

CORPORATION OF THE CITY OF PORT COQUITLAM

PARKS & RECREATION COMMITTEE

A meeting of the Parks & Recreation Committee was held in the Parks & Recreation Director's Office on June 6th, 1989 at 3:30 p.m.

In attendance was Alderman George Laking.

Also in attendance was K. Janna Taylor, Parks & Recreation Director.

Item No. 1      Capital Budget

The attached items were discussed by the committee.

Recommendation:

That the proposed budget in schedule A be approved and taken to City Council for ratification.

Carried

Item No. 2      Seniors Advisory Council

The attached report was discussed by the committee.

Recommendation:

That the recommendations outlined in the Recreation Manager's report be approved and sent to Committee of Council for discussion.

Carried

Item No. 3      Lions Park

The Parks & Recreation Committee discussed the proposed dyke alignment through the park. Alderman Laking is quite concerned with the proposal.

The proposed dyke alignment will be staked out for members of City Council to view.

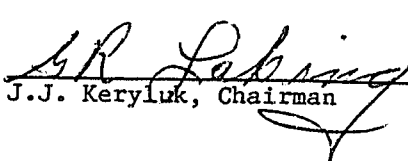
Recommendation:

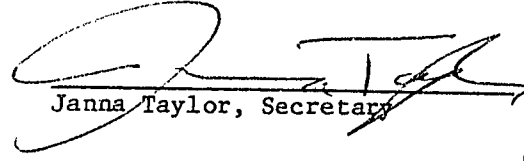
That the verbal report be received.


Carried

ADJOURNMENT:

The meeting adjourned at 4:30 p.m.

  
J.J. Keryluk, Chairman

  
Janna Taylor, Secretary

  
JUN 6 - 1989

# SCHEDULE A

<u>Item</u>	<u>Capital</u>	<u>Park D.C.C.</u>
<u>Floor Scrubber:</u> The present floor scrubber utilized in the arena is 15 years old and does not work as efficiently as we want. This piece of machinery is utilized to scrub the floors in the various rooms at the PoCo Rec Centre.	\$5,000	
<u>Slide - Robert Hope Pool</u> The present slide at Robert Hope pool is unsafe and needs to be replaced. This piece of equipment provides lots of enjoyment to the patrons of the pool.	\$1,250.00	
<u>Shelving - Craft Room - Wilson Centre</u> Due to the number of ceramic classes and other craft classes we need additional shelving in the craft room. The Advisory Board will also be contributing some money towards the shelves.	\$5,000	
<u>Master Plan</u> A portion of the master plan will have to be paid from the capital budget. The parks section of the plan can be paid out of park D.C.C.; however the section dealing with facilities and recreation use needs to come from another source. Application is being made to B.C. Lotteries also to see if we qualify for their program. However, in the meantime, money will need to be allocated from the capital budget. Fifty percent of the cost is attributed to the facilities and recreation aspect of the study. The total plan will cost \$47,400	\$23,700	\$23,700

JUN 6 - 1989

THE CORPORATION OF THE  
CITY OF PORT COQUITLAM

MEMORANDUM

1989 05 30

TO: Alderman John Keryluk  
Alderman George Laking

FROM: K. Janna Taylor, Parks & Recreation Director

SUBJECT: Wilson Centre Advisory Board

Attached please find a report from the Recreation Manager on the aspect of incorporating the Advisory Board as a registered society.

I fully concur with the Recreation Manager's recommendation to deny the request of becoming a registered society.

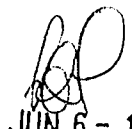
The basic rationale to deny the request; is that to set up another seniors association that would have some control over what happens at the Wilson Centre would not be in the best interest of the City.

It should be noted that the present executive will not be pleased with the proposed recommendation; as they want to raise money for various activities, equipment etc. There are in my opinion other alternatives that could be explored with the Advisory Board.

I would like to discuss this issue at the next committee meeting. The next Parks & Recreation committee meeting is slated for Tuesday, June 6th at 3:30 p.m. Please also note that there is a P.C.A.A.A. meeting that evening.

