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Alternative Filing Methods for Business Act, 2020

[S.o.](https://www.ontario.ca/laws/statute/S20007" \l "BK3) 2020, chapter 7  
Schedule 1

**Consolidation Period:** From May 12, 2020 to the [e-Laws currency date](http://www.e-laws.gov.on.ca/navigation?file=currencyDates&lang=en).

No amendments.

Note: This Act is repealed on a day to be named by proclamation of the Lieutenant Governor. (See: 2020, c. 7, Sched. 1, s. 9)

Purpose

**1** The purpose of this Act is to permit documents required or permitted to be filed by in-person delivery or mail under certain business statutes to instead be filed by alternative methods, and to permit electronic signatures and electronic copies in respect of certain documents, to address public health and safety concerns in respect of an emergency declared under the Emergency Management and Civil Protection Act.

Interpretation

Definitions

**2** (1)  In this Act,

“business statute” means,

(a) the Business Corporations Act,

(b) the Business Names Act,

(c) the Corporations Act,

(d) the Co-operative Corporations Act,

(e) the Corporations Information Act,

(f) the Extra-Provincial Corporations Act,

(g) the Limited Partnerships Act, or

(h) any other prescribed act; (“loi sur les entreprises”)

“document” means any document, including any articles, notice, declaration, application or any accompanying document under any business statute. (“document”)

Minister, Director or Registrar

(2)  A reference to a Minister, Director or Registrar is a reference to a Minister, Director or Registrar as defined under the applicable business statute for the purposes of that statute.

Alternative filing methods may be permitted

**3** (1)  If a business statute requires or permits a document to be filed by in-person delivery or mail with the Minister, Director or Registrar, the Minister, Director or Registrar may permit a person or entity to instead file the document by a method that is specified under this Act by the Minister, Director or Registrar.

Legible electronic copy

(2)  Unless otherwise provided in the regulations or requirements under this Act, the document must be a legible electronic copy.

Electronic signature

(3)  If a document filed by a method specified under subsection (1) is required to be signed under a requirement of a business statute, it may be signed by electronic signature in accordance with the requirements for electronic signatures established by the Minister, Director or Registrar under that business statute.

Requirements

(4)  Unless otherwise provided in the regulations or requirements under this Act, the person or entity referred to in subsection (1) must comply with any requirement,

(a) established under this Act by the Minister, Director or Registrar; and

(b) under the business statute, except for a requirement under the business statute that conflicts with this Act.

Clarification

(5)  For greater certainty, a method specified under subsection (1) is an alternative to any other method under the business statute, and this Act does not prohibit using a method under the business statute.

Deemed compliance

**4** (1)  Filing the document under the business statute in accordance with this Act by a method specified under subsection 3 (1) is deemed to satisfy,

(a) any requirement under the business statute that conflicts with this Act; and

(b) for greater certainty, any requirement under the business statute for an original document, two original documents or two duplicates.

Endorsement or issuance

(2)  An endorsement or issuance by the Minister, Director or Registrar under a business statute, in respect of a document filed under the business statute by a method specified under this Act, is deemed to comply with a business statute’s requirements for endorsement or issuance if it complies, with necessary modifications, with all the requirements of the business statute other than any requirements respecting originals, duplicates, number of documents, method of delivery and similar requirements.

Conflict

**5** If there is a conflict between this Act, a specification for the purpose of subsection 3 (1), a requirement for the purpose of clause 3 (4) (a) or the regulations made under this Act and a business statute, a requirement of the Minister, Director or Registrar made under the business statute or the regulations made under the business statute, this Act, the specification under this Act, the requirement under this Act or the regulations under this Act, as the case may be, prevails to the extent of the conflict.

Specifications

**6** (1)  A specification for the purpose of subsection 3 (1) may be general or particular in its application.

Public notice

(2)  The specification shall be made available to the public on a website of the Government of Ontario or in any other manner that the Minister responsible for the administration of the business statute considers advisable.

Classes

(3)  The specification may prescribe a class.

Same

(4)  For the purposes of subsection (3), a class may be defined,

(a) in terms of any attribute or combination of attributes; or

(b) as consisting of, including or excluding a specified member.

Non-application of Legislation Act, 2006

(5)  Part III (Regulations) of the Legislation Act, 2006 does not apply to the specification.

Requirements

**7** (1)  For the purpose of clause 3 (4) (a), the requirements established under this Act by the Minister, Director or Registrar for the purposes of a business statute may include requirements,

(a) respecting and governing the content, form, format and filing of documents that are filed by a method specified under subsection 3 (1) and the form, format and payment of fees, including respecting or governing the use of a prescribed, required or approved form under a business statute;

(b) respecting and governing the manner of completion, submission and acceptance of documents, the payment of fees and the determination of the date of receipt;

(c) specifying that documents may be submitted and fees may be paid only by a person authorized by the Minister, Director or Registrar or who belongs to a class of persons authorized by the Minister, Director or Registrar;

(d) establishing the time and circumstances when documents are considered to be sent to or received by the Minister, Director or Registrar and the place where they are considered to have been sent or received;

(e) establishing technology standards and requirements for filing documents by a method specified by the Minister, Director or Registrar and for paying fees in electronic format;

(f) specifying and governing a type of copy, including a type of copy of a court order or other document issued by the court, that may be filed by a method specified under this Act; and

(g) governing searches and search methods of records in respect of the records maintained by the Minister, Director or Registrar under the business statute.

Classes

(2)  The requirements may prescribe a class.

Same

(3)  For the purposes of subsection (2), a class may be defined,

(a) in terms of any attribute or combination of attributes; or

(b) as consisting of, including or excluding a specified member.

Non-application of Legislation Act, 2006

(4)  Part III (Regulations) of the Legislation Act, 2006 does not apply to the requirements.

Conflict

(5)  If there is a conflict between the requirements and a regulation made under this Act, the regulation prevails to the extent of the conflict.

Regulations

**8** The Minister of Government and Consumer Services, or any other member of the Executive Council to whom responsibility for the administration of this Act is assigned or transferred under the Executive Council Act, may make regulations,

(a) defining any word or expression used in this Act that has not already been expressly defined in this Act;

(b) governing anything that, in this Act, is required or permitted to be prescribed or that is required or permitted to be done by, or in accordance with, the regulations, or as authorized, specified or provided for in the regulations;

(c) providing for any matter that the Minister considers necessary or advisable for the purpose of this Act;

(d) providing for transitional matters that the Minister considers necessary or advisable in connection with the implementation of the enactment of this Act.

**9** Omitted (provides for amendments to this Act).

**10** Omitted (provides for coming into force of provisions of this Act).

**11** Omitted (enacts short title of this Act).

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