

Information session for Yukon societies

November 21, 2022

**Learn how to update your
bylaws and use YCOR**





Who's in the room?

- 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...

- What bylaws are required under the new Act
- YG's new sample bylaw sets and how to use them
- How to get a YCOR account and a Private Filing Key
- How to file your transition application using YCOR



How do I know whether to update my bylaws?

- All societies required to submit bylaws and transition form before March 31, 2023.
- You can transition with your old bylaws if you need to in order to make the deadline.
- However, all societies are responsible for making sure their bylaws comply with the new Societies Act.
- Section 12 of the new Act spells out what needs to be in your bylaws.
- You may want to update your bylaws to take advantage of things that the new Act allows.



How do I know whether to update my bylaws?

Look at your current bylaws

- Can't find them? It happens. Contact me for help.

Look at our sample sets

- We have two sets: one with best practices, one with options for you to select.
- Look at your bylaws and compare them with our [sample basic set with comments](#).
- If there are any provisions labelled “critical” that you don't have in your current bylaws, you may need to update them.



This is a boring job! Why do I have to do this?

- There are certain things that the new Act allows that can only happen if stated in your bylaws. For example:
 - Waiving the need for financial review for Class A societies
 - Proxy voting
 - Different classes of membership
 - Terms of directors, if different than 1-year
 - Paying your directors
- Your members and directors for years to come will hold you accountable to your bylaws.
- It's a good idea to make sure your bylaws obey the law.
- If any issues arise in your society, your bylaws give you the framework for how to deal with them.



Membership

- The Act says your bylaws must have a section about membership including:
 - The admission of members
 - The rights of members
 - The duties of members (12(2)(a)(i)).
- If you have different classes of membership, you need to define them.
 - Our sample bylaws don't tell you how to do this. Here are some [example model bylaws from the Government of Canada](#).
 - OR: use what you already have in your bylaws
- If you have more than one class of membership, at least one class must be voting members (73).
- Different organizations can be members, and you must define how an organization would delegate votes in that situation.
- If you want to be able to discipline or expel members, your bylaws must permit this (75).



General Meetings

- AGMs must occur 4 months after your end-of-fiscal, and 16 months after incorporating
- Notice of general meetings – the default in the Act is 14 days.
- If you want to change that number, you can but you must have it defined in your bylaws.
- Meetings by phone or video conference are allowed in the new Act. This isn't required to be in your bylaws but you may want it to be.



Quorum

- The default for quorum is 3 for general meetings
- The default for quorum for board meetings is the majority of directors
- If you want to change that number, you need to have it defined in your bylaws
- If you need to end a meeting because quorum is not present and you schedule another meeting and quorum is still not present, you can make the members present constitute quorum, but this must be in your bylaws (87(4))



Voting

- You must have a provision in your bylaws about proxy voting
- You can allow for proxy voting or not.
 - Proxy voting allows a member to give another member the right to vote on their behalf.
- If you want to allow other organizations to vote as members of your society, you need to describe in your bylaws how that works.
 - The Act allows for this and refers to it as “delegate voting” (12)
 - It would be better defined in the membership section of your bylaws.
- If you have a bylaw about voting to remove a director from office, the bylaw can’t make it so that the voting threshold is higher than what’s usually required for a special resolution (12)



Directors

- You must have at least 3 directors. Your bylaws can also state minimum or maximum numbers. One of the directors must be a resident in Yukon (43)
- You need at least 3 directors, but your bylaws can define a different number if you like.
- The first directors of the society are those that were named as directors when you incorporated. They hold office until the end of the first AGM. They can be elected at the AGM, or other directors could be elected.
- If you want to be able to pay (remunerate) your directors, your bylaws need to allow for that.
- The majority of your directors can't be paid by the society.
- If you want to be able to remove a director any way other than by special resolution, your bylaws need to allow for that.
- Directors are not required to be members of the society, unless your bylaws state otherwise (47(2)).



