



MEMBERSHIP ADVISORY

Important Update to AGM Requirements and Annual Return Deadlines

The Government of Alberta [has announced](#) that the temporary order suspending deadlines to hold annual general meetings and file annual returns has been lifted. These requirements reverted to normal as of **August 15, 2020**.

In April 2020, in keeping with public gathering restrictions, the Government of Alberta suspended deadlines for corporations, partnerships, cooperatives, and non-profit organizations to hold annual general meetings (AGMs) and file their annual returns. This Ministerial Order was issued as a temporary measure under the authority of the *Public Health Act*; that is, the suspension was in effect for the duration of the state of public health emergency and for the 60 days following. The state of public health emergency was lifted June 15, and therefore the requirements and regulations were reinstated on August 15.

The legislative and regulatory provisions that will be resuming are outlined below. These changes will especially impact organizations that postponed their AGM while the Ministerial Order was in effect or that plan to hold a virtual one.

The AMA recognizes that many of our members will be affected by these changes and will need to begin planning right away to address these updated requirements. We are working with our partners to address your questions about these changes; please see the "More Information" section below.

Requirements for Annual General Meetings

For organizations incorporated under the *Cooperatives Act* or *Societies Act*, among others, the requirements and related regulations for holding annual general meetings are reinstated.

Scheduling

While precise dates for meetings will vary by organization, any AGM that was suspended between April 9 and August 14 due to the Ministerial Order should be rescheduled to take place **as soon as reasonably possible after August 15**.

Service Alberta is allowing a period of time after the expiry of the order on August 14 to hold your AGM. This period is equal to the number of days between April 9 and the last day allowed by your bylaws.

For example: If the last day allowed by your bylaws to hold your AGM was May 15 (36 days after April 9), you must hold your AGM by 36 days after August 14, or September 19.

Scheduling of AGMs should account for proper notice to be given to members, and any other bylaw or policy requirements.

Please note: This extension only applies to organizations that would have needed to hold their AGM between April 9 and August 14. If your organization's AGM had a possible date *outside* of this period, it should be held according to the original timeframe.

Location

In-person meeting requirements have been reinstated. All provincial and municipal public health restrictions still apply, including regarding maximum sizes for indoor and outdoor gatherings, physical distancing, and mask-wearing, where applicable. See the Government of Alberta's website for [current provincial public health restrictions](#).

Provisions that require **access to physical documents** at AGMs or at offices also resume.

Organizations must hold their AGMs in accordance with their bylaws. **With regard to virtual meetings**, this means that organizations that do not state in their bylaws that they can have online meetings have **not** been granted authority to do so.

Further Considerations

Organizations should begin planning any required meetings now. Because each organization's experience will vary based on legal requirements and additional requirements in its bylaws, it is highly recommended that organizations work with legal counsel to determine the date by which they must now hold any delayed annual general meetings, and any additional obligations that must be met.

Organizations that are considering or that have planned online meetings should check what is permitted by their bylaws and speak to legal counsel.

Your board is responsible for making all choices in the best interest of the membership.

Requirements for Filing Annual Returns

Annual return filing timelines have been reinstated. Organizations that delayed filing must file their annual returns after their AGM.

Impact on Charitable Organizations

Under the *Charitable Fund-raising Act*, the requirement for a fundraising business to deposit monetary contributions into the charitable organization's bank account within three days will resume.

Under the *Charitable Fund-raising Regulation*, the three-month extension of expiry dates will be removed. The time period for the registration of a charitable organization and the time period for the licence of a fund-raising business will revert to 12 months, maximum.

More Information

[IntegralOrg](#) has created the resource guide, [Alberta Nonprofits and AGMs](#), to provide more information about the requirements that have been reinstated.

The [Edmonton Chamber of Voluntary Organizations \(ECVO\)](#) is hosting a virtual Q & A session on Friday, August 21, at 1:30 p.m., about the expired Ministerial Order and the reverted policies non-profit organizations should be aware of. [Click here](#) to register for the session, and share your specific questions in advance through [this form](#).

If you have questions about the information above and the impact on your institution, please contact Jennifer Forsyth at jforsyth@museums.ab.ca or 780.424.2626.