



SUPREME COURT OF BRITISH COLUMBIA

**Effective Date:** 2017/03/01

**Number:** PD - 52

**Title:**

**Practice Direction**

**Restoration of Dissolved Society pursuant to *Societies Act***

**Summary:**

The process for applying to court for the restoration of a dissolved society involves a number of steps. This Practice Direction describes the steps in the process and the information required by the court on such applications.

**Direction:**

1. Practice Direction 41 - Restoration of Companies and Societies (*Business Corporations Act* and *Society Act*) dated July 1, 2010 is rescinded.
2. The process for applying to court for the restoration of a dissolved society has a number of requirements which must be met. Some of the requirements are prescribed by the *Societies Act*, S.B.C. c. 18 and some by the Supreme Court Rules.

**Step One: Complete Requirements of s. 159(2) of the *Societies Act***

3. Before an application to court for the restoration of a dissolved society is made, a person must complete the prerequisite steps set out in s. 159(2) of the *Societies Act* as follows:
  - a. publish notice of the application in the Gazette
  - b. mail a notice of the application to the last addresses shown in the register of societies as
    - i) the address or mailing address or the registered office of the society, and
    - ii) the address of each of the individuals who were directors of the society at the time of the dissolution, and
  - c. reserve a name for the society to be restored.

### **Step two: File requisition and Initial Affidavit**

4. After completing Step one, the applicant must file a requisition in Form 31 and an initial affidavit which sets out the following information:
  - a. the identity of the applicant and his/her reasons for or interest in seeking restoration of the society
  - b. the date the society was incorporated
  - c. the date the society was dissolved and the reason for the dissolution
  - d. whether or not the society has continued to conduct business since the date it was struck from the register of companies
  - e. the date on which the notice required under s.159(2)(a) of the *Societies Act* was published in the Gazette. (Attach as an exhibit to the affidavit a copy of the page from the Gazette showing the date of publication of the notice.)
  - f. the latest date on which the notice required under s. 159(2)(b) of the *Societies Act* was mailed in accordance with that provision. (Attach as an exhibit to the affidavit a copy of the notice.)
  - g. the name reserved for the society and the reservation number given for that name
  - h. the delivery address and mailing address of the registered office proposed for the society
  - i. the reason(s) why it is just that the society be restored to the register
  - j. if the application is for a limited restoration under s. 160(2)(e) of the *Societies Act*, a statement specifying the proposed limited period of the restoration.

### **Step Three: Complete Requirements of s. 162(1)(a) and (b) of the *Societies Act***

5. After completing Step two, the applicant must complete the requirements set out in s. 162(1)(a) of the *Societies Act* as follows:
  - a. provide the registrar of companies (“the registrar”) with a copy of the requisition and initial affidavit, and
  - b. obtain the written consent of the registrar to the restoration.

#### **Step Four: File Subsequent Affidavit and Draft Order**

6. After completing Step three, the applicant must file:
  - a. a subsequent affidavit
  - b. a draft form of order to restore the society, or to restore the society for a limited period.
7. The subsequent affidavit must contain the following information:
  - a. a statement that the registrar was provided with notice of the application and a copy of the requisition and the initial affidavit
  - b. a statement that the registrar has consented to the restoration and any terms and conditions the registrar considers appropriate. (Attach as an exhibit to the affidavit a copy of the written consent of the registrar.)
  - c. any other information the applicant considers relevant or necessary for the court's consideration.

#### **Step Five: Court may make an order for restoration**

8. Pursuant to s. 162(3) of the *Societies Act*, if the court is satisfied that it is appropriate to restore the society, the court may make an order to restore the society, or to restore the society for a limited period.

#### **Step Six: File Restoration Application and copy of entered Order with the Registrar**

9. Pursuant to s. 163(1) of the *Societies Act*, promptly after the court makes an order under s. 162(3), the applicant must file with the registrar:
  - a. a restoration application that complies with s. 160(2) of the *Societies Act*
  - b. a copy of the entered court order
  - c. any other records the registrar may require.

**Chief Justice C.E. Hinkson**