Terms of office

- The default in the Act is that you have an election for new directors every year at your AGM
- There are no limits for the number of terms a director can be re-elected for.
 - Our best practices bylaws state that no director serve for more than 8 consecutive years; **this is not required by the Act.**
- If you want to elect directors every two years, three years, or four years, you can do that but you need to have this in your bylaws (12(2)(b)).
- You can't go more than 4 years without having an election (Regulation 2)



Waiving the need for financial review

- Under the new Act, societies will either be Class A or B
 - Class A: more than \$120,000 in revenue, more than \$250,000 in assets
 - Class B: Less than the above
- If you fall into the Class A category and want to be able to waive the need for an accountant, you must have this in your bylaws (Regulation 22)
- You can only waive once every 2 years.
- Class B societies are not required to have an accountant but can choose to.



Borrowing

- Societies are allowed to borrow money in the Act.
- If you want to prohibit your board from borrowing money, you must have this in your bylaws (36).



How to update bylaws

- Decide what you want your bylaws to look like.
- Once you have a set of bylaws you're happy with, vote to adopt them by special resolution at a special general meeting or at an AGM.
- You need to provide your members with 14 days' notice of the special resolution.
- Send out a written notice as well as a copy of your new bylaws 14 days in advance of your meeting.
- Once passed, you can file your new bylaws with your transition application. Your new bylaws come into effect once filed.
- If you've already filed your transition application with old bylaws, you can file a Bylaw Alteration form (\$20 on YCOR, \$40 on paper).



How to file your transition application using YCOR

There are lots of good reasons to file online using YCOR:

- Your filings get processed instantly
- The fees are cheaper
- There's less room for error
- It takes much less time to fill out forms.



Let's learn how to get a YCOR account!

- <http://ycor-staging.gov.yk.ca/search>

1) Register for an account

Welcome to the Yukon Corporate Online Registry (YCOR).

YCOR enables you to search for any business or not-for-profit entity in the Corporate Registry of Yukon. You can search for an entity and view summary information for free. Access to detailed entity profiles, certificates, the filing of Business Name Renewals and other periodic filings are available as fee-based services.

REEY est seulement disponible en anglais pour le moment.

[Register for an Account](#)

[Search as a Guest](#)

[Reserve a Name as a Guest](#)

[Renew a Business Name as a Guest](#)

Login

NOTICE: The email addresses of Yukon Government account holders have been updated to use "@yukon.ca" instead of "@gov.yk.ca". To log in, you must specify your email address using "@yukon.ca".

Email address

Password

[I agree to the Terms of Use.](#)

You must agree to the terms to login.

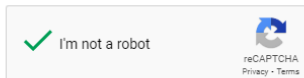
[Forgot your password?](#)

Remember me

1) Register for an account

Register for an Account

First Name	<input type="text" value="Kara"/> <small>Your first name is required.</small>
Last Name	<input type="text" value="Johancsik"/> <small>Your last name is required.</small>
Email Address	<input type="text" value="kara.johancsik@gmail.com"/>
Password	<input type="password" value="*****"/> <small>Your password must be at least 8 characters long and cannot consist solely of lowercase letters.</small>
Password confirmation	<input type="password" value="*****"/>
Department or Company Name	<input type="text"/> <small>Optional.</small>
Phone Number	<input type="text"/> <small>Optional.</small>
Receipt Email Address	<input type="text" value="kara.johancsik@gmail.com"/> <small>Optional. A separate email address to which receipts should be sent.</small>
Pre-authorization Amount	\$ <input type="text" value="50"/> <small>The amount you wish your credit card to be preauthorized for access to entity profiles. Minimum amount is \$50. Maximum amount is \$500.</small>
Language for reports and receipts	<input type="text" value="English"/> <small>Select the language for entity reports and receipts.</small>



Register



Activate your email

Kara Johancsik;

This is your invitation to use YCOR.

YCOR (Yukon Corporate Online Registries) enables you to search for any business or not-for-profit entity in the Corporate Registry of Yukon.

An account has been created for you using this email address. All you have to do is activate the account, set a password, and complete your account details.

