

LAND TITLE AND SURVEY AUTHORITY OF BRITISH COLUMBIA

BY-LAWS

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LAND TITLE AND SURVEY AUTHORITY OF BRITISH COLUMBIA

(the “Authority”)

BY-LAWS

These by-laws are enacted as by-laws of the Authority under sections 19(1)(a),(c) and (e), 19(2)(b) and 25(5) of the *Land Title and Survey Authority Act*.

PART 1

INTERPRETATION

Definitions

1.1 In these by-laws, except as the context otherwise requires:

- (a) “Act” means *Land Title and Survey Authority Act* as from time to time amended, and includes the regulations under that Act, from time to time in force;
- (b) “board” means the board of directors of the Authority from time to time and includes, to the extent that it has authority to act on behalf of the board, a committee;
- (c) “by-laws” means these by-laws and all other by-laws of the Authority from time to time in effect;
- (d) “committee” means a committee of one or more directors appointed in accordance with these by-laws;
- (e) “delivery address” means in the case of a director, officer, or auditor, such person’s most recent delivery address as recorded in the records of the Authority;
- (f) “fee” means the amount payable for each transaction, service or other matter described unless otherwise specified;
- (g) “governance committee” means the committee referred to in section 7.5(c);
- (h) "government" means Her Majesty in right of British Columbia;
- (i) "government office" means an office belonging to the government from which a title search can be made by electronic means;
- (j) "pending" means the time after an application is received under section 153 of the *Land Title Act* and before the application is registered under section 36 of the *Land Title Act*;

- (k) “secretary” means the corporate secretary of the Authority;
- (l) “signing officer” means, in relation to any instrument, a person authorized to sign the instrument on behalf of the Authority by the by-laws or by a resolution passed by the directors;
- (m) "Surveyor General" means the Surveyor General appointed under the Act; and
- (n) unless otherwise expressly provided in the by-laws a word or expression defined in the Act has the meaning so defined.

Interpretation

1.2 In the interpretation of the by-laws:

- (a) words importing singular number include the plural and vice versa;
- (b) words importing gender include the masculine, feminine and neuter; and
- (c) a word importing a person includes an individual, body corporate, partnership, trust, estate and an unincorporated organization.

Headings

1.3 The division of by-laws into parts and the headings of parts and sections will be considered as for convenience of reference only and will not affect the construction or interpretation of the by-laws.

Conflict with Act

1.4 To the extent that there is any conflict between a provision of the by-laws and a provision of the Act, the provisions of the Act will prevail.

Void, Illegal or Invalid Provisions

1.5 Each provision of the by-laws is intended to be severable, and the unenforceability or invalidity of any provision will not affect the enforceability or validity of any other provision of the by-laws.

PART 2

OPERATION OF THE AUTHORITY

Head Office

2.1 The first head office of the Authority is located at 3rd Floor, 3400 Davidson Avenue, Victoria, British Columbia. The Authority may from time to time by resolution of the

board change the address of the head office of the Authority to another location within British Columbia.

Corporate Seal

2.2 The board must by resolution adopt a corporate seal for the Authority and an official seal for each land title office and may, from time to time, change the seals that are adopted, and must provide for the safe custody of any seal that is adopted. A document executed on behalf of the Authority is not invalid merely because the corporate seal is not affixed to it.

Facsimile Signatures

2.3 The signature of an officer or director of the Authority that is, by authority of the board, printed, lithographed, engraved or otherwise reproduced upon an instrument or document (including a negotiable instrument) to be signed, executed or issued by the Authority or by any of its officers or directors, and an instrument or document on which the signature of any such person is so reproduced, will be as valid as if the signature had been affixed manually by such person, and will be so valid notwithstanding that, at the time of the issue or delivery of the instrument or document, the person whose signature is so reproduced is deceased, has ceased to hold the office giving rise to his or her authority or is otherwise incapacitated from personally signing the instrument or document.

Banking

2.4 The banking business of the Authority, including, without limitation, the borrowing of money and the giving of security therefor, will be transacted with such banks, trust companies or other bodies corporate or organizations as may from time to time be designated by or under the authority of the board. Such banking business or any part thereof will be transacted under such agreements, instructions and delegations of powers as the board may from time to time prescribe or authorize.

Voting Rights in Other Bodies Corporate

2.5 To enable the Authority to exercise voting rights attaching to securities held by the Authority:

- (a) the authorized signing officers of the Authority may from time to time execute and deliver proxies and arrange for the issuance of voting certificates or other evidences of such rights in favour of such person or persons as may be determined by the officers by whom they are executed; and
- (b) the board, or failing the board, the authorized signing officers of the Authority, may from time to time direct the manner in which and the person or persons by whom any particular voting rights or class of voting rights may or will be exercised.

PART 3

BORROWING AND SECURITIES

Borrowing Power

3.1 Without limiting the powers of the board set forth in the Act, the board may from time to time, in such amounts and on such terms as it deems expedient, cause the Authority to:

- (a) borrow money upon the credit of the Authority, including by way of overdraft;
- (b) issue and re-issue evidences of indebtedness of the Authority;
- (c) give a guarantee to secure performance of any obligation to any person; or
- (d) subject to the Act and the *Land Title Act*, create a security interest in the undertaking of the Authority or in all or any of the currently owned or subsequently acquired property and assets of the Authority, including without limiting the generality of the foregoing, real and personal property, movable and immovable property, tangible and intangible assets, book debts, rights, powers and franchise, to secure any present or future obligation of the Authority.

3.2 Nothing in these by-laws limits or restricts the borrowing of money by the Authority on bills of exchange or promissory notes made, drawn, accepted or endorsed by or on behalf of the Authority.

Delegation of Borrowing Authority

3.3 The board may from time to time delegate to a committee, to a director, or to an officer of the Authority all or any of the powers conferred on the board by section 3.1 to such extent and in such manner as the board from time to time determines.

PART 4

DIRECTORS

Number and Powers

4.1 The board consists of the number of directors established in the Act. The board must manage, or supervise the management of, the business and affairs of the Authority in accordance with the Act and the by-laws and may exercise all such powers and do all such acts and things as may be exercised or done by the Authority and are not by the Act or the by-laws expressly directed or required to be done in some other manner.

Duties

4.2 Every director and officer of the Authority in exercising his or her powers and discharging his or her duties must:

- (a) act honestly and in good faith with a view to the best interests of the Authority;
and
- (b) exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.

