

1987 BILL 21

Second Session, 21st Legislature, 36 Elizabeth II

THE LEGISLATIVE ASSEMBLY OF ALBERTA

BILL 21

**CONSUMER AND CORPORATE AFFAIRS
STATUTES AMENDMENT ACT, 1987**

THE MINISTER OF CONSUMER AND
CORPORATE AFFAIRS

First Reading

Second Reading

Committee of the Whole

Third Reading

Royal Assent

BILL 21

1987

CONSUMER AND CORPORATE AFFAIRS STATUTES AMENDMENT ACT, 1987

(Assented to _____, 1987)

HER MAJESTY, by and with the advice and consent of the Legislative Assembly of Alberta, enacts as follows:

Mortgage Brokers Regulation Act

1(1) The Mortgage Brokers Regulation Act is amended by this section.

(2) Section 5 is repealed and the following is substituted:

5(1) A registration that is in effect on June 1, 1987 expires on the immediately following June 30 and is renewable for 5-year periods thereafter.

(2) A registration that is first issued after June 1, 1987 expires in the 5th year following the year in which it was issued on the last day of the month that precedes the month in which it was issued, and is renewable for 5-year periods thereafter.

Partnership Act

2(1) The Partnership Act is amended by this section.

(2) Section 1 is amended

(a) by repealing clause (b);

(b) by adding the following after clause (e):

(f) "Registrar" means the Registrar of Corporations or a Deputy Registrar of Corporations appointed under the *Business Corporations Act*.

(3) Section 50 is amended

(a) in subsection (3) by striking out "Notwithstanding section 7 of the Companies Act, there" and substituting "There";

(b) in subsection (4) by striking out "Subject to section 7 of the Companies Act, persons" and substituting "Persons".

Explanatory Notes

Mortgage Brokers Regulation Act

1(1) This section will amend chapter M-19 of the Revised Statutes of Alberta 1980.

(2) Section 5 presently reads:

5 Every registration expires on June 30 in each year but may be renewed from year to year.

Partnership Act

2(1) This section will amend chapter P-2 of the Revised Statutes of Alberta 1980.

(2) Section 1(b) presently reads:

1 In this Act,

(b) "Central Registry" means the Central Registry under the Chattel Security Registries Act;

(3) Section 50(3) and (4) presently read:

(3) Notwithstanding section 7 of the Companies Act, there may be any number of limited partners in a limited partnership.

(4) Subject to section 7 of the Companies Act, persons comprising a firm may enter into a limited partnership with other persons, including persons comprising 1 or more other firms.

(4) Section 51 is amended

(a) in subsection (1) by striking out “filed and recorded in the Central Registry” and substituting “filed with and recorded by the Registrar”;

(b) in subsection (1.1) by striking out “filing and recording in the Central Registry” and substituting “filing with and recording by the Registrar”;

(c) in subsection (3) by striking out “of Personal Property designated under the Chattel Security Registries Act”.

(5) Section 70(2) is amended by striking out “of Personal Property designated under the Chattel Security Registries Act”.

(6) Section 71 is amended by striking out “in the Central Registry” and substituting “by the Registrar”.

(7) The following is added after section 85:

85.1 If a person who has filed a declaration under section 8: ceases to carry on business under the business name referred to in the declaration, he may file with the Registrar a declaration stating

- (a) the date the declaration under section 85 was signed, and
- (b) the date on which he ceased to carry on business under that business name.

(8) Section 86 is repealed.

(4) Section 51 presently reads in part:

51(1) Subject to subsection (1.1), a limited partnership is formed when a certificate substantially complying with subsection (2) is filed and recorded in the Central Registry.

(1.1) A partnership which

(a) was formed in a jurisdiction, other than Alberta, that is designated by the Lieutenant Governor in Council for the purposes of this subsection, and

(b) is registered or otherwise formally recognized as a limited partnership under the laws of that jurisdiction

may be registered as a limited partnership under this Act on the filing and recording in the Central Registry of a certificate which complies, or in the opinion of the Registrar substantially complies, with subsection (2).

(3) The Registrar of Personal Property designated under the Chattel Security Registries Act may register a partnership under subsection (1.1) if he has received

(a) from the jurisdiction in which it was formed a copy of its original certificate of registration as a limited partnership, or the equivalent document, and of all amendments to the certificate verified by the proper authority of that jurisdiction,

(b) evidence satisfactory to him that the partnership still exists as a limited partnership in that jurisdiction, and

(c) a copy of the partnership agreement and of all amendments to the agreement verified by a notary public or the equivalent from that jurisdiction.

(5) Section 70(2) presently reads:

(2) On hearing an application brought under subsection (1) the Court, if it finds that the applicant is entitled to have the notice in question signed, shall by order direct the Registrar of Personal Property designated under the Chattel Security Registries Act to record the cancellation or amendment of the certificate as set forth in the order.

(6) Section 71 presently reads:

71 A certificate is cancelled or amended, as the case indicates, when there is filed with and recorded in the Central Registry

(a) a notice signed as required by this Part, or

(b) a certified copy of a Court order made under section 70.

(7) Ceasing to use business name.

(8) Section 86 presently reads:

86 All declarations filed pursuant to Part 3 before April 15, 1970 shall be deemed to be filed in the Central Registry.

(9) In the following provisions “in the Central Registry” is struck out and “with the Registrar” is substituted:

section 77(2);
section 81;
section 82(2);
section 85(1);
section 91.

(10) Any document that was, pursuant to the Partnership Act, filed or recorded in the Central Registry before the coming into force of this Act is deemed to be filed with or recorded by the Registrar.

Professional and Occupational Associations Registration Act

3(1) The Professional and Occupational Associations Registration Act is amended by this section.

(2) Section 10(1) is amended by adding the following after clause (a)

(a.1) does not receive the annual fee required under section 39(b.2),

(3) Section 39 is amended by adding the following after clause (b):

(b.1) requiring the payment of a fee in respect of an application for registration;

(b.2) requiring the payment of a fee in respect of the registration of an association;

(b.3) requiring the payment by a registered association of an annual fee;

(b.4) requiring the payment of a fee in respect of the searching examination or copying of any document;

(b.5) prescribing the fees referred to in clauses (b.1), (b.2), (b.3) and (b.4);

Public Contributions Act

4(1) The Public Contributions Act is amended by this section.

(2) Section 1(1) is amended

(a) by repealing clause (a) and substituting the following:

(a) “charitable promotion business” means the business of

(i) conducting a campaign on behalf of an organization or

(ii) participating in a campaign with an organization to obtain funds for a charitable purpose;

(a.1) “charitable promotion contract” means a contract between an organization and a charitable promotion business

(9) Consequential.

(10) Transitional.

**Professional and Occupational Associations
Registration Act**

3(1) This section will amend chapter P-18.5 of the Statutes of Alberta, 1985.

(2) Section 10(1)(a) presently reads:

10(1) If the Registrar

(a) is of the opinion that a registered association no longer represents a significant number of the persons engaged in the practice of the profession or occupation,

(3) Section 39(b) presently reads:

39 The Minister