NOTE: If you use Microsoft® Internet Explorer browser to access YCOR, you must use version 11.0 or later and make sure that you have TLS 1.2 Encryption turned on. To do this in Internet Explorer, click Tools > Internet Options, and then click the Advanced tab. In the Security category, UNCHECK Use SSL 2.0 and CHECK all of these options: 'Use SSL 3.0', 'Use TLS 1.0', 'Use TLS 1.1', and 'Use TLS 1.2' (if available)."

[Activate My Account](#)

If you don't want a YCOR account, just delete this email and everything will go back to the way it was.

Log in using your new account

Yukon

Welcome to the Yukon Corporate Online Registry (YCOR).

YCOR enables you to search for any business or not-for-profit entity in the Corporate Registry of Yukon. You can search for an entity and view summary information for free. Access to detailed entity profiles, certificates, the filing of Business Name Renewals and other periodic filings are available as fee-based services.

REEY est seulement disponible en anglais pour le moment.

[Register for an Account](#)
[Search as a Guest](#)
[Reserve a Name as a Guest](#)
[Renew a Business Name as a Guest](#)

Login

NOTICE: The email addresses of Yukon Government account holders have been updated to use "@yukon.ca" instead of "@gov.yk.ca". To log in, you must specify your email address using "@yukon.ca".

Email address
kara.johancsik@gmail.com

Password
.....

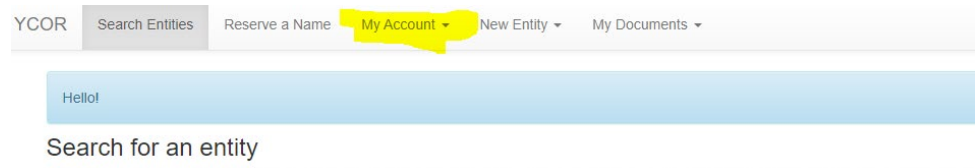
[I agree to the Terms of Use.](#)

[Forgot your password?](#)

Remember me

Add a credit card to your account

- Log into YCOR and click on “My Account”
- Scroll down and add payment details.



Payment Details

You do not currently have a credit card on file.

[Add Card \(Secure Page\)...](#)

Personal information on this form is collected under the Yukon Access to Information and Protection of Privacy Act (ATIPPA), Section 29(c) by the Government of Yukon Department of Community Services to administer the Yukon Corporate Online Registry (YCOR) system.

Administer means activities such as using the email address to send the results of detailed searches transaction reports, password resets and as a system logon. The optional contact fields will help to support you should you have problems or we discover a system issue you should be aware of.

Information is also collected and used to evaluate and improve the effectiveness of the Department of Community Services' YCOR service (such as browser and version used and general statistics on searches run). However, data collected for this purpose will exclude any details that would personally identify you.

For further information, contact the Manager, Corporate Registries at 867-633-7969, or toll free within Yukon at 1-800-661-0408, Ext. 7969 or corporateaffairs@yukon.ca.

Add a credit card to your account



YCOR - Yukon Corporate Online Registries

REEY - Registres électroniques des entreprises du Yukon

Credit Card Information

Card Type:

Card Number:

Expiry Date: Month Year

Credit Card CVD: [What's this?](#)

Personal information on this form is collected under the Yukon Access to Information and Protection of Privacy Act (ATIPP), Section 29(c) by the Government of Yukon Department of Community Services to enable online credit card payments for the Yukon Corporate Online Registry (YCOR) system.

Yukon Government employees do not have access to this personal information, and it is held securely in a Payment Card Industry service.

For further information, contact the Manager, Corporate Registries at 867-633-7969, or toll free within Yukon at 1-800-661-0408, Ext. 7969 or corporateaffairs@gov.yk.ca.

Search for your society

- You can use your society's name or the Yukon registry number

Search for an entity

Name or File No. (6 digits): Your Reference (Optional) Search as complete name

[Search](#)

[Search Tips](#)

1 entities found.