4.3 A director must, within fifteen days after changing his or her delivery address, send the Authority a notice of that change.

4.4 Every director and officer of the Authority must comply with the Act and the by-laws.

Appointment and Term

4.5 Directors must be appointed and will hold office in accordance with the provisions of the Act.

Vacation of Office

4.6 A director ceases to hold office as provided in the Act and a replacement for such director will be appointed as provided in the Act.

Vacancy in the Board

4.7 A quorum of the board may act notwithstanding any vacancy in its body.

Skills and Experience Profile

4.8 In accordance with sections 13 and 19(2) of the Act, the skills and experience profile that must be represented on the board is as set out in Schedule "A" to these by-laws.

PART 5

DIRECTORS' REMUNERATION AND REIMBURSEMENT

Remuneration

5.1 The Authority will pay the following remuneration to the directors of the Authority:

- (a) to the Chair of the Board, an annual stipend of \$52,000.00;
- (b) to the Vice Chair of the Board, an annual stipend of \$19,000.00;
- (c) to each director who
 - (i) is the chair of a committee, and
 - (ii) does not occupy a position referred to in subsection (a) or (b),an annual stipend of \$19,000.00; and
- (d) to each director who is not referred to in subsection (a), (b) or (c), an annual stipend of \$10,000.00.

5.2 The remuneration referred to in section 5.1 will be paid in accordance with section 5.7 by the Authority to each director in instalments of the total amount payable to that director under section 5.1, which instalments will be prorated to reflect the period of time the director held that office during the period of time to which the payment relates.

5.3 Subject to section 5.5 and in addition to the remuneration referred to in section 5.1, the Authority will pay each director, except the Chair of the Board, \$700.00 for each day spent by that director attending in person

- (a) any meeting, of 30 minutes or more in duration, of the board or of any committee, or
- (b) the annual general meeting of the Authority.

5.4 Subject to section 5.5 and in addition to the remuneration referred to in section 5.1, the Authority will pay each director, except the Chair of the Board, \$350.00 for

- (a) attending in person any meeting, of less than 30 minutes in duration, of the board or of any committee, or
- (b) participating in any teleconference or videoconference meeting of the board or of any committee.

5.5 The maximum aggregate amount payable to a director entitled to a payment under sections 5.3 and 5.4 for a particular day is \$700.00, regardless of the number and types of meetings attended by or participated in by that director on that day.

Reimbursement

5.6 On or before the dates, and in respect of the periods, specified in section 5.7, the Authority will reimburse each director for reasonable expenses actually incurred by the director in attending or participating in any meeting referred to in section 5.3 or 5.4, if the expenses are

- (a) verified by a completed expense claim form submitted to the Authority by the director claiming the reimbursement,
- (b) supported by expense receipts, if receipts are required under the policies adopted by the Authority from time to time, and
- (c) approved by the Authority in accordance with policies adopted by the Authority from time to time.

Payments

5.7 The Authority will on or before January 15, April 15, July 15 and October 15 of each year pay to each director for the three calendar months preceding the month in which each such date falls

- (a) the remuneration payable to that director under sections 5.1 (adjusted in accordance with section 5.2), 5.3 and 5.4, and
- (b) the amounts due to be reimbursed to that director under section 5.6.

5.8 Despite sections 5.6 and 5.7, a director may, no more frequently than once a month, request the Authority to reimburse the director for reasonable expenses actually incurred by the director in attending or participating in any meeting referred to in section 5.3 or 5.4 in the preceding calendar month, and if the expenses are

- (a) verified by a completed expense claim form submitted to the Authority by the director claiming the reimbursement,
- (b) supported by expense receipts, and
- (c) approved by the Authority in accordance with policies adopted by the Authority from time to time,

the Authority will pay to the director the reimbursement amount referred to in this section within 30 days after receipt by the Authority of the items required under this section, and in that case, the Authority's obligation to pay the reimbursement amount under this section supercedes the Authority's obligation to pay the reimbursement amount under section 5.7.

No Additional Payments

5.9 Except as provided for in these by-laws, a director is not entitled to any additional remuneration or reimbursement from the Authority.

PART 6

MEETINGS OF DIRECTORS

Calling of Meetings

6.1 Meetings of the board and of any committee may be held at any place. A meeting of the board will be conducted on each date specified in the schedule of board meetings for the ensuing year delivered by or on behalf of the Chair of the Board to the directors at the first meeting of the board following the date of new appointments to the board in each year (or in the case of the first year of the existence of the Authority, on each date specified in the schedule of board meetings for the period from the first meeting of the board until the first annual general meeting of the Authority delivered by or on behalf of the Chair of the Board to the directors at the first meeting of the board), and the secretary will convene a meeting of the board on each of the dates in that schedule. A meeting of a committee may be requisitioned by the chair of that committee at any time, and the secretary will upon requisition by the chair of that committee convene a meeting of the committee.

Notice of Meeting

6.2 Notice of the time and place for the holding of any meeting of the board referred to in section 6.1 or of any committee must be given to each director, or, to each member of the committee, as the case may be, not less than 7 days before the time when the meeting is to be held. A notice of a meeting of the board or of any committee need not specify the purpose of or the business to be transacted at the meeting.

Other Meetings of the Board

- 6.3 In addition to meetings of the board convened in accordance with section 6.1,
- (a) a meeting of the board may be requisitioned by the Chair of the Board at any time, or if Chair of the Board is unavailable, by the Vice Chair of the Board or any two directors, and
 - (b) a meeting of the board must be requisitioned by the Chair of the Board if requested to do so by 3 directors, or if the Chair of the Board does not do so within 24 hours after receipt of such request, a meeting of the board may be requisitioned by any 3 directors,

and the secretary will convene a meeting of the board requisitioned under this section.

Forms of Notice

6.4 Notice of the time and place of a meeting of the board referred to in section 6.1 or of any committee will be given in writing in accordance with section 12.1.

Forms of Notice for Other Meetings of the Board

6.5 Notice of the time and place of a meeting of the board convened under section 6.3 must be given to each director:

- (a) in writing in accordance with section 12.1 not less than 2 days before the time when the meeting is to be held, or
- (b) verbally at least 2 hours before the time when the meeting is to be held.

Address for Notice

6.6 When notice of a meeting of the board or of any committee is given to a director, it must be addressed to the director at his or her delivery address, but a notice sent to any other address at the request of the director will not be invalid.

