters present in person or by proxy constitute a quorum.

Electronic attendance at meetings

49 (1) A strata corporation may, by bylaw, provide for attendance at an annual or special general meeting by telephone or any other method, if the method permits all persons participating in the meeting to communicate with each other during the meeting.

(2) A person who attends a meeting as provided under subsection (1) is present in person at the meeting.

Voting at annual or special general meetings

50 (1) At an annual or special general meeting, matters are decided by majority vote unless a different voting threshold is required or permitted by the Act or the regulations.

(2) Despite section 45 (3), during an annual or special general meeting amendments may be made to the proposed wording of a resolution requiring a 3/4 vote if the amendments

(a) do not substantially change the resolution, and

(b) are approved by a 3/4 vote before the vote on the resolution.

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Reconsideration of resolution passed by 3/4 vote

- 51 (1) This section applies only if a resolution required to be passed by a 3/4 vote is passed at an annual or special general meeting by persons holding less than 50% of the strata corporation's votes.
- (2) The strata corporation must not take any action to implement a resolution referred to in subsection (1) for one week following the vote unless there are reasonable grounds to believe that immediate action is necessary to ensure safety or prevent significant loss or damage.
- (3) Within the one week following the vote, persons holding at least 25% of the strata corporation's votes may, by written demand, require that the strata corporation hold a special general meeting to reconsider the resolution.
- (4) The demand must be signed by each person making it.
- (5) After receiving a demand for a special general meeting under subsection (3), the strata corporation must not take any action to implement the resolution unless there are reasonable grounds to believe that immediate action is necessary to ensure safety or prevent significant loss or damage.
- (6) The strata corporation must hold the special general meeting within 4 weeks after the demand is given to the strata corporation.
- (7) The president of the council may call the special general meeting without holding a council meeting.
- (8) At the special general meeting, the resolution to be reconsidered is the first item on the agenda and must be dealt with before consideration of any other matter about which notice has been given.
- (9) Despite any other provision of this Act, the regulations or the bylaws, if a quorum is not present within 1/2 hour of the start of the special general meeting, the meeting must not proceed.
- (10) The resolution stands and may be implemented only if one of the following conditions is met:
- (a) a demand for reconsideration is not made under this section;
 - (b) the resolution is approved by a 3/4 vote at the special general meeting held under this section;
 - (c) the meeting held under this section does not proceed for lack of a quorum as set out in subsection (9).
- (11) The resolution may be presented for reconsideration under this section only once.

Unanimous votes

- 52 (1) This section applies only to strata corporations comprised of 10 or more strata lots.
- (2) If a resolution required to be passed by a unanimous vote under the Act or the regulations is supported by all of the strata corporation's votes except for
- (a) the vote in respect of one strata lot, in a strata corporation comprised of at least 10 strata lots, or
 - (b) the votes in respect of more than one strata lot, if those votes together represent less than 5% of the strata corporation's votes,
- the strata corporation may, by a resolution passed by a 3/4 vote at an annual or special general meeting, apply to the Supreme Court for an order under subsection (3).
- (3) On application under subsection (2), the court may, if satisfied that the passage of the resolution is in the best interests of the strata corporation and would not unfairly prejudice the dissenting voter or voters, make an order providing that the vote proceed as if the dissenting voter or voters had no vote.
- (4) In making an order under subsection (3), the court may make any other order it considers just, including an order that the strata corporation offer to purchase a strata lot owned by a dissenting voter at its fair market value or that the strata corporation otherwise compensate a dissenting voter.

Division 5 — Voting

Number of votes per strata lot

- 53 (1) At an annual or special general meeting each strata lot has one vote unless different voting rights are set out in a Schedule of Voting Rights in the prescribed form in accordance with section 247, 248 or 264.
- (2) Despite subsection (1), a strata corporation may, by bylaw, provide that the vote for a strata lot may not be exercised, except on matters requiring a unanimous vote, if the strata corporation is entitled to register a lien against that strata lot under section 116 (1).

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(3) If, in accordance with a bylaw passed under subsection (2), a vote for a strata lot may not be exercised, the strata lot's vote must not be considered for the purposes of determining a quorum in accordance with section 48 or for the purposes of sections 43 (1), 46 (2) and 51 (3).

Voters

54 The following persons may vote at an annual or special general meeting:

- (a) an owner, unless a tenant or mortgagee has the right to vote under paragraph (b) or (c);
- (b) a tenant who has been assigned a landlord's right to vote under section 147 or 148, unless a mortgagee has the right to vote under paragraph (c);
- (c) a mortgagee of a strata lot, but only in respect of insurance, maintenance, finance or other matters affecting the security for the mortgage and only if
 - (i) the mortgagee gives the mortgagee the right to vote, and
 - (ii) at least 3 days before the meeting the mortgagee has given to the strata corporation, the owner and the tenant referred to in paragraph (b), if any, written notice of the mortgagee's intention to vote.

Special voters

55 (1) If a person who may vote under section 54 is under 16 years of age, the person's right to vote may be exercised only by the person's parent or guardian.

(2) If a person who may vote under section 54 lacks the capacity to make a decision for a reason other than being under 16 years of age, the person's right to vote may be exercised only by someone who is legally authorized to act for the person with respect to the strata lot.

Proxies

56 (1) A person who may vote under section 54 or 55 may vote in person or by proxy.

(2) A document appointing a proxy

- (a) must be in writing and be signed by the person appointing the proxy,
- (b) may be either general or for a specific meeting or a specific resolution, and
- (c) may be revoked at any time.

(3) The following persons may be proxies:

- (a) only if permitted by regulation and subject to prescribed restrictions, an employee of the strata corporation;
 - (b) only if permitted by regulation and subject to prescribed restrictions, a person who provides strata management services to the strata corporation;
 - (c) subject to the regulations, any other person.
- (4) A proxy stands in the place of the person appointing the proxy, and can do anything that person can do, including vote, propose and second motions and participate in the discussion, unless limited in the appointment document.

Shared vote

57 (1) If 2 or more persons share one vote with respect to a strata lot, only one of them may vote on any given matter.

(2) If the chair is advised before or during a vote that the 2 or more persons who share the one vote disagree on how their vote should be cast on a matter, the chair must not count their vote in respect of that matter.

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