A fee will be charged for each entity profile you view, unless you have viewed the profile within the last 12 hours.

NOTICE: Certificates are only available for entities that are currently active and in compliance.

Name	Entity Type	Registry No.	Jurisdiction	Status	Filings	Profile Report
BYTE - EMPOWERING YOUTH SOCIETY Former Name: BRINGING YOUTH TOWARDS EQUALITY SOCIETY / B.Y.T.E.	Society	710360	Yukon	In Compliance Certificate Of Status (\$25.00)	Submit...	View (\$0.00)

TERMS: You agree not to sell your search results. You acknowledge that your searches and results are logged and regularly reviewed.

Get a private filing key

Private Filing Key Required ×

In order to submit a filing for this entity, you must have a Private Filing Key.

Private Filing Key for Entity 710821:

You can request a Private Filing Key for this entity [here](#).



Get a private filing key

Request a Private Filing Key

for
701010: Name of society

A private filing key is required for you to make filings for entities, and insures that you have the permission and authorization to do so.

A key consists of a series of six letters and numbers such as A1B2C3 which are issued to you, registered to your account, and associated with the entity for which you requested it.

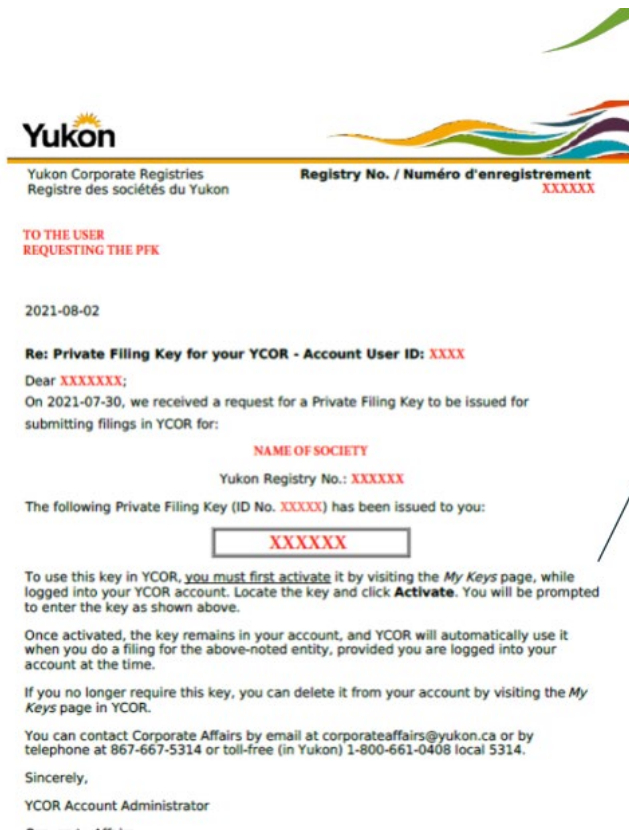
The key you are requesting will be sent via postal mail to the entity's Registered Office address.

[I agree to the Terms of Use of a Private Filing Key.](#)

You must agree to the Terms of Use to request a key.

[« Back](#) [Search](#)