Waiver of Notice

6.7 Notice of any meeting of the board or of any committee or any irregularity in any meeting or in the notice thereof may be waived in any manner by any director and such waiver may be validly given either before or after the meeting to which such waiver relates. Attendance of a director at a meeting of the board or of any committee is a waiver of notice of the meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business on the grounds that the meeting is not lawfully called.

Adjournment

6.8 Any meeting of the board or of any committee may be adjourned from time to time by the chair of the meeting, with the consent of the directors in attendance at the meeting, to a fixed time and place and no notice of the time and place for the holding of the adjourned meeting need be given to any director if the time and place of the adjourned meeting is announced at the original meeting. Any adjourned meeting will be duly constituted if held in accordance with the terms of the adjournment and a quorum is present at the adjourned meeting. The directors who formed a quorum at the original meeting are not required to form the quorum at the adjourned meeting. If there is no quorum present at the adjourned meeting, the original meeting will be deemed to have terminated forthwith after its adjournment.

Quorum

6.9 A majority of the number of directors then in office will constitute a quorum for the transaction of business at any meeting of directors.

Chair

6.10 The Chair of the Board will be chair of each meeting of the board, but if at any meeting the Chair of the Board is not, within 15 minutes after the time appointed for holding the meeting, present and willing to act, the chair of the meeting will pass to the directors in the following order: Vice Chair of the Board, chair of the audit and finance committee, or the director who the directors present by resolution choose from their number to be chair of the meeting.

Powers of Directors Where Quorum Present

6.11 A meeting of directors at which a quorum is present is competent to exercise all or any of the powers, duties and functions for the time being vested in or exercisable by the board generally.

Determination of Questions

6.12 Except as provided in section 11(3) of the Act, questions arising at a meeting of the board will be decided by a majority of votes and in the case of an equality of votes, the chair will have a second or casting vote.

Disclosure of Interest

6.13 A director who has, under the Act, a disclosable interest in any contract or transaction must not participate in that part of a meeting of the directors during which such contract or transaction will be discussed, including any vote on any directors' resolution to approve that contract or transaction.

Resolutions without a Meeting

6.14 A resolution of the directors or of a committee may be passed without a meeting in accordance with section 18(3) of the Act or if all the directors, or the members of the committee, as the case may be, consent to the resolution in writing.

Minutes of Meetings

6.15 The board and each committee must keep regular minutes of their meetings and cause them to be recorded in books kept for that purpose at the head office of the Authority. Unless a ballot is demanded, an entry in the minutes of a meeting to the effect that the chair of the meeting declared a resolution to be carried or defeated is, in the absence of evidence to the contrary, proof of the fact without proof of the number or proportion of the votes recorded in favour of or against the resolution.

In Camera Meetings

6.16 The board and each committee of the board may exclude all persons, other than directors or members of the committee, as the case may be, from a meeting or portion of a meeting of the board or committee of the board, as the case may be, and hold meetings or parts of meetings “in camera”.

PART 7

COMMITTEES OF THE BOARD

Power to Appoint to Committees

7.1 On the recommendation of the Chair of the Board, the board may from time to time appoint from its number one or more committees, including without limitation those committees referred to in section 7.5, and the board may, subject to the Act, delegate to any such committee any of the powers or duties of the directors.

Ex-officio Member

7.2 The Chair of the Board is an ex-officio member of each committee of the board.

Committee Chair

7.3 On the recommendation of the Chair of the Board, the board must appoint a chair of each committee.

7.4 The chair of a committee will determine the frequency and scheduling of committee meetings and such meetings will be scheduled a year in advance and in conjunction with board meetings, when possible.

Mandated Committees

7.5 On the recommendation of the Chair of the Board, the board must annually appoint from its number the following committees:

- (a) an audit and finance committee to assist the board in fulfilling its obligations and oversight responsibilities relating to the Authority's audit process, financial reporting, system of corporate controls and risk management, and when required, to make recommendations in respect of such matters to the board;
- (b) a human resources committee to assist the board in fulfilling its supervision of the human resources policies and practices of the Authority; and
- (c) a governance committee to assist the Board in reviewing the policies and practices of the board, ensuring the continuing ability of the board to fulfill its legislated mandate and implementing effective due diligence practices for the operations of the Authority.

Audit and Finance Committee

7.6 The audit and finance committee must be comprised of not less than 3 directors.

7.7 The auditor of the Authority is entitled to receive notice of every meeting of the audit and finance committee and, at the expense of the Authority, to attend and be heard at such meetings; and, if so requested by a member of the audit and finance committee, will attend every meeting of the committee held during the term of office of the auditor. The auditor of the Authority or any member of the audit and finance committee may call a meeting of the committee.

7.8 The audit and finance committee must review the financial statements of the Authority prior to approval thereof by the board.

Quorum and Procedures at Meetings

7.9 Except as otherwise determined by the board:

- (a) a majority of the number of directors, other than the Chair of the Board, then constituting a committee will constitute a quorum for the transaction of business at any meeting of such committee;
- (b) a question arising at a meeting of a committee will be determined by a majority of the votes cast thereon, and in the case of an equality of votes the chair of the meeting will be entitled to a second or casting vote;
- (c) each committee will meet and adjourn as it thinks proper and will have power to make rules for the conduct of its business;

- (d) a committee may act notwithstanding any vacancy in its body;
- (e) where a committee has only one member, that member may constitute a meeting; and
- (f) a meeting of a committee may be held at any place that a meeting of the board may be held.

Minutes of Meetings

7.10 Section 6.15 applies to minutes of the meetings of a committee. In addition, a committee will report its minutes to the board as the board from time to time requires.

PART 8

OFFICERS

Appointment of Officers

8.1 Except for the first Chair of the Board (who was appointed under section 44(8) of the Act), the board may appoint a Chair of the Board and a Vice Chair of the Board from among its number and may appoint a secretary. The board may, as in its discretion it thinks fit, authorize the chief executive officer of the Authority to appoint other officers of the Authority.

Removal of Officers, etc.

8.2 All officers, employees and agents, in the absence of agreement to the contrary, will be subject to removal by resolution of the board at any time, with or without cause.

Duties of Officers may be Delegated

8.3 In the case of the absence or inability or refusal to act of any officer of the Authority or for any other reason that the board may deem sufficient, the board may, provided to do so does not violate the Act, the *Land Act* or the *Land Title Act*, delegate all or any of the powers of such officer to any other officer or to any director for the time being.