K. Janna Taylor

KJT/pg

  
JUN 6 - 1989



THE CORPORATION OF THE  
CITY OF PORT COQUITLAM

MEMORANDUM

1989 05 19

TO: K. Janna Taylor, Parks & Recreation Director

FROM: Larry J. Wheeler, Recreation Manager

SUBJECT: Incorporation - Seniors' Association of the Wilson Centre

Recommendation:

It is recommended that:

- 1) The Proposal to incorporate the Seniors' Association of the Wilson Centre as a registered society be denied.
- 2) The executive of the Wilson Centre work with the Parks and Recreation Department to establish an alternate way of meeting their goal of obtaining a tax exemption number.


Purpose/Problem:

This report has been prepared to provide information and a recommendation for consideration by the Parks and Recreation Committee regarding the proposal to incorporate the Seniors Association of the Wilson Centre as a registered society.

History/Background:

The President of the Wilson Centre, on behalf of the executive, has approached the Parks and Recreation Department with the proposal (attached) to incorporate the Association as a registered society. This proposal has been discussed by the Association for several years now. It is their long term objective to use their registered status to obtain a tax exemption number. This number would permit the Association to actively raise funds and would provide them with an opportunity to access additional grant funding.

...2

  
JUN 6 - 1989

The Advisory Board was originally established as a representative group of seniors/retired adults to voluntarily assist and advise the Seniors Coordinator regarding program direction, operating procedure, etc. Over the years, this Board has evolved to the point that they have a constitution recognized by City Council and the Wilson Centre membership. This constitution primarily provides order/direction to meetings, elections, etc. but has no legal status.

Alternatives:

There are several alternatives available for consideration by the Parks and Recreation Committee:

- 1) Approve the proposal as outlined.
- 2) Deny the proposal as outlined.
- 3) Approve the proposal with modifications.
- 4) Request the Association work with the Parks and Recreation Department to establish an alternate solution (i.e. create a foundation).


Discussion/Justification:

The proposal to incorporate as a registered society was reviewed by the City's Solicitor. His comments have been attached for reference. In summary, incorporation would result in the Association being governed by and subject to the Society Act. The Association would then be a legal entity with the same rights as a natural person (i.e. buy assets, sell assets, employ persons, borrow money, sue and be sued, etc.). In other words, the ability to function independently. This is very different from the original intent, when the Advisory Board was created. It is somewhat difficult to visualize an Association with legal rights functioning primarily in an advisory capacity.

Although the proposed bylaws provide the City with "veto rights", a great deal of control would likely have to be exercised by staff to maintain the advisory status of the Association. This would likely not be a concern at this time with the current executive, but could become an issue over time with future executives.

Should the City choose to support the proposal, several modifications may have to be made to the proposed constitution to ensure the City's interests are looked after in the long term. This subject is addressed in the letter from the Solicitor. A decision not to support the proposal will not be received well by some members of the executive.

An alternative that may be worth exploring is the creation of a separate "foundation" with a single objective (i.e. the raising of funds for the betterment of recreation services for seniors residing in Port Coquitlam).

  
JUN 6 - 1989

- 3 -

In discussing this concept with the Wilson Centre President, he was concerned that a new organization would have difficulty filling the various executive positions. It is my feeling that if we worked together, we could come up with a way of resolving this perceived problem.

Conclusion/Summary:

The executive of the Wilson Centre Association has proposed that they incorporate as a registered society. Their rationale is that if they obtain society status they may be able to obtain a tax exemption number. This would allow them to be more aggressive in their fund raising efforts. Their intentions are admirable and the long term goal is worthwhile and could benefit many seniors.

However, many questions are raised with this proposal....most of which center around the change in their legal status. In light of these many concerns, it may be worthwhile to explore some other options that could accomplish the same long term goal.

for. *LJW*  
Larry J. Wheeler

LJW/pg

*RP*  
JUN 6 - 1989



DRAFT

Aug. 9, 1988

PROVINCE OF BRITISH COLUMBIA  
SOCIETY ACT

CONSTITUTION  
OF

THE SENIORS' ASSOCIATION OF WILSON CENTRE


The name of the society is: "The Seniors' Association of Wilson Centre".

