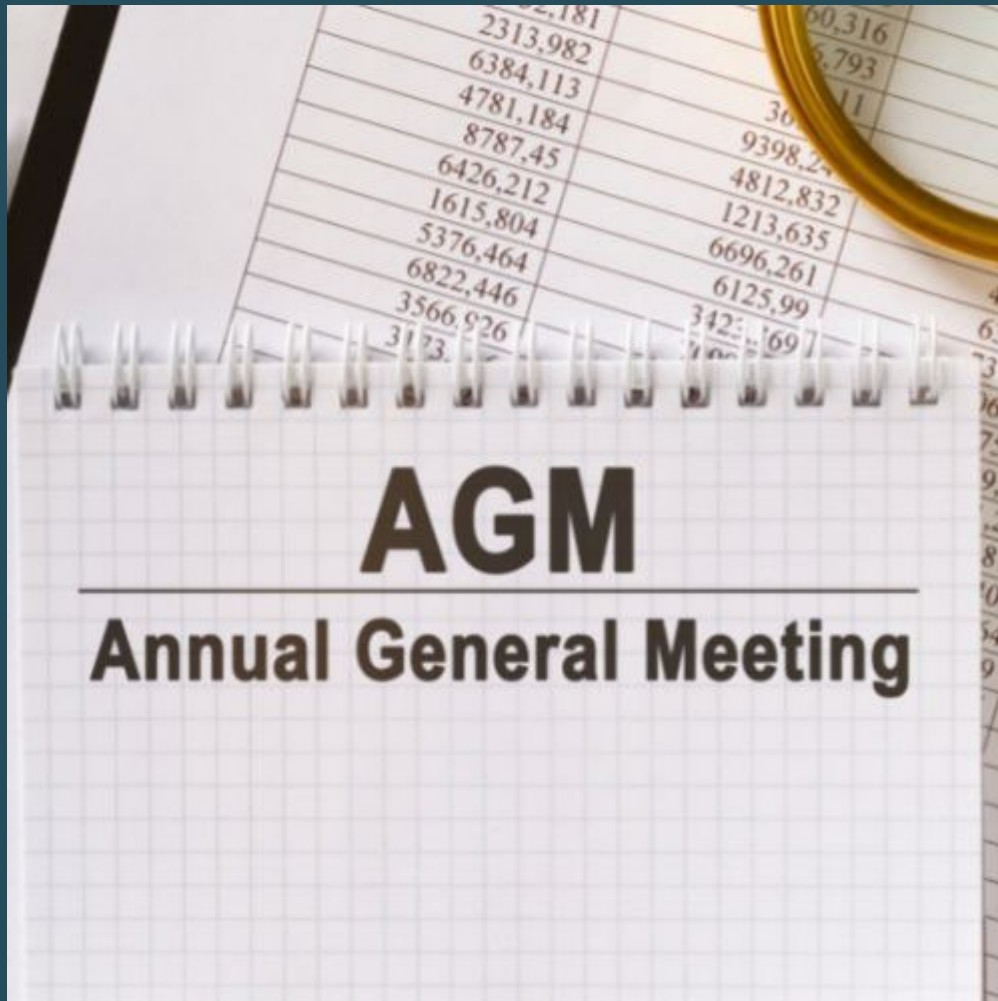


# Information session for Yukon societies

March 20-22, 2023



How to hold  
an AGM and  
plan for the  
year ahead

**Yukon**



# Who's here?

- Please introduce yourself and let us know what society or societies you are representing.
- Sign up for our mailing list:  
<https://forms.office.com/r/JRBv8Aw4W2>