Chair and Vice Chair of the Board

8.4 The Chair of the Board will possess and may exercise such powers and will perform such other duties as may from time to time be assigned to the Chair of the Board by the board. The Vice Chair of the Board will possess and may exercise such powers and will perform such other duties as may from time to time be assigned to the Vice Chair of the Board by the board.

Secretary

8.5 The secretary will give or cause to be given notices for all meetings of the directors and any committee when directed to do so and will have charge of the minute books of

the Authority and of the documents and registers of the Authority required to be maintained by the Act. The secretary will have such other powers and will perform such other duties as may from time to time be assigned to the secretary by the board or the chief executive officer or as are incidental to the secretary's office.

PART 9

STAKEHOLDER ADVISORY COMMITTEE

Establishment of Stakeholder Advisory Committee

9.1 The board hereby establishes a stakeholder advisory committee to provide advice or recommendations to the board and the chief executive officer on the operations of the Authority, including advice or recommendations on the effectiveness of and improvements to the activities, programs, services and special projects of the Authority and on any other matter requested by the board or the chief executive officer.

9.2 The stakeholder advisory committee will consist of:

- (a) the chief executive officer, who is a permanent member and the chair of the committee; and
- (b) one nominee, approved by the chief executive officer, of each of the stakeholder entities (as that term is defined in the Act) and of the British Columbia Historical Federation, the British Columbia Assessment Authority, and the Canadian Bankers Association, to the extent such entities choose to make nominations.

9.3 The chief executive officer will report to the board from time to time with a list of the members of the stakeholder advisory committee and the name of the entity that nominated each person on that list.

9.4 The stakeholder advisory committee is not a committee of the directors and no director may be nominated for or appointed to the committee. The committee is not a decision making body.

Powers of Chief Executive Officer

9.5 The chief executive officer may in his or her discretion:

- (a) make appointments to the stakeholder advisory committee in addition to the members of the committee approved under section 9.2;
- (b) establish subcommittees of the stakeholder advisory committee and make appointments thereto;
- (c) rescind a person's membership in the stakeholder advisory committee or any of its subcommittees.

Meetings

9.6 The chair of the stakeholder advisory committee will determine the frequency, location and scheduling of stakeholder advisory committee meetings and of any of its subcommittees and the method by which notices for such meetings will be given.

Vice Chair

9.7 The stakeholder advisory committee may appoint from its number a vice chair whose functions and duties will be determined by the chief executive officer.

Record of Meetings

9.8 The stakeholder advisory committee may, in respect of matters arising at its meetings, keep a record of items requiring further action and of the committee's advice or recommendations to the board and the chief executive officer. The chief executive officer will provide such record to the board when requested to do so by the board.

Expenses

9.9 The Authority will reimburse each member of the stakeholder advisory committee for reasonable expenses actually incurred by the member in attending or participating in any stakeholder advisory committee meeting if the expenses are:

- (a) verified by a completed expense claim form submitted to the Authority by the member claiming the reimbursement,
- (b) supported by expense receipts, if receipts are required under the policies adopted by the Authority from time to time, and
- (c) approved by the Authority in accordance with policies adopted by the Authority from time to time.

PART 10

ANNUAL MEETINGS

Annual Meetings

10.1 The Authority will hold annual general meetings as required under the Act.

PART 11

EXAMINATION OF RECORDS

Access by Auditor and Directors

11.1 The auditor and every director will at all reasonable times have access to, and may without charge take extracts from, all accounts, records, books and other documents of the Authority.

Public Access

11.2 Any person may, during normal business hours, inspect the records of the Authority as permitted under section 25(3) of the Act, provided that if a person requests a copy of any such record under section 25(4) of the Act, the Authority will be entitled to charge a fee of \$1.00 per page copied from such record or such other consideration as may be determined from time to time by the directors.

PART 12

NOTICES

Method of Giving Notices

12.1 Any notice (which term includes any communication or document) to be given (which term includes sent, delivered or served) pursuant to the Act, the by-laws or otherwise to a director, officer or auditor will be sufficiently given: (a) if delivered personally to the person to whom it is to be given; (b) if delivered to the person's delivery address; (c) if mailed to such person at such delivery address by prepaid ordinary or air mail; (d) if sent to such person at such delivery address by means of prepaid electronic facsimile transmission or other electronic communication capable of producing a printed copy; or, if not prohibited by applicable laws or regulatory policies, by e-mail to an e-mail address provided by such person to the Authority. A notice so delivered will be deemed to have been given when it is delivered personally or to the delivery address as aforesaid; a notice so mailed will be deemed to have been given when deposited in a post office or public letter box; and a notice so sent by any means of electronic facsimile, other electronic communication or e-mail will be deemed to have been given when it is transmitted by the Authority or, if transmitted by another, on the day when it is transmitted to the appropriate communication company or agency or its representative for dispatch. The secretary may change or cause to be changed the delivery or e-mail address of any director, officer or auditor in accordance with any information reasonably believed by the secretary to be reliable.

Computation of Time

12.2 In computing the date when notice must be given under any provision requiring a specified number of days' notice of any meeting or other event, the day of giving the notice will be excluded and the day of the meeting or other event will be included.

Signature to Notice

12.3 The signature to any notice to be given by the Authority may be in whole or in part written, stamped, typewritten or printed.

Omissions and Errors

12.4 The accidental omission to give a notice to any director, officer, or auditor or the non-receipt of a notice by any such person or an error in a notice not affecting the substance thereof will not invalidate any action taken at a meeting held pursuant to such notice or otherwise founded thereon.

Waiver of Notice

12.5 A director, officer, auditor or member of a committee of the board may at any time in writing waive any notice, or waive or abridge the time for any notice required to be given under any provision of the Act, the by-laws or otherwise, and such waiver or abridgement, whether given before or after the meeting or other event of which notice is required to be given, will cure any default in the giving or in the time of such notice, as the case may be.