The purpose of the society is to promote and develop the well-being of senior citizens and retired persons ("Seniors") in the community by:

- (a) promoting and developing year-round educational and recreational programs and activities that meet the needs of seniors in the community on a free or nominal cost basis, including indoor and outdoor activities of a recreational, social, cultural, informational, art, craft, musical, health or fitness nature;
- (b) providing monetary grants to needy Seniors for the relief of poverty on a confidential basis;
- (c) providing food services to Seniors on a cost recovery basis out of the Wilson Centre Kitchen and also raising funds to develop and expand the kitchen itself; and
- (d) providing to Seniors volunteer:
  - (i) peer counselling;
  - (ii) financial counselling; and
  - (iii) health and nursing services.

The society shall be carried on without purpose of gain for its members, and any profits or other accreditations in the society shall be used in promoting its objects.

In the event of winding-up or dissolution of the society, funds and assets of the society remaining after the satisfaction of its debts and liabilities, shall be given or transferred to such organization or organizations concerned with the same objects as this society, as may be determined by the members of the society at the time of winding-up or dissolution, or if effect cannot be given to the aforesaid provisions, then such funds shall be given or transferred to some other organization; provided that such organization referred

  
JUN 6 - 1989

to in this paragraph shall be a charitable organization, charitable corporation, or charitable trust recognized by the Department of National Revenue of Canada as being qualified as such under the provisions of the Income Tax Act of Canada from time to time in effect;

5. Clauses 3 and 4 are unalterable in accordance with section 22 of the Society Act.

#### BYLAWS

##### Part 1 - Interpretation

- 1.1 In these bylaws, unless the context otherwise requires:

- (a) "directors" means the directors of the society for the time being;
- (b) "Society Act" means the Society Act of the Province of British Columbia from time to time in force and all amendments to it;
- (c) "registered address" of a member means his address as recorded in the register of members.

- 1.2 The definitions in the Society Act on the date these bylaws become effective apply to these bylaws.

- 1.3 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 - City of Port Coquitlam/Wilson Centre

- 2.1 The physical premises of the Wilson Centre are and shall remain the property of the City of Port Coquitlam (the "City").

- 2.2 Control and usage of the Wilson Centre shall remain under the administration of the Parks and Recreation Department of the City.

- 2.3 All expenses relating to salaries of civic staff, utilities, services, maintenance, supplies, programs and activities shall be covered by the civic budget for Parks and Recreation for the City.

- 2.4 The society recognizes its responsibility to raise sufficient funds to cover a portion of the budgeted operating expenses of the Wilson Centre as designated by City Council (the "Designated Expenses").

  
JUN 6 - 1989



2.5 The City of Port Coquitlam shall have the power to authorize all expenditures, approve all programs and activities and collect and set fees for membership in the society and programs only so as to recover the Designated Expenses.

2.6 The society and its directors shall consider and make recommendations and give advice to the Centre Coordinator, appointed by the City, on all programs and policies.

2.7 Staff of the City Parks and Recreation Department may attend all meetings of the society and its Board of Directors. The staff shall not have voting rights but shall have the right to veto any decisions that are not in accordance with the expressed policies of the City Parks and Recreation Department.

*from policy board.*

Part 3 - Membership

3.1 The members of the society are the applicants for incorporation of the society, and those persons who subsequently have become members, in accordance with these bylaws and, in either case, have not ceased to be members.

3.2 A person may apply to the directors for membership in the society and on acceptance by the directors shall be a member, however, no person under the age of 50 years old can be accepted as a member.

3.3 Every member shall uphold the constitution and comply with these by-laws.


3.4 The amount of the annual membership dues shall be as determined by the City of Port Coquitlam in consultation with the directors of the society.

3.5 A person shall cease to be a member of the society:

- (a) by delivering his resignation in writing to the Secretary of the society or by mailing or delivering it to the address of the society;
- (b) on his death or in the case of a corporation on dissolution;
- (c) on being expelled; or
- (d) on having been a member not in good standing of twelve consecutive months.