# On the agenda for today...

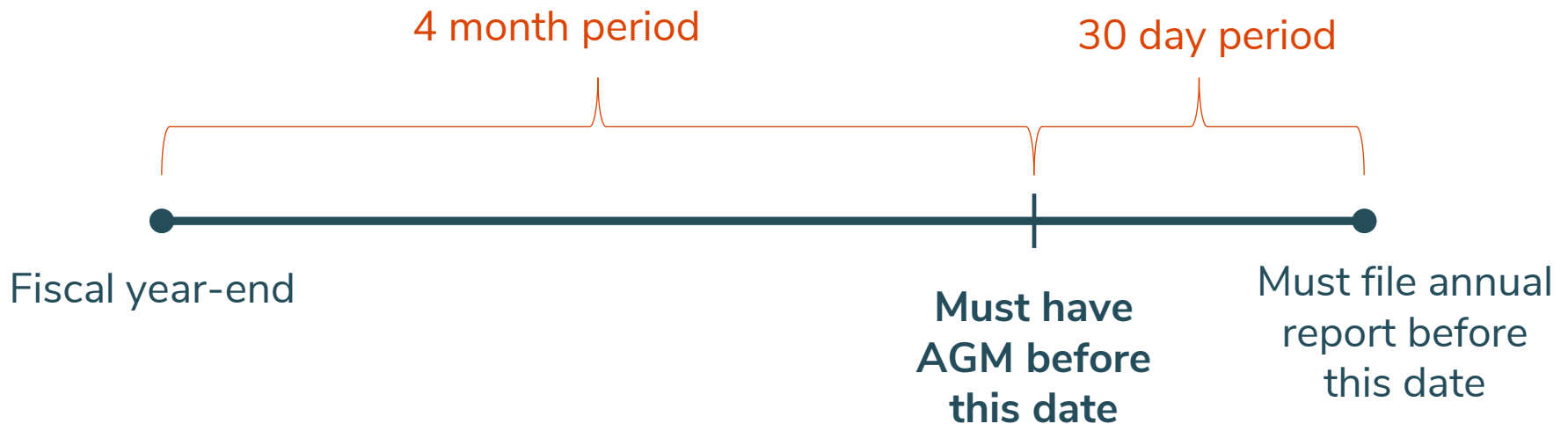
- When to hold an AGM and how to give notice
- Presenting financial statements at your AGM
- How to prepare for your AGM in the year ahead
- Suggested orders of business
- What to do if the board doesn't hold an AGM

# When to hold your AGM



- If you have incorporated a new society, you have 16 months after incorporating to hold your first AGM
- After that, you must hold an AGM within 4 months of your fiscal year-end
- Under the new Act, your annual report is due 30 days after the 4-month deadline
- For example, a society with a March 31 year-end needs to have an AGM before July 31 and file their annual report before August 31

# When to hold your AGM



\*These rules apply once you're fully transitioned to the new Act. If you're still in your transitional fiscal year, you need to both have your AGM and file your annual report within 4 months of your fiscal year-end.\*



# Giving notice of your AGM

- You need to give your members written notice of your AGM
- If you have more than 3 members, you can send out notice by:
  - Mailing or emailing the date, time and location of the AGM to every member of the society with the amount of notice specified in your bylaws.
  - If you email the notice, you must also;
    - Publishing the notice either in a newspaper or the society's website 3 weeks before the AGM
- If you intend to pass any special resolutions at your AGM, you must include the text of that resolution in your notice.



# What needs to happen at an AGM?

- Members need to receive and review financial statements, which need to have been reviewed by an accountant if it was required;
- Members need to elect new board members, unless the bylaws state otherwise; and
- The society needs to appoint an accountant for the upcoming year, if an accountant is required.



# How to prepare financial statements for your AGM

- Financial statements must:
  - be prepared with generally accepted accounting principles;
  - consist of a balance sheet and a statement of revenues and expenditures;
  - be approved by the board and be signed by two board members;
  - include details of any government funding or public donations;
  - include details of payment to board members or people associated with board members; and
  - include details about any payments of more than \$75,000 to employees or contractors.



# How to prepare financial statements for your AGM

- At the end of your fiscal year, make sure you understand whether you need a financial review from an accountant before you hold your AGM
- The rules about this are complicated due to the transition between the old and new legislation





