



Incorporation Process

A Physician Society is required to complete the following steps to incorporate:

Make a Motion to Approve Incorporation

The Medical Staff Association (MSA) must obtain approval of a motion at an MSA meeting for incorporation.

Provide Current Medical Staff Rules and Bylaws

The MSA must provide Doctors of BC with its current medical staff rules and bylaws. If there are no rules and bylaws, defer to health authority medical staff rules and bylaws.

Request Name Approval and Reservation of Name

The name approval request allows for a maximum of three choices of names (noted in descending order of preference). Once approved, the name is reserved for 56 days. A name will not be available if it is similar to the name of an existing society.

Customize the Constitution

The constitution sets out the name and purposes of the Physician Society. The Facility Engagement team has a constitution template available for this step. Legal counsel will review and customize the constitution to ensure the fundamental principles and/or established precedents to govern the Physician Society are acknowledged. Constitution clauses will be taken from the memorandum of understanding and will define funding uses and restrictions.

Customize the Bylaws

The bylaws set out the rules of conduct of the Physician Society (e.g., structure, procedures, management, and members and directors rights and duties). The Facility Engagement team has a bylaws template available and will customize bylaws for each physician society. These will need to be reviewed by the Physician Society's legal counsel before being voted on by the Physician Society members and adopted at the annual general meeting.

List the First Directors

The BC Registry requires a list of the names and addresses of three directors of the society with the application for incorporation. The directors must provide a physical street address. If an area does not have street names or numbers, a description that will readily allow a person to locate the directors is required. Postal codes must be provided.

Physician Society Address

The BC Registry requires the Physician Society to supply a physical address to which all communications and notices may be sent (e.g., lawyer's office). This will be where the society's records are kept and where all documents may be legally served.

Post-incorporation Checklist

Once incorporated the Physician Society must do all of the following:

Obtain Liability Insurance

Obtain directors' and officers' liability insurance.

Set Up an Accounting System

Adopt and implement the Facility Engagement recommended accounting software and Facility Engagement Management System (FEMS) app.

Set Up Financial Accounts

Establish a bank account and register signing officers. Only the president, vice president, and secretary-treasurer should have signing authority on the account.

Note: A directors' resolution is required to establish who may deal with the society's accounts, but before passing the resolution, check with the financial institution that you will be dealing with, as it may require a special form of resolution or have required forms to be completed.

Adhere to Canada Revenue Agency (CRA) Registration and Filing Requirements

Please refer to "Canada Revenue Agency Information for Physician Societies" found on the facility engagement website in the financial section for information on CRA requirements.

Maintain Records

Corporate and operational records must be maintained. These include records such as the Register of Members (with full names, addresses, postal code, and a contact number) of the physician members, the certificate of incorporation, original copy of constitution and bylaws, and minute book for members' and directors' meetings (including minutes from meetings and resolutions, such as a banking resolution).

Records must be kept at the address of the Physician Society, unless the directors pass a resolution to keep the records at another address.