PART 13

SERVICE FEES

Fees

13.1 The fee payable to the Authority for a transaction, service or other matter itemized in Column 1 is set out opposite that item in Column 2 of each of the tables set out below:

Table 1

Column 1 Under the <i>Land Title Act</i>	Column 2 Fee payable to the Authority
<u>1. Indefeasible Title</u> To register an indefeasible title, except for item 4 (b)	
(a) if the application is submitted electronically	\$24.42 for each indefeasible title registered
(b) if the application is submitted in any other manner	\$24.42 for each indefeasible title registered
<u>2. Charges</u> Subject to item 3, to register any right, notice, claim, estate or interest as a charge or in the same manner as a charge, and to register a transfer, transmission, modification, extension, renewal or postponement of a charge as if it were a charge	
(a) if the application is submitted electronically	\$24.42 for each charge registered regardless of the number of indefeasible titles affected
(b) if the application is submitted in any other manner	\$24.42 for each charge registered regardless of the number of indefeasible titles affected
<u>3. Despite item 2, to register</u>	
(a) a caveat, certificate of judgment or certificate of pending litigation	\$8.37
(b) a claim of builders lien	\$1.55 for each indefeasible parcel affected by the claim or endorsed by it
(c) a maintenance order within the meaning of the <i>Family Relations Act</i> or the <i>Family Maintenance Enforcement Act</i> , or certificate of pending litigation under the <i>Builders Lien Act</i>	Nil
<u>4. General Filing, Amendment or Change</u> To file	
(a) any instrument, document, notice or plan required not otherwise provided for in this Schedule or another enactment, including an amendment to the register, an instrument or a plan	\$6.91
(b) a change of name under section 191 (1) or (2) for an indefeasible title, or section 191 (3) for a charge	\$6.91 for each indefeasible title registered, or each charge regardless of the number of indefeasible titles affected by the charge
(c) a notice of tax sale under section 272 or a notice of redemption under section 273	\$3.10
(d) a change of address	Nil

5. Cancellation of a Charge To register a cancellation or discharge of	
(a) a registered charge, or any right, claim, notice or interest that was registered in the same manner as a charge	
i) if the application is submitted electronically	\$8.67 for each charge cancelled or discharged, regardless of the number of indefeasible titles affected by the charge
ii) if the application is submitted in any other manner	\$8.67 for each charge cancelled or discharged, regardless of the number of indefeasible titles affected by the charge
(b) a claim of builders lien, a maintenance order under item 3 (c), a merger of a charge or a charge derived from or dependent on another charge which has been cancelled	Nil
6. Cancellation of Lease on Breach of Covenant	
To file an application to cancel, to hold a hearing under section 247 and to register any order of the registrar	\$21.70
7. Plans To file or deposit	
(a) a reference, explanatory, subdivision or strata plan (including the Schedules of Unit Entitlement and Voting Rights and the Strata Corporation Mailing Address)	\$16.74
(b) any other plan not otherwise provided for in this Schedule	\$16.74
(c) a by-law plan	\$6.20
(d) a public official plan under section 59, a posting plan under section 68 or a composite plan under section 71	Nil
7.1 Electronic Plans To file or deposit in electronic format	
(a) a reference, explanatory, subdivision or strata plan (including the Schedules of Unit Entitlement and Voting Rights and the Strata Corporation Mailing Address)	\$54.00
(b) any other plan not otherwise provided for in this Schedule	\$54.00
(c) a by-law plan	\$20.00
(d) a public official plan under section 59, a posting plan under section 68 or a composite plan under section 71	Nil
8. Cancellation of Plans To	
(a) file a petition under section 123, serve a petition under section 125, and prepare and register a registrar's order under section 134	\$31
(b) hear an application under section 129	\$31

<u>9. Cancellation of Interior Lot Lines</u>	
For all matters in connection with cancellation of interior lot lines under section 137, including the registration of any indefeasible title in consequence of the cancellation	\$31
<u>10. Withdrawal of a Pending Application</u>	
To withdraw a pending application	Lesser of the fee for the pending application or \$9.30
<u>11. Refusal of Registration</u>	
For each	
(a) refusal notice provided under section 308 (1)	Lesser of the fee for the pending application or \$9.30
(b) cancellation of an application, under section 308 (3), consequent upon the expiration of the 21 day period under section 308 (2)	Lesser of the fee for the pending application net of the amount paid under paragraph (a) or \$9.30
<u>12. Certificates</u>	
To make, provide or issue	
(a) a Duplicate Indefeasible Title under section 176, or a Provisional Indefeasible Title under section 193	\$15.50
(b) a state of title certificate requested electronically from a location outside a land title office or government office	\$3.35
(c) a state of title certificate requested over the counter at a land title office or government office	\$4.02
(d) any other certificate not otherwise provided for in this Schedule	\$4.02
<u>13. Certification</u>	
To certify a copy of the register or other record, instrument, cancelled title, plan, abstract of a title, power of attorney or any copy that satisfies section 38 (4), (5) or (6)	\$3.50 plus the applicable search and copy fees payable under this by-law
<u>14. Plan Copies</u>	
To make, provide, receive or copy a plan, including an imaged or microfilmed plan, if the matter is requested, performed, made or obtained	
(a) at a land title office by a person who is not, for that purpose, acting under the registrar's direction, or at a government office by a person who is not, for that purpose, a government employee	\$2.48 per sheet of pre-cut paper \$2.48 per linear metre or partial metre of roll paper \$2.48 per aperture card for microfiche
(b) at a land title office by a person who is, for that purpose, acting under the registrar's direction, or at a government office by a person who is, for that purpose, a government employee	\$2.79 per sheet of pre-cut paper \$2.79 per linear metre or partial metre of roll paper \$2.79 per aperture card for microfiche and a \$5 mailing fee will be added for each request made under item (b) that has to be mailed