Get a private filing key

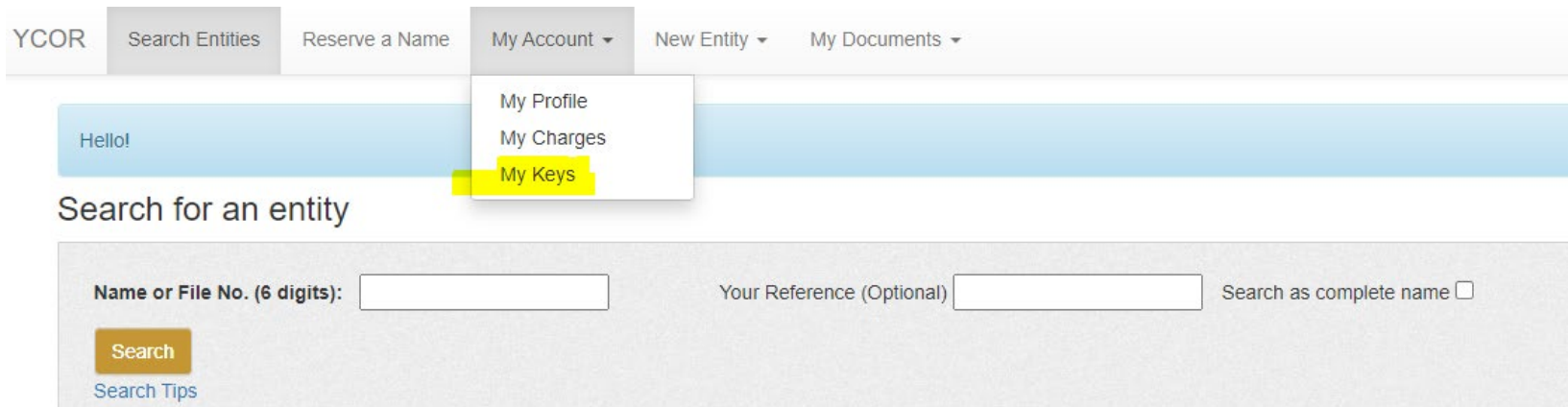


Your private filing key will arrive in the mail at your society's registered mailing address. It will be addressed to you and be labelled confidential.

Your society will also get a notice in the mail, letting them know that you've requested a PFK. That way, if there's a mistake, the society can cancel the key.

Activate your key

- Click “My keys” while logged in to YCOR
- Click on the key and press “activate”
- You will be prompted to enter the key



The screenshot displays the YCOR user interface. At the top, there is a navigation bar with the following items: YCOR, Search Entities, Reserve a Name, My Account (with a dropdown arrow), New Entity (with a dropdown arrow), and My Documents (with a dropdown arrow). Below the navigation bar, a blue horizontal bar contains the text "Hello!". A dropdown menu is open under "My Account", listing "My Profile", "My Charges", and "My Keys" (which is highlighted in yellow). Below the blue bar, there is a search section titled "Search for an entity". This section includes a text input field for "Name or File No. (6 digits):", a text input field for "Your Reference (Optional)", and a checkbox labeled "Search as complete name". A yellow "Search" button is positioned below the first input field, and a link for "Search Tips" is located below the "Search" button.

Activate your key

My Private Filing Keys

Search:

Key ID	Registry No.	Entity	Entity Type	Key	Status	Date	Actions
29167	710962	VIMY HERITAGE HOUSING SOCIETY	Society	*****	Pending	2022-11-21 14:50	Activate Delete

Activate a Private Filing Key

for

710962: VIMY HERITAGE HOUSING SOCIETY

To activate the Private Filing Key you received, you must enter the key that was printed on the notice mailed to the entity's Registered Office.

Activate this Private Filing Key

[My Keys](#)

Activate your key

Your key was activated.

My Private Filing Keys

Search:

Key ID	Registry No.	Entity	Entity Type	Key	Status	Date	Actions
29167	710962	VIMY HERITAGE HOUSING SOCIETY	Society	KUVMCE	Active	2022-11-21 14:50	Delete Cancel this Key



Cancelling a PFK

- It's your society's responsibility to keep track of who has a key
- If someone misplaces a key, contact Corporate Affairs to cancel it and request a new one.
- If a board member leaves, you need to contact Corporate Affairs to cancel their key.

Tips:

- Give one person the responsibility to file and have a PFK (ie. The president, the executive director, or the secretary)
- Have a policy in place for outgoing board members and cancelling their keys
- Consider whether you want to stagger your board's terms so that there's some continuity between board members
- Your society will get a letter to notify you that a person has requested a PFK on behalf of your society. Keep this letter in your records so you have an idea of who has a PFK.

File your transition application on YCOR

- Search for your society
- Click “submit”

Search for an entity

Name or File No. (6 digits): Your Reference (Optional) Search as complete name

[Search](#)

[Search Tips](#)

1 entities found.