3.6

- (a) a member may be expelled by a special resolution of the members passed at a general meeting;

  
JUN 6 - 1989

- (b) the notice of special resolution for expulsion shall be accompanied by a brief statement of the reason or reasons for the proposed expulsion;
- (c) the person who is the subject of the proposed resolution for expulsion shall be given an opportunity to be heard at the general meeting before the special resolution is put to a vote.

3.7 The interest of a member in the society is non-transferable.

3.8 All members are in good standing except a member who has failed to pay his current annual membership fee or any other subscription or debt due and owing by him to the society and he is not in good standing so long as the debt remains unpaid.

3.9 Honorary Memberships may be granted to a member if that member is nominated by the Board of Directors and is subsequently approved by a majority vote of the members at a general meeting

#### Part 4 - Meetings of Members

4.1 General meetings of the society shall be held at the time and place, in accordance with the Society Act, that the directors decide.

4.2 Every general meeting, other than an annual general meeting or a quarterly general meeting, is an extraordinary general meeting.

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

- 4.4 (a) Notice of a general meeting shall specify the place, day and hour of meeting, and in the case of special business, the general nature of that business.
- (b) 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.

5 The first annual general meeting of the society shall be held not more than 15 months after the date of incorporation and thereafter that an annual general meeting shall be held at least once every calendar year and not more than 15 months after the holding of the last preceding annual general meeting.

6 The society shall hold quarterly general meetings at such times and dates as the board of directors decide (ordinarily

JUN 6 - 1989

they will be held every 3 months). Notice of a quarterly general meeting shall be published in the Society Newsletter.

Part 5 - Proceedings at General Meetings


5.1 Special business is:

- (a) all business at an extraordinary general meeting except the adoption of rules of order; and
- (b) all business transacted at an annual general meeting, except,
  - (i) the adoption of rules of order;
  - (ii) the consideration of the financial statements;
  - (iii) the report of the directors;
  - (iv) the report of the auditor, if any;
  - (v) the election of directors;
  - (vi) the appointment of the auditor, if required; and
  - (vii) the other business that, under these bylaws, ought to be transacted at an annual general meeting, or business which is brought under consideration by the report of the directors issued with the notice convening the meeting.

5.2

- (a) No business, other than the election of a chairman and the adjournment or termination of the meeting, shall be conducted at a general meeting at a time when a quorum is not present.
- (b) If at any time during a general meeting there ceases to be a quorum present, business then in progress shall be suspended until there is a quorum present or until the meeting is adjourned or terminated.
- (c) At an annual or extraordinary general meeting a quorum is 70 members of the society and at a quarterly general meeting a quorum is 50 members.

5.3 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, shall be terminated; but in any other case, it shall 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

  
JUN 6 - 1989



appointed for the meeting, the members present constitute a quorum.

5.4 Subject to Section 5.5, the President of the society, the Vice-President or in the absence of both, one of the other directors present, shall preside as chairman of a general meeting.

5.5 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, Vice-President and all the other directors present are unwilling to act as chairman,

the members present shall choose one of their number to be chairman.

5.6

- (a) A general meeting may be adjourned from time to time and from place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
- (b) Except as provided in this section, it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned general meeting.

5.7

- (a) All resolutions proposed at a meeting must be seconded prior to discussion and vote and the chairman of a meeting may move or propose a resolution.
- (b) The Chairman of a meeting shall not be entitled to vote unless there is an equality of votes in which case the Chairman may:
  - (i) cast a deciding vote; or
  - (ii) refuse to cast a deciding vote in which case the proposed resolution shall not pass.

8

- (a) A member in good standing present at a meeting of members is entitled to one vote.
- (b) Voting is by show of hands.
- (c) Voting by proxy is not permitted.

JUN 6 - 1989

- 5.9 The Chairman of a meeting may adjourn a meeting if he considers it appropriate.