# Who's still using the old Act?



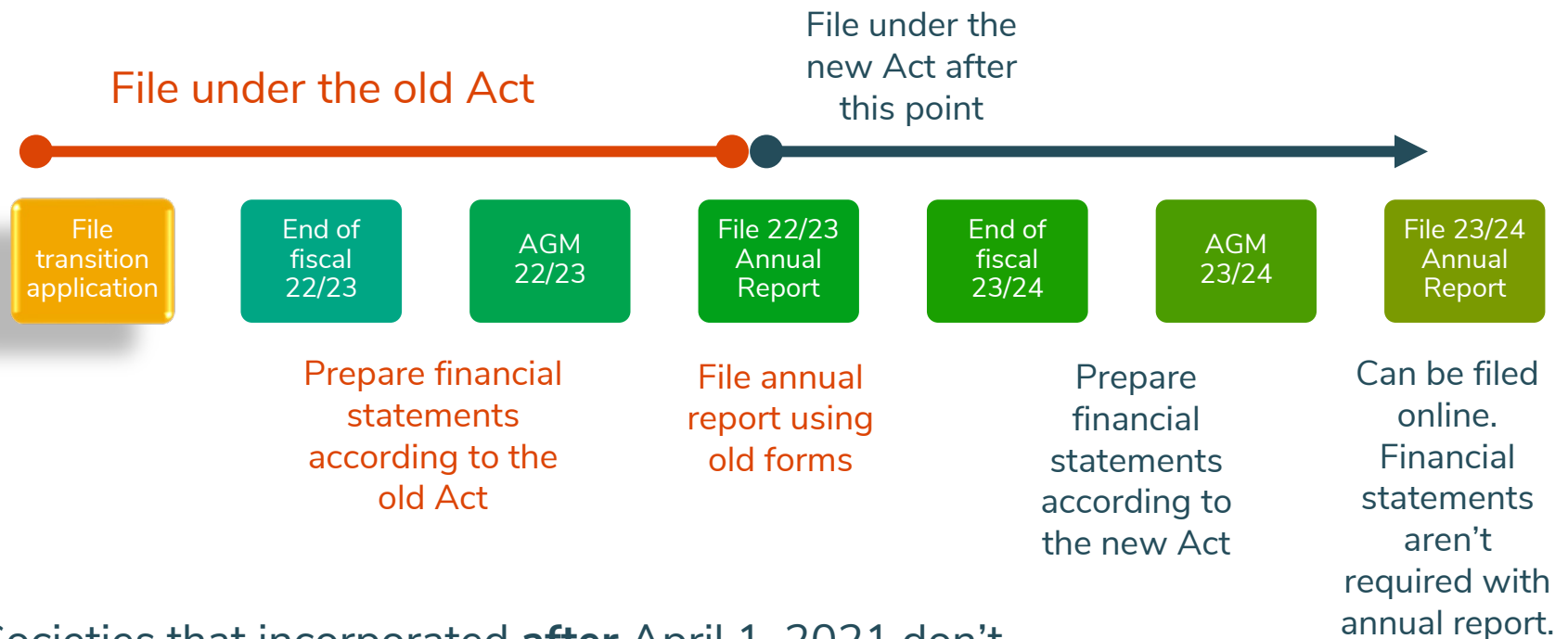
Societies that haven't completed their transitional fiscal year need to use the **old Act's** requirements to prepare financial statements for their AGM.



The transitional fiscal year is the fiscal year during which you submitted your transition form, and the annual report that goes with it needs to be filed using the old Act's rules.

Note that societies that incorporated **after** April 1, 2021 don't need to worry about the transitional fiscal year!

# Plan how to prepare financial statements for your next AGM



Societies that incorporated **after** April 1, 2021 don't need to worry about the transitional fiscal year!



# Categories of societies under the old Act

Old Act	Accountant review required before AGM?
<b>Category A</b> = Revenues more than \$150,000 or assets more than \$300,000	<b>Yes</b> , unless society writes an exemption request letter and has had a review done in the last four years.
<b>Category B</b> = Revenues between \$40,000 and \$150,000, or assets between \$100,000 and \$300,000	<b>Yes</b> , unless the society has passed a special resolution in the 12 months prior to the AGM waiving the need for an accountant's review.
<b>Category C</b> = Revenues less than \$40,000 or assets less than \$100,000	<b>No</b> , but a declaration of Category C form must be filed with the annual report.



# Categories of societies under the new Act

Category	Accountant review required before AGM?
<b>Class A</b> – Revenues over \$120,000 and / or assets over \$250,000	<b>Yes</b> , unless the society's bylaws has allowed them to pass a special resolution to waive the requirement. They can only waive for two years in a row.
<b>Class B</b> – Revenues less than \$120,000 and / or assets less than \$250,000	<b>No</b> . The society can decide at their AGM whether they want to appoint an accountant for the upcoming fiscal year.
<b>Member-funded societies</b> – This is a special category of society that is not eligible for funding or donations.	<b>No</b> . The society can decide at their AGM whether they want to appoint an accountant for the upcoming fiscal year.



# Types of accountant review

- If the financial statements for your next AGM need to be prepared in accordance with the **new Act**, you can choose what kind of review you want from an accountant:
  - A compilation engagement (no assurance, low cost)
  - A review engagement (limited assurance, medium cost)
  - Audit (high assurance, high cost)

Information from CPA Canada: [Understanding reports on financial statements: Audit, review and compilations](#)

