

## Guidelines for Strata Council Meetings and Communications

Strata corporations and strata councils are governed and regulated by the *Strata Property Act* (the "Act"), the Strata Property Regulations, Schedule of Standard Bylaws and/or the bylaws as amended by the Strata Corporation and any other applicable enactment of law. The business practices of the Strata Council are rarely formalized in the bylaws of a strata corporation; however, there are specific sections of the legislation, and the bylaws of the corporation that provide us with direction on the obligations of council, the authority that council has been granted and the rules of order for council meetings.

Unless otherwise provided for in the amended bylaws of the Strata Corporation, the Schedule of Standard bylaws of the Act set out the basic conditions for decision making and reporting of council proceedings. Those are: council decisions are made by a majority vote of council and the motions and results of motions are recorded in the minutes of the council meetings. A decision by acclamation or consent may not comply with your bylaws or the Act, and therefore still require a majority vote to lawfully enact. These two standards provide the opportunity for the strata council, within the limitations of the Act, the Regulations and the strata corporation's bylaws to determine its procedures and operations on an annual basis by majority vote. The CHOA Information Guide #400-023 "Checklist: Responsibilities of the Council/Corporation and Management Company", assists the strata corporation in identifying their annual duties, to determine who is responsible for the duties of the corporation, and how the duties are fulfilled and reported to the strata corporation. Depreciation reports and schedules for maintenance, inspections and service agreements are also significant tools utilized by strata councils to ensure that all planning and operations of the corporation are conducted. The planning schedules ensure that council members are informed about the management of the facility, so they may execute prudent and informed decisions based on inspection reports, and financial planning models. Without basic schedules for operations, the strata corporation has little knowledge of the property that it is charged with repairing and

maintaining under the Act. In addition, providing each strata council member with an operations binder that includes the operating documents of the strata corporation and minutes of meetings, a current copy of the bylaws and rules, and approved budgets and resolutions will enable council members to effectively participate in meetings.

Unless otherwise amended in the strata corporation's bylaws, the strata council elects a president, vice president (chairperson or vice chairperson), a treasurer and secretary; each of whom may fulfill specific roles of the corporation and council, if they are delegated to do so by a majority vote of the council members in accordance with the bylaws of the strata corporation. Other than the obligation to chair meetings, or issue notice for a petitioned special general meeting, and unless otherwise stipulated in the amended bylaws of the strata corporation, the president (or vice president in the absence of the president), or any other council member, with the exception of an emergency, have no additional authority above the remaining council members. Understanding this relationship is critical in convening council meetings and establishing the meeting agenda for the council to execute decisions. Because matters are decided by a majority vote of council, the council members will need to ensure they have identified the roles of each of the council members and their delegated authority and obligations if any are extended beyond the voting majority of council. In addition, the strata corporation should also take the time at the first council meeting to clearly understand the role of the strata manager, resident caretaker and any other service providers to ensure that the strata corporation properly ratifies resolutions necessary for the contractors to perform their duties. It is also important for the strata council members to understand that they are responsible to administer the strata management contract and any other contracts entered into by the strata corporation. The strata council should dedicate a process to the annual review and renegotiation of contracts to ensure the services contracted to the corporation are being fulfilled.

## Sample: Strata Council Guidelines/Policy/Bylaw for Conduct and Meetings

1. All council members are provided with an operations manual or access to the strata corporation website.
2. At the first council meeting after the election of a new council, the council members review the roles and responsibilities of each council member and vote on the elected positions, and determine any delegated authority of specific council members. For example: Council member supervising landscaping is determined to be responsible to supervise the scope of the landscape contract and report quarterly to the strata council. Any services outside of the approved contract require the approval of council at a subsequent council meeting. Always refer to the strata bylaws and review the depreciation report.
3. Establish a predetermined schedule for meetings. Each strata council operates on a different cycle. Smaller strata corporations may meet only every 3 months, while larger strata corporations, or strata corporations undergoing major construction may meet as frequently as weekly. A routine meeting schedule permits the council members, owners and the strata manager to reserve the time necessary to attend and plan for meetings. Frequency may be determined by council, may be predetermined in the strata bylaws, or may occur as a result of a hearing request by an owner under Section 34.1 of the *Act* or a rental hardship application exemption request.
4. Establish a code of ethics or decorum for meeting procedures and formalize the council meetings to ensure the opportunity, cooperation and respect of each council member.
  - i. All council members shall be treated respectfully, equally and in fair language.
  - ii. All council members shall comply with the *Act*, the Regulations, the strata corporation's bylaws, and any other enactment of law.
  - iii. All council members shall have the opportunity to submit items for the agenda
  - iv. All council members must respect the privacy and confidentiality of the matters at meetings.
  - v. All council members must act in the best interest of the strata corporation.
  - vi. All council members must declare any conflicts or interests that may arise where they are involved in a matter that may create a conflict of interest.
  - vii. All council members upon disclosing any conflicts must remove themselves from meetings where decisions are made that may result in the strata council member or their family or business associates benefiting from the outcome.
5. Minutes of meetings are critical to ensure that council decisions are officially recorded and published for the owners and tenants of the strata corporation. The council should establish a clear decision on the structure and publication of minutes. For example:
  - i. All motions shall be recorded in the minutes. The secretary at the meeting shall read back the motions to be confirmed by the members before voting.
  - ii. All business of the corporation shall refer to only strata lot numbers, and the names of all persons attending meetings shall be included in the minutes.
  - iii. The name of the recording secretary shall be included in the minutes. The minutes, without editing, shall be distributed to council and available to the owners within 2 weeks of the meeting.
  - iv. Any amendments or changes shall be made at the subsequent council meeting.
  - v. Any decisions executed by electronic use, such as Skype or email are reported in the minutes of the subsequent council meeting; however, the strata council should exercise caution in conducting meetings that do not comply with the requirements of the bylaws, unless the bylaws otherwise permit meetings in other electronic forms.