Part 6 - Directors and Officers

6.1 All directors of the society must be residents of the City of Port Coquitlam.

6.2 The directors of the society may exercise all the powers and do all the acts and things that the society may exercise and do, and which are not by these bylaws or by statute or otherwise lawfully directed or required to be exercised or done by the society in general meeting, but subject, nevertheless to:


- (a) all laws affecting the society;
- (b) these bylaws; and
- (c) rules, not being inconsistent with these bylaws, which are made from time to time by the society in general meeting.

6.3 No rule, made by the society in general meeting, invalidates a prior act of the directors that would have been valid if that rule had not been made.

6.4 The directors of the society shall be the Executive Officers and the directors appointed by the Program Committees.

- 6.5
- (a) The Executive Officers of the society shall consist of the President, Vice-President, Secretary, Treasurer and Immediate Past President. However, the offices of Secretary and Treasurer may be combined and held by one person who shall be known as Secretary-Treasurer.
  - (b) The number of directors shall be 5 or a greater number determined from time to time by ordinary resolution.
  - (c) If a director resigns his office or otherwise ceases to hold office, the remaining directors shall appoint a member, or an authorized representative of a member, to take the place of the former director.

- 6.6
- (a) The Executive Officers shall retire from office at each annual general meeting when their successors shall be elected except for the Immediate Past President who shall be appointed from year to year.
  - (b) Separate elections shall be held for each office to be filled.

  
JUN 6 - 1989

- (c) An election may be by acclamation, otherwise it shall be by ballot.
- (d) The Executive Officers shall be elected annually at the annual general meeting for one-year terms and an Executive Officer may serve a maximum of four consecutive one-year terms but, after standing down for one year, is again eligible for election.
- (e) If during a year an office becomes vacant, the directors may appoint a member to fill the office for the balance of the term of such office and any officer so appointed is eligible for election at the next annual general meeting.

6.7

- (a) The directors may at any time and from time to time appoint a member, or an authorized representative of a member, as a director to fill a vacancy in the directors.
- (b) A director so appointed holds office only until the conclusion of the next following annual general meeting of the society, but is eligible for reelection at the meeting.

6.8

- (a) No act or proceeding of the directors is invalid only by reason of there being less than the prescribed number of directors in office.


6.9 The members may by special resolution remove a director before the expiration of his term of office, and may elect a successor to complete the term of office.

6.10 No director shall be remunerated for being or acting as a director but a director shall be reimbursed for all expenses necessarily and reasonably incurred by him while engaged in the affairs of the society.

Part 7 - Duties of Directors

7.1

- (a) The directors may meet together at the places they think fit to dispatch business, adjourn and otherwise regulate their meetings and proceedings, as they see fit.
- (b) The directors may from time to time fix the quorum necessary to transact business, and unless so fixed the quorum shall be a majority of the directors then in office.

  
JUN 6 - 1989



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

7.7

- (a) Questions arising at a meeting of the directors and committee of directors shall be decided by a majority of votes.
- (b) The Chairman of a directors' meeting shall not be entitled to vote unless there is an equality of votes, in which case the Chairman may:
- (i) cast a deciding vote; or
  - (ii) refuse to cast a deciding vote in which case the proposed resolution shall not pass.

7.8 All resolutions proposed at a meeting of directors need to be seconded prior to discussion and vote and the Chairman of a meeting may move or propose a resolution.

7.9 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.

7.10 The directors shall convene consultative meetings with the following groups on a regular basis:

- (a) O.A.F.O. Branch 21;
- (b) Hawthorne Lodge Seniors;
- (c) Other organizations and agencies involved with the Wilson Centre.

#### Part 8 - Duties of Executive Officers

8.1


- (a) The President shall preside at all meetings of the society and of the directors.
- (b) The President is the chief executive officer of the society and shall supervise the other officers in the execution of their duties.

8.2 The Vice-President shall carry out the duties of the President during his absence.

8

The Secretary shall:

- (a) conduct the correspondence of the society;

  
JUN 6 - 1989

- (b) issue notices of meetings of the society and directors;
- (c) keep minutes of all meetings of the society and directors;
- (d) have custody of all records and documents of the society except those required to be kept by the treasurer;
- (e) have custody of the common seal of the society; and
- (f) maintain the register of members.