Name	Entity Type	Registry No.	Jurisdiction	Status	Filings	Profile Report	Actions
VIMY HERITAGE HOUSING SOCIETY	Society	710962	Yukon	In Compliance Certificate Of Status	Submit	View (Free)	🔗



File your transition application on YCOR

- Click on the form you want to file

710962: VIMY HERITAGE HOUSING SOCIETY

What do you want to file?

Filing Name	Fee	Form No.	Reference
Transition Application for Pre-existing Societies	NIL		Section 216
Voluntary Dissolution Application - Without Liquidation	\$60.00	Form 16	Section 139
Appointment of Liquidator	\$20.00	Form 17	Subsection 139(1)

File your transition application on YCOR

Draft

Societies Act (Section 216)
Transition Application for Pre-existing Societies

1. NAME OF SOCIETY

VIMY HERITAGE HOUSING SOCIETY

2. YUKON REGISTRY NO.

710962

3. CURRENT ADDRESSES

Chief community of operations:
WHITEHORSE

Registered Office Delivery Address
C/O ROYAL CANADIAN LEGION
503 STEELE STREET
WHITEHORSE YT Y1A2E1
CANADA

Registered Office Mailing Address
Same as
Registered Office Delivery Address

4. PURPOSES OF THE SOCIETY

The current, primary purposes of the society are:

TO DEVELOP AND OPERATE HOUSING PROJECTS IN YUKON.

When you click on “Transition Application”, YCOR will bring up a draft of your form with almost all of the fields filled out automatically for you.

File your transition application on YCOR

7. NAME OF INDIVIDUAL SIGNING THIS FILING

Last name and first name of the individual signing this filing:

The name of the person signing this form is required.

8. TITLE OF INDIVIDUAL SIGNING THIS FILING

Title of the individual signing this filing:

The title of the person signing this form is required.

9. ELECTRONIC SIGNATURE OF THE INDIVIDUAL SUBMITTING THIS FILING ONLINE

Filed by KARA JOHANCSIK, User ID: 6516

10. DATE OF FILING



The date of filing must be in the format YYYY-MM-DD and cannot be a future date.

Cancel

Save

Form is not valid.

You must save changes to your form before adding attachments.

Attachments

ID	Document Type	File Name	Size	Actions
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No attachments.

[Choose File](#) NO FILE CHOSEN

Document Type

You must save changes to your form before adding attachments.

ADD ATTACHMENT

Be sure to hit “save” before adding your attachment.



File your transition application on YCOR

Attachments

ID	Document Type	File Name	Size	Actions
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No attachments.

FOR CLIENTS-CS-CLASS-A-OR-B-SOCIETY-SAMPLE-BEST-PRACTICE-BYLAWS_.DOCX

Document Type

You must save changes to your form before adding attachments.

ADD ATTACHMENT

Click “add attachment” (**MUST BE A PDF**) and “save” again. You will then be able to click “save and next”

Cancel

Save

Save and Next >>

You must save changes to your form before adding attachments.



Submit filing

Attachments

ID	Document Type	File Name	Size
281	Bylaws	cs-class-a-or-b-society-sample-bylaws_.pdf	170 KB

Review the details of this page carefully before submitting your filing.

<< Back

Delete

SUBMIT FILING

Filing Printed: November 18, 2022

Filing ID: 20121162 / 2022-11-18

All dates are in the format YYYY-MM-DD.

You will then get two emails: one confirming your transition application, one confirming the set of bylaws you attached.



Resources for you:

- [Sign up for our mailing list](#)
- How to pass a special resolution
- How to file online using YCOR for societies
- [How to file an annual report](#)
- [Sample bylaw sets](#)
- Updates to website coming
 - Are you interested in helping us test out our web updates? Contact me! societies@yukon.ca



Next information session

- January 2023
- Dates TBD
- Zoom and in-person sessions will be held separately
- Topics TBD – if there's a need, we'll repeat today's content for more people. If not, we could focus on:
 - New rules for AGM
 - Records