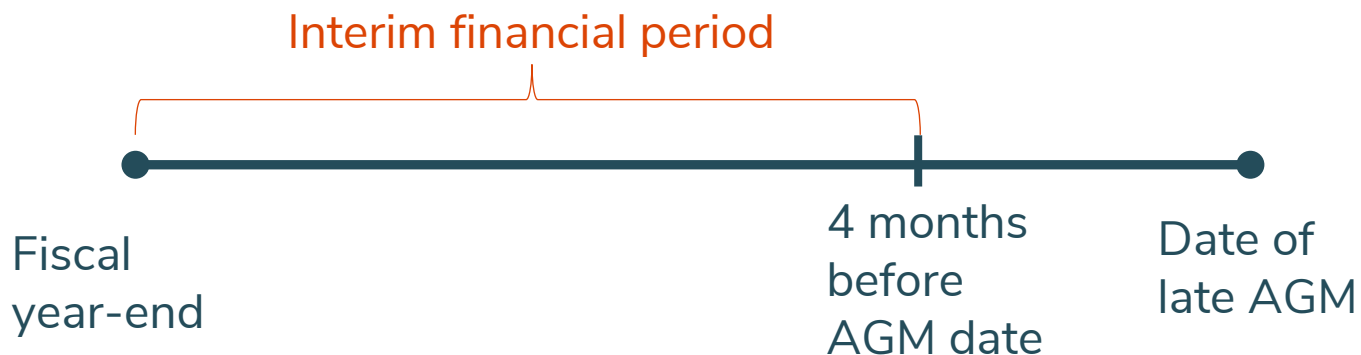


# What if my financial statements aren't reviewed before my AGM?

- You could plan to hold your AGM and present un-reviewed financials, then plan to hold a special general meeting once your accountant finishes the review.
- You could also apply for an extension of time to hold your AGM (this is only an option once every 4 years)
- If this is a consistent issue, you may want to consider moving your fiscal year-end.
- I am interested in hearing from societies that frequently find themselves in this situation. Be in touch!

# What to do if you need hold your AGM late

- Once you have fully transitioned to the new Act, you can apply for an extension to hold your AGM late
- You can apply once every four years
- If you do this, you need to plan to present interim financials at the AGM
- Interim financials start after the fiscal year end and end at least four months before the AGM.







# Who holds me accountable to presenting my financials properly?

## Old Act

- If you are still filing under the old Act, you need to submit financial statements to Corporate Affairs.
- Corporate Affairs will review your annual report to make sure you have filed your financial statements properly.

## New Act

- If you are filing under the new Act, your members need to hold you accountable.
- Corporate Affairs will not review your annual report and you do not need to submit your financial statements.



# Suggested order of business for an AGM

- Elect someone to chair the meeting, if necessary
- Make sure you have quorum
- Approve the agenda and accept any proposals from members
- Approve the minutes from the last general meeting and deal with any unfinished business from that meeting
- Review the society's financial statements and accountant's report (if there is one)
- Pass a motion to approve the financial statements
- Appoint an accountant, if necessary, or waive the need for financial review from an accountant
- Hear the board members' reports on the activities from the past year
- Elect board members
- Deal with new business (ex. Vote on any other special resolutions)
- End the meeting

# Quorum

- Quorum is the minimum number of members needed to make a meeting valid
- Quorum for general meetings is at least 3 members, unless your bylaws specify otherwise
- If you don't have quorum at your AGM, you can adjourn (pause) the meeting and reconvene another time.
- Any voting members that show up to the reconvened meeting constitute quorum.





# Members' proposals



- Members can propose a topic for consideration at an AGM.
- To do that, they must send a written proposal to the society. The proposal must be:
  - 500 words or less,
  - Signed by 2 members or 5% of the voting members, whichever is greater.

If the society gets this notice more than 7 days before they have given notice of their AGM, they must include the proposal in the notice.



# What to do if a society doesn't hold an AGM

## Members can request a general meeting

- They must write a letter to the society with the names and signatures of 10% of the voting members or the percentage set out in the bylaws, whichever is less
- The letter must be 500 words or less and include any details of special resolutions they wish to pass
- They must send this letter to the society and each of the board members.
- The board members must call a general meeting within 60 days of receiving this request
- If they still haven't called a meeting within 21 days, the members who signed the request can call the meeting



# What to do if a society doesn't hold an AGM

## Members can get a court order

- A member or board member can also apply to the court to hold a general meeting.
- The court will decide to grant this request, and may decide to alter quorum if they feel it's appropriate.



# Resources for you:

- [Sign up for our mailing list](#)
- [Information sessions and resources](#) – where you will find slides and recordings from these sessions.
- Our [societies page](#) is now on the homepage of Yukon.ca!
- Contact me at 332-7950 or [societies@yukon.ca](mailto:societies@yukon.ca)



# Next information session

- We will schedule more information sessions in April
- How to keep records for your society
- What do you want to learn about? [Fill out this survey](#) to let me know!