8.4 The Treasurer shall:

- (a) keep the financial records, including books of account, necessary to comply with the Society Act; and
- (b) render financial statements to the directors, members and others when required.

8.5 In the absence of the Secretary from a meeting, the directors shall appoint another person to act as secretary at the meeting.


Part 9 - Program Committees

9.1 The directors or the members at a general meeting may appoint such Program Committees as are deemed necessary for the conduct and development of the society and shall define the powers and duties of such Program Committees, who shall report all their activities to the Board.

9.2 Two members of each Program Committee shall be elected by the members of the Program Committee to act as directors. Initially, one director shall be elected for a two-year term and one elected for a one-year term such that annually the Program Committee shall elect one director from amongst its members. Each Program Committee may at any time elect one of its members to fill a director vacancy.

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

9.4 The members of a Program Committee may meet and adjourn they think proper.

  
JUN 6 - 1989

- 9.5 The directors or the members at a general meeting may dissolve a Program Committee.

Part 10 - Seal

10.1 The directors may provide a common seal for the society and may destroy a seal and substitute a new seal in its place.

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

Part 11 - Borrowing

11.1 The members may by unanimous resolution sanction borrowing by the society to carry out its purposes and absent such unanimous resolution the society and its directors do not have the power to borrow.

Part 12 - Auditor

12.1 This Part applies only where the society is required or has resolved to have an auditor.

12.2 The first auditor shall be appointed by the directors who shall also fill all vacancies occurring in the office of auditor.

12.3 At each annual general meeting the society shall appoint an auditor to hold office until he is re-elected or his successor is elected at the next annual general meeting.

12.4 An auditor may be removed by ordinary resolution.

12.5 An auditor shall be promptly informed in writing of appointment or removal.

12.6 The auditor may attend general meetings.

Part 13 - Notices to Members

13.1 A notice may be given to a member, either personally or by mail to him at his registered address.

13.2 Any notice to be given to members will be sufficiently given if served personally or if mailed prepaid in any post office or mail box, in the Province of British Columbia. Any notice served personally will be deemed to have been given on the third business day following the date of mailing as aforesaid; but any

JUN 6 - 1989



notice given during a strike, lockout or other labour disturbance at the post office or interruption in mail service shall be served personally and not mailed.

13.3 Notice of a general meeting except a quarterly general meeting shall be given to:

- (a) every member shown on the register of members on the day notice is given;
- (b) the auditor, if Part 12 applies; and
- (c) a representative of City of Port Coquitlam.

13.4 No other person is entitled to receive a notice of general meeting.

#### Part 14 - Bylaws

14.1 On being admitted to membership, each member is entitled to and the society shall give him, without charge, a copy of the constitution and bylaws of the society.

14.2 These bylaws shall not be altered or added to except by special resolution.


#### Part 15 - Non-Profit Purpose

15.1 The society shall not carry on a business, trade, industry or profession for profit or gain except as an incident to its purpose.

15.2 The society shall have the power to accept donations, gifts, legacies and bequests.

15.3 The society shall not distribute any gain, profit or dividend or otherwise dispose of its assets without receiving full and valuable consideration to the members of the society or any of them or any other person and any profits or accretions to the assets of the society shall be used in promoting its objects.

15.4 On the winding-up and dissolution of the society the assets shall not be distributed among the members and the assets remaining, after all debts have been or provision for payment has been made, shall be paid, transferred or delivered to a

  
JUN 6 - 1989

charitable institution recognized as a charity under the Income Tax Act of Canada.

Dated: , 19 .

