

PROVINCE OF BRITISH COLUMBIA

ORDER OF THE MINISTER OF PUBLIC SAFETY AND
SOLICITOR GENERAL

Emergency Program Act

Ministerial Order No. M116

WHEREAS a declaration of a state of emergency throughout the whole of the Province of British Columbia was declared on March 18, 2020 because of the COVID-19 pandemic;

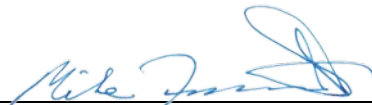
AND WHEREAS business corporations, cooperative associations and societies must be able to conduct their business in accordance with public health orders and advisories to reduce the threat of COVID-19 to the health and safety of persons;

AND WHEREAS section 10 (1) of the *Emergency Program Act* provides that I may do all acts and implement all procedures that I consider necessary to prevent, respond to or alleviate the effects of any emergency or disaster;

I, Mike Farnworth, Minister of Public Safety and Solicitor General, order that the attached Electronic Attendance at Corporate Meetings (COVID-19) Order is made.

April 21, 2020

Date



Minister of Public Safety and Solicitor General

(This part is for administrative purposes only and is not part of the Order.)

Authority under which Order is made:

Act and section: *Emergency Program Act*, R.S.B.C. 1996, c. 111, s. 10

Other: MO 73/2020; OIC 173/2020

ELECTRONIC ATTENDANCE AT CORPORATE MEETINGS (COVID-19) ORDER

Definitions

1 In this order:

“corporate enactment” means

- (a) the *Business Corporations Act*,
- (b) the *Cooperative Association Act*,
- (c) the *Societies Act*, or
- (d) any regulation, including, without limitation, any article, memorandum, bylaw or rule, made under an Act referred to in paragraph (a), (b) or (c);

“corporate meeting” means a meeting authorized or otherwise provided for under a corporate enactment.

Application

2 This order applies during the period that starts on the date this order is made and ends on the date on which the last extension of the declaration of a state of emergency made March 18, 2020 under section 9 (1) of the *Emergency Program Act* expires or is cancelled.

Electronic attendance at corporate meetings

- 3**
- (1) Despite anything in a corporate enactment, a person who is entitled to participate in, including vote at, a corporate meeting may do so by telephone or other communications medium if all of the persons participating in the meeting, whether by telephone, by other communications medium or in person, are able to communicate with each other and, if applicable, vote at the meeting.
 - (2) Subsection (1) does not obligate a person responsible for holding a corporate meeting to take any action to facilitate the use of any communications medium at the meeting.
 - (3) Despite anything in a corporate enactment, a corporate meeting may be held solely by telephone or other communications medium if
 - (a) in the case of a corporate meeting with respect to which notice must be given under a corporate enactment, notice of the meeting provides instructions for attending at or participating in the meeting by the communications medium, including, if applicable, instructions for how to vote at the meeting,
 - (b) all of the persons participating in the meeting are able to communicate with each other and, if applicable, vote at the meeting, and
 - (c) the person responsible for holding the meeting facilitates the use of the communications medium at the meeting.
 - (4) Despite anything in a corporate enactment, if a corporate meeting is held as contemplated by subsection (3),
 - (a) the meeting is not required to have a physical location,

- (b) any notice of the meeting is not required to specify a location for the meeting, and
 - (c) the meeting is deemed to be held in British Columbia.
- (5) A person who participates in, or attends or votes at, a corporate meeting in a manner contemplated by subsection (1) or (3) is deemed, for the purposes of the corporate enactment referred to in the definition of “corporate meeting”, to be present in person at the meeting.