(c) electronically from the computer system and delivered to the customer's personal computer	\$4.02
<u>15. Title Search and Copy (Computer Assisted)</u> For a search, copy or both if the matter is requested, performed, made or obtained	
(a) by electronic means from a location outside a land title office or government office	\$2.58
(b) at a land title office by a person who is not, for that purpose, acting under the registrar's direction, or at a government office by a person who is not, for that purpose, a government employee	\$2.86
(c) at a land title office by a person who is, for that purpose, acting under the registrar's direction, or at a government office by a person who is, for that purpose, a government employee	\$2.94
<u>16. Title Search and Copy (Not Computer Assisted)</u> For a search, copy or both if the matter is requested, performed, made or obtained	
(a) at a land title office by a person who is not, for that purpose, acting under the registrar's direction, or at a government office by a person who is not, for that purpose, a government employee	\$1.55
(b) at a land title office by a person who is, for that purpose, acting under the registrar's direction, or at a government office by a person who is, for that purpose, a government employee	\$3.10 including a copy of the title searched; and if the person attending at the land title office is an owner of the land described in the title, a copy of each document referred to in the title searched
<u>17. Imaged Records</u> To make, view, obtain or copy all or part of an imaged instrument or document other than a plan	
(a) by electronic means at a land title office by a person who is not, for that purpose, acting under the registrar's direction	\$4.02
(b) at a land title office by a person who is, for that purpose, acting under the registrar's direction, or at a government office by a person who is, for that purpose, a government employee	\$4.03
(c) electronically from the computer system and printed at the customer's fax machine or delivered to the customer's personal computer	\$3.46
<u>18. Index Search and Copy</u> For each search, copy or both copy of an index for a Strata Plan, Power of Attorney, General Filing, Standard Mortgage Terms or Standard Charge Terms requested	
(a) electronically from a location outside a land title office or government office	\$1.08
(b) over the counter at a land title office or government office	\$1.24

<u>19. Name Search</u> For each name search requested	
(a) electronically from a location outside a land title office or government office	\$1.08
(b) over the counter at a land title office or government office	\$1.24
<u>20. Paper Records</u>	
To make, provide or copy an instrument or document not stored electronically or not otherwise provided for in this Schedule	\$0.31 per page
<u>21. Documents requested through Canada Post</u>	
To make, provide or copy, at a land title office by a person who is, for that purpose, acting under the registrar's direction or at a government office by a person who is for that purpose a government employee, each instrument or document that has been requested by regular mail through Canada Post	\$3.10
<u>22. Approval of Subdivision Plans</u>	
For examination and approval by an approving officer of a subdivision plan tendered under section 83	Nil
<u>23. Block Outline Survey</u>	
For an application for a block outline posting under section 69 (3)	\$7.75 per lot to a maximum of \$77.50
<u>24. Plans Bordering Crown Land or Water</u> For application for endorsement of a certificate under	
(a) section 94 (1) (c)	\$155
(b) section 94 (1) (d)	\$77.50
(c) section 118 (1)	\$77.50
<u>25. E&N Railway Company Grant</u>	
For approval of an explanatory plan of block or lot under section 70 (3)	\$77.50

Table 2

Column 1 Under the <i>Land Act</i>	Column 2 Fee payable to the Authority
1. Preparation by the Surveyor General, or persons acting under the Surveyor General's direction, of a certified true copy of any legal document, including a survey plan.	\$50
2. Extracting, reviewing, researching or compiling information from records of the Authority other than "records" as defined in the <i>Land Title Act</i> in addition to any fees under items 3 and 4 of this Schedule	\$50 for each hour with a \$25 minimum fee
3. Photocopying information from records of the Authority other than maps and "records" as defined in the <i>Land Title Act</i>	\$15 plus \$0.25 for each page for requests of more than 60 pages
4. Copying or printing of maps by the Authority	\$10 each copy up to 1.0 metre in length; for a copy greater than 1.0 metre in length, \$10.00 plus \$2.00 for each additional metre or partial metre by which the copy exceeds 1.0 metre
5. Issuance by the Surveyor General, or persons acting under the Surveyor General's direction, of survey instructions and for the final plan examinations by the Surveyor General, or persons acting under the Surveyor General's direction, of survey plans of Crown land, including without limitation easements or statutory rights of way less than 25 km in length and plans under sections 72 and 79	\$310
6. Issuance by the Surveyor General, or persons acting under the Surveyor General's direction, of survey instructions and for the final plan examinations by the Surveyor General, or persons acting under the Surveyor General's direction, of survey plans of easements or statutory rights of way over Crown land which are 25 km long or longer	\$50 per hour, with a minimum \$50 fee
7. Conduct of survey research by the Surveyor General, or persons acting under the Surveyor General's direction in addition to any fees under items 3 and 4 of this Schedule	\$50 per hour, with a minimum \$50 fee

Table 3

Column 1 Under the <i>Mineral Tenure Act</i>	Column 2 Fee payable to the Authority
The fee set under section 64(3)(c) of the <i>Mineral Tenure Act</i> for Survey Plan approvals by Surveyor General under sections 42, 44 and 53 of <i>Mineral Tenure Act</i>	\$104.00 per unit with a \$520.00 minimum fee

Table 4

Column 1 General Fee	Column 2 Fee payable to the Authority
Fax Service	\$5.00 plus \$1.00 per page

Fee Exemptions by Resolution

13.2 The board may, by resolution, exempt a person from the payment of a fee that is otherwise required to be paid to the Authority under section 13.1, and the board may attach terms and conditions to, and may revoke, such an exemption.

PART 14

DIRECTORS' NOMINATION AND APPOINTMENT

14.1 A reference to a date in this Part is a reference to that date in the same year as the year in which the corresponding action is undertaken by the board under section 14.2 or the governance committee under section 14.3.

14.2 On or before May 1st of each year, the board must identify:

- (a) each director whose term of office expires on the November 19th, the stakeholder entity that nominated each such director, and the eligibility of each such director to serve another term of office; and
- (b) the skills and experiences from the skills and experience profile referred to in section 4.8 that the board will seek in new directors to be appointed to the board.

14.3 On or before June 1st of each year, the chair of the governance committee must:

- (a) determine if each director, whose term of office ends on November 19th and who is eligible to serve another term of office, consents to being nominated for re-appointment as a director; and

- (b) identify potential conflicts of interest and other extenuating circumstances that pertain to each director referred to in subsection (a) who consents to being nominated for re-appointment as a director; and
- (c) report to the Chair of the Board the determinations and findings made under subsections (a) and (b).

14.4 On or before June 19th, the Chair of the Board must:

- (a) request each stakeholder entity, whose nominee's term of office as a director expires on November 19th, to provide a list to the secretary on or before August 19th of at least 3 and not more than 5 qualified nominees for appointment as a director in place of the director whose term expires on November 19th;
- (b) provide to the stakeholder entity referred to in subsection (a) an indication of whether the director whose term of office expires on November 19th consents to being nominated for re-appointment as a director; and
- (c) provide to the stakeholder entity the qualifications for directors set out in section 9 of the Act, the skills and experience profile referred to in section 4.8, and an indication of the skills and experiences the board is seeking in a director to be appointed from the nominees of the stakeholder entity.