Witness(es)

Applicants for Incorporation

(signature)

(full name)

(resident address)

\*name

\*address

(signature)

(full name)

(resident address)

\*name

\*address

(signature)

(full name)

(resident address)

\*name

\*address

JUN 6 - 1989

- 15 -

(signature)

(Full name)

(resident address)

\*name

\*address

(signature)

(full name)

(resident address)

\*name

\*address

COR/SCH1313-1

JUN 6 - 1989



MACKENZIE MURDY  
BARRISTERS & SOLICITORS

FAX (604) 689-9029  
TELEPHONE (604) 689-5263

31ST FLOOR, FOUR BENTALL CENTRE  
1055 DUNSMUIR STREET  
P.O. BOX 49059  
VANCOUVER, CANADA V7X 1C4

March 22, 1989

Larry J. Wheeler  
Recreation Manager  
2253 Leigh Square  
Port Coquitlam, B.C.  
V3C 3B8

Dear Larry:

Re: Seniors' Association of Wilson Centre  
Our File No. 1262

Further to your request, we have reviewed the draft Constitution of the Seniors' Association of Wilson Centre with respect to your concerns regarding possible implications for the City.

You have advised that the Association which was created to act in an advisory capacity to the City hopes through incorporation as a society to obtain tax exemption status to assist with fund raising.

In brief, if the seniors continue in their advisory capacity, subject to a high degree of control of the City's Parks and Recreation Department, incorporation should not itself have a serious affect on the City.

The result of incorporation will be that the Association will be governed by and subject to the Society Act R.S.B.C. 1979, c. 390.

Section 4 of the Society Act gives the Association the capacity of a natural person including the ability to buy, sell, exchange, develop and mortgage property, borrow money, enter contracts, employ persons and sue and be sued in its corporate name. Accordingly, if the Association is to incorporate, there may at some future time be a need for a more formal arrangement between the City and the Association regarding the scope of its authority, in view of the expanded legal capacity.

More importantly, Section 73 of the Society Act provides that on the winding up and dissolution of a charitable society, the assets shall not be distributed among the members but shall be delivered, unless the constitution provides for transfer to another charitable institution, to the Minister of Finance. This provision is reflected in Section 15.4 of the draft constitution. The City will therefore want to ensure that the Association holds none of the City's assets or funds in its own name or the City could potentially lose control over distribution of such assets.

JUN 6 - 1989

MACKENZIE MURDY

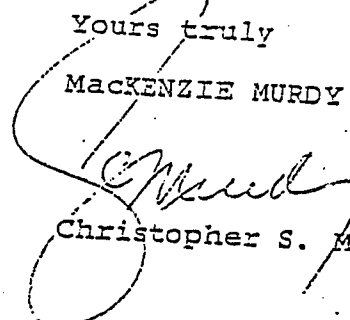
- 2 -

March 22, 1989

To conclude, the incorporation itself should not adversely affect the City so long as the Association continues to operate only in an advisory capacity and does not hold any of the City's funds or property. The members themselves will avoid any personal liability through incorporation but that itself is not likely to have a significant impact on the City.


Yours truly

MACKENZIE MURDY

  
Christopher S. Murdy

CSM/jg/2658/CSM25

- cc: Bryan R. Kirk, City Administrator

  
JUN 6 - 1989

THE CORPORATION OF THE  
CITY OF PORT COQUITLAM

MEMORANDUM

1989 06 06

TO: Alderman J. Keryluk  
Alderman G. Laking

FROM: K. Janna Taylor, Parks & Recreation Director

SUBJECT: Lions Park - Dyking Project

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The proposal for the dyking through Lions Park calls for a width of between 30-35m; this requirement is due to the fact that they will not be rip-rapping the banks and therefore there is a need for a wider dyke to prevent future erosion.

Next week Aubrey Brown, Project Manager; Bram Hoogendoorn, Parks Superintendent and myself will be doing an on site meeting in the park to review where the dyke will reach into the park. Mr. Brown has assured us that they will replace all landscaping etc. that gets disturbed. Also he has indicated that we can put playground equipment, water park etc. on the dyke itself. I do not see this to be a major barrier.

There will be stakes located in the park to show what a 35m wide dyke would look like. These will be erected next week. After the on site meeting a further report will be prepared for committee.

K. Janna Taylor

KJT/ps

  
JUN 6 - 1989