



Nonprofit Law Ontario

Rules and tools for organizations

COVID-19: Legal information for nonprofits

Holding members' and board meetings online

You may be thinking about how to avoid in-person meetings in a time of social distancing. If you are incorporated under Ontario's Corporations Act (OCA) you may hold members' meetings online provided your bylaws do not say you cannot do that.

If your bylaws do prohibit online meetings, then you can change that bylaw at a board meeting or by a unanimous written resolution of the directors. The bylaw allowing online members meetings must be confirmed at the next possible members' meeting or else it ceases to be effective.

If you are incorporated under OCA and you want to avoid in-person board meetings, you have two options:

- First, you may hold online board meetings provided that all directors can communicate with one another at the same time (simultaneously and instantaneously).
- Second, the board may pass written resolutions instead of meeting, provided each written resolution has the support of all directors.

To learn more about members' and board meetings visit [our website](#).

Changing your bylaws before ONCA takes effect

The government continues to work to bring Ontario's *Not-for-Profit Corporations Act* (ONCA) into force. The target is no longer early 2020, but we do not know when ONCA will take effect. Most organizations should not make changes to comply with ONCA yet, as certain rules have not been published.

If your organization is interested in making changes to your bylaws either to bring them closer to ONCA or for reasons other than ONCA, our website now has a page to help you [make sure your bylaws comply with the current law](#).