14.5 A stakeholder entity must respond to a request of the secretary made under section 14.4 with a list of nominees on or before August 19th and the secretary must promptly provide a copy of each response to the members of the governance committee.

14.6 The governance committee must, having regard to section 13 of the Act and on or before September 19th, provide to the secretary its recommended nominee from each list.

14.7 If a stakeholder entity does not provide a list of nominees in accordance with section 14.5, the governance committee may, on or before September 19th, provide to the secretary its own list of nominees who may be considered for appointment as a director, together with a recommendation from that list, in lieu of the list and recommendation contemplated by sections 14.5 and 14.6.

14.8 On or before October 1st, the secretary must ensure that each list of nominees provided by a stakeholder entity in accordance with section 14.5, or governance committee under section 14.7, is provided to the board, together with each corresponding recommendation of the governance committee under section 14.6 or 14.7, as the case may be.

14.9 If a stakeholder entity has provided a list of nominees in accordance with section 14.5, the directors who are eligible to vote under section 7(3) of the Act must, having regard to section 13 of the Act and on before October 19th, appoint as a director one of the nominees from the list submitted by a stakeholder entity, and the directors making such appointment must consider, but are not bound by, the recommendation made by the governance committee in accordance with section 14.6.

14.10 If a stakeholder entity has not provided a list of nominees under section 14.5, the directors must, having regard to section 13 of the Act and on or before October 19th, appoint an individual as a director in place of the director whose term of office is expiring and who was appointed, or was deemed to have been appointed, from the nominees of that stakeholder entity, and the directors making such appointment may consider, but are not bound by, the list and recommendation (if any) made by the governance committee in accordance with section 14.7.

14.11 The Chair of the Board must promptly inform each nominee who is appointed as a director of his or her appointment and arrange for the orientation of all new directors during the time between October 19th and November 18th.

14.12 The Chair of the Board must promptly inform each unsuccessful nominee of his or her not being appointed as a director.

14.13 If a vacancy in the board occurs for reasons other than the expiration of a director's term of office, the process outlined in the Part applies with such changes as to detail as are necessary to fit those circumstances and comply with section 12 of the Act.

PART 15

COMPLAINTS

Appointment of manager

15.1 The Chief Executive Officer must appoint a manager to exercise the powers and perform the duties assigned to the manager under this Part of these by-laws.

15.2 The Chief Executive Officer may terminate the appointment of a manager for any reason.

15.3 The Chief Executive Officer may appoint an acting manager

- (a) if the manager is suspended, ill or absent for another reason, or
- (b) to handle a particular complaint in place of the manager.

15.4 An acting manager has all the powers and duties of the manager during the term of the appointment of the acting manager.

15.5 The Chief Executive Officer has all of the powers and duties of a manager if the manager at any time requests and the Chief Executive Officer agrees to assist with the handling or attempted resolution of a complaint, including under sections 15.14(c) and 15.21.

Powers and duties of manager

15.6 The manager may investigate a complaint made by a person in respect of

- (a) a decision or recommendation made,

- (b) an act done or omitted, or
- (c) a procedure used

by the Authority in its management, administration and operation that aggrieves or may aggrieve a person.

15.7 If a complaint relates to an act or omission of a director or employee of the Authority, the manager must notify that person of the complaint and give that person an opportunity to respond to the complaint before a decision to investigate further is made by the manager.

15.8 The manager must keep confidential the name of the complainant, except

- (a) to the extent that such name must be disclosed to others who may need to contact the complainant or who otherwise reasonably require such information in order to attempt to resolve the complaint; or
- (b) where required by law.

Jurisdiction of manager

15.9 The manager must not investigate a complaint as to a decision, recommendation, act or omission or procedure

- (a) if the complainant or person aggrieved knew or ought to have known of the decision, recommendation, act or omission to which the complaint refers more than 90 days before the complaint was received by the manager;
- (b) if the law or an existing administrative procedure provides a remedy;
- (c) without limiting paragraph (b), if the decision is made by the Registrar of Land Titles, the Director of Land Titles or the Surveyor General under an enactment;
- (d) related to the execution of Crown grants;
- (e) of a person acting as a solicitor for the Authority or acting as counsel to the Authority in relation to a proceeding; or
- (f) of a person who is not a director or employee of the Authority unless that person is contracted to the Authority for the purpose of participating in the decision, recommendation, act or omission or procedure in respect of which the complaint is made.

15.10 The manager may investigate conduct occurring before the commencement of these by-laws.

Complaint to manager

15.11 A complaint may be made by a person or group of persons.

15.12 A complaint must be in writing and be delivered to the manager by hand, mail, facsimile transmission or electronic means, including by electronic mail or, if such a means exists at the time the complaint is made, by delivery to a website maintained by the Authority and the manager must in every case inform the complainant within a reasonable time of the receipt of the complaint.

Refusal or ceasing to investigate

15.13 The manager may refuse to investigate or cease investigating a complaint if, in the opinion of the manager, any of the following apply:

- (a) the subject matter of the complaint primarily affects a person other than the complainant and the complainant does not have sufficient personal interest in it;
- (b) the complaint is frivolous, vexatious, not made in good faith or concerns a trivial matter;
- (c) having regard to all the circumstances, further investigation is not necessary in order to consider the complaint;
- (d) in the circumstances, investigation would not benefit the complainant or person aggrieved;
- (e) the complainant, after commencing a complaint, abandons the complaint through inaction;
- (f) the complaint is withdrawn by the complainant;
- (g) the complaint is settled;
- (h) the complainant is pursuing other remedies in respect of the complaint.

Manager may consult and settle or request assistance

15.14 At any time during or after an investigation the manager may:

- (a) consult with the complainant and with any director, officer or employee of the Authority to attempt to settle the complaint, or for any other purpose;
- (b) settle the complaint; or
- (c) request the Chief Executive Officer to assist with the handling of a complaint.

Obtaining and using information

15.15 The manager may receive and obtain information in respect of a complaint from such persons and in such manner as the manager considers appropriate.

15.16 The manager may use information received or obtained under section 15.15 only for the purposes of the complaint to which the information relates.

If investigation is refused or discontinued or complaint is not substantiated

15.17 If the manager decides

- (a) not to investigate or further investigate a complaint, or
- (b) at the conclusion of an investigation, that the complaint has not been substantiated,

the manager must

- (c) record the decision in writing, and
- (d) as soon as is reasonable, notify both the complainant and the Chief Executive Officer of the decision and the reasons for it.

