

# Frequently Asked Questions: Proposed Rules Change

This FAQ is intended to provide additional clarity on the proposed rules change, based on common questions we've received from members. These changes are being brought forward to modernize our rules, reduce organizational risk, and ensure alignment with cooperative principles.

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## 1. Why are changes to the rules being proposed now?

The current rules contain outdated language and governance practices that no longer serve the organization effectively. The proposed changes aim to modernize the rules, strengthen democratic control, and ensure that the co-operative is governed by and for its co-op members.

## 2. What are the key changes being proposed?

### **Voting rights:**

Moving to a "one member, one vote" system. Each co-op member (regardless of size or dues paid) will have one vote.

### **Membership Classes:**

Only incorporated co-ops (Class A and C members) will have voting rights. Class B (unincorporated co-ops or "friends of") members will no longer have voting rights. This ensures democratic control remains with incorporated co-ops.

### **Board structure and elections:**

- The Board will comprise a fixed number of up to 13 directors, consisting of nine elected Class A members and four appointed Class C (Sustaining) members.
- Class A Directors will serve three-year terms, with three seats up for election each year to ensure continuity.
- Class C Directors are appointed by their co-operative to serve on the Board for a one-year term..
- The membership will vote on all candidates; acclamations will no longer be used.

### **Annual dues:**

The Board will be empowered to set annual dues to sustain the organization. If an increase of more than **10%** is proposed, the change must be approved by the membership.

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### **3. What is a Class B member?**

Class B members are individuals or organizations who are not incorporated co-operatives but wish to support the co-operative movement. Under the new rules, they will retain the ability to participate in events and initiatives but will no longer have voting rights.

### **4. Why remove voting rights from Class B members?**

This change reinforces the principle that co-operatives should be governed by co-operatives. It reduces governance risk and ensures that decision-making power stays with incorporated co-operative members.

### **5. What is a Sustaining member?**

A Sustaining (or Class C) member is an organization that is eligible to be a Class A member, who has agreed to contribute dues and purchase shares in the amount set for Sustaining Members. Currently, BCCA has two Sustaining Members: The Co-operators and Vancity.

### **6. Will director terms be staggered?**

Yes. Under the new rules, the Board will consist of nine elected directors, each with a staggered three-year term. Each year, three seats will be up for election, ensuring continuity in leadership and planning.

### **7. Is the number of directors fixed?**

Yes. The proposed rules set the number of directors at not more than 13. This allows for clear planning and consistency in governance.

### **8. How many terms can a director serve?**

Class A Directors may serve a maximum of four full three-year terms, plus any number of years they served to fill a vacancy, for a total of 14 years. Sustaining Member Directors serve at the discretion of the Class C Member who appoints them up to a maximum of 14 years.

### **9. Are directors remunerated?**

No. Directors are not currently paid for their service on the Board.

## **10. How are dues determined, and who approves changes?**

The finance committee recommends dues as part of the annual budgeting process. The Board reviews and approves them. If the proposed increase exceeds 10%, the membership must vote on the change.

## **11. What is the process for implementing the new rules if approved?**

If the membership approves the rules, they will be filed with BC Registries to become official. This is a legal requirement.

## **12. Are there changes related to Sustaining members?**

Yes. The proposed rules clarify that there may be “**up to four**” seats available for sustaining members (Class C), and include provisions for an election process if there are more than four sustaining members.

## **13. Who can serve on committees—only board members, or general members as well?**

Committees are comprised of Board members.

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### **Still have questions?**

Please reach out to [connect@bccacoop](mailto:connect@bccacoop), and we'll be happy to clarify or discuss further.