15.18 The reasons provided under section 15.17(d) with respect to a decision referred to in section 15.17(b) must be in writing.

15.19 The manager may indicate with the notification under section 15.17(d) any other recourse that may be available to the complainant.

Procedure after investigation

15.20 If, after completing an investigation, the manager is of the opinion that the complaint is substantiated, the manager will attempt to resolve the complaint with the complainant.

Request to Chief Executive Officer

15.21 If a manager is unable to resolve a complaint under section 15.20, the manager may request the Chief Executive Officer to attempt to resolve the complaint.

15.22 Upon receipt of a request under section 15.21, the Chief Executive Officer may do any or all of the following:

- (a) attempt to resolve the complaint;
- (b) notify the board of the complaint;
- (c) retain an independent person to review the complaint and make recommendations as to its resolution; or
- (d) after notifying the chair of the governance committee, dismiss the complaint.

15.23 The Chief Executive Officer, the manager and the complainant are not bound by recommendations made by a person referred to in section 15.22(c).

15.24 The Chief Executive Officer must within a reasonable time notify the manager of the results of any steps that have been taken by the Chief Executive Officer under section 15.22.

Complainant to be informed

15.25 The manager must in every case inform the complainant within a reasonable time of the results of an investigation and of any steps taken by the Chief Executive Officer under section 15.22 of which the complainant would otherwise be unaware.

PART 16

EFFECTIVE DATE

16.1 These by-laws come into force when made by the board in accordance with the Act.

SCHEDULE A

SKILLS AND EXPERIENCE PROFILE

The directors of the Authority are required under section 19 of the Act to prepare a profile setting out the skills and experience that must be represented on the board and to include the skills and experience profile in the by-laws of the Authority.

The skills and experience profile will guide the appointments to the board.

Statutory Qualifications

1. Persons appointed to the board must be qualified to be a director under section 9 of the Act. Specifically, in order to be qualified to become or act as a director, an individual must be:
 - (a) 18 years of age or older;
 - (b) a Canadian citizen; and,
 - (c) a resident of British Columbia;and, must not be:
 - (d) an Officer of the Authority;
 - (e) an elected official or employee of the government of British Columbia, the government of Canada, a local government, a regional district or an aboriginal organization exercising governmental functions;
 - (f) an officer, director or employee of a stakeholder entity, defined as: government, the Law Society of British Columbia, the Association of British Columbia Land Surveyors, the British Columbia Real Estate Association, the British Columbia Association of Professional Registry Agents; the First Nations Summit; the Society of Notaries Public of British Columbia; and, the Union of British Columbia Municipalities;
 - (g) found by a court, in Canada or elsewhere, to be incapable of managing their own affairs;
 - (h) an undischarged bankrupt; or
 - (i) convicted inside or outside of British Columbia of an offence in connection with the promotion, formation or management of a corporation or an unincorporated business, or of an offence involving fraud, unless
 - i. the court orders otherwise,

- ii. 5 years have elapsed since the last to occur of
 - A. the expiration of the period set for suspension of the passing of sentence without a sentence having been passed,
 - B. the imposition of a fine,
 - C. the conclusion of the term of any imprisonment
 - D. the conclusion of the term of any probation imposed, or
- iii. a pardon was granted or issued under the *Criminal Records Act (Canada)*.

Personal Attributes

- 2. All directors should possess the following personal attributes:
 - (a) High ethical standards and integrity in professional and personal dealings;
 - (b) Ability and willingness to raise potentially controversial issues in a manner that encourages constructive dialogue;
 - (c) Flexibility, responsiveness and willingness to consider change;
 - (d) Ability and willingness to listen to others;
 - (e) Capability for a wide perspective on issues; and
 - (f) Ability to work as a team member.

Core Competencies

- 3. All directors should possess the following core competencies:
 - (a) Thinking - Well-developed faculty for critical analysis; Appreciation of the unique role of the Authority as the entity responsible for managing, operating and maintaining the land title and survey systems of British Columbia;
 - (b) Analytical and Technical Skills - Financial literacy, including an ability to read financial statements and ability to understand the use of financial ratios and other indices to measure performance; the capacity to articulate penetrating questions respecting strategic issues, while maintaining positive support for Board decision-making processes and management;
 - (c) Knowledge – Understands basic responsibilities, accountabilities and liabilities as a Director and Board member; ability to distinguish corporate governance from management;

- (d) Personal Style – Can tolerate ambiguity; has the ability to balance the need to acquire information with the cost of acquiring it; trustworthy and conscientious and can be relied upon to act and speak with consistency and honesty;
- (e) Social Style – values diverse opinions and builds innovation on the foundation of other people’s views; experienced level of acumen/”saviness” at Board/stakeholder/company levels; personal business profiles that include demonstrated networks at the national and international level;

Representation

- 4. The board should attempt, in its composition, to reflect the geographic representation and diversity of the people and interests served by the land title and survey systems of British Columbia.

Key Skills and Experience

- 5. The board, as a whole, should possess all of the following skills and experience, while individual directors must possess more than one of the skills or experience.
 - (a) Leadership – experience at a senior level in managing the operations of a large or complex commercial or non-profit entity.
 - (b) Business Acumen – experience in operating a business in British Columbia.
 - (c) Board Experience – previous experience as a member of a board of directors of a commercial or non-profit entity.
 - (d) Accounting and Finance – an accounting or financial advisor designation or senior level experience as a financial officer in a large or complex commercial or non-profit entity.
 - (e) Legal – a law degree or experience in managing legal issues of a complex commercial nature.
 - (f) Marketing – experience in developing and/or leading marketing or customer service initiatives.
 - (g) Labour Management - knowledge of and experience in human resources and labour relations practices in British Columbia.
 - (h) Regulatory – experience working in or significant knowledge of the issues associated with, a commercial entity regulated by statute.
 - (i) Land Information – knowledge of and experience working with land information products and services.

- (j) Information Technology – experience working in the information technology field with a demonstrated understanding of how information technology is applied to business processes.
- (k) Land Survey – a British Columbia Land Surveyor or experience in managing legal survey issues of a complex nature.
- (l) Communications – experience in public communications and government relations.
- (m) Real Estate Lending and Banking – knowledge and experience in lending and banking industries.
- (n) Insurance – knowledge and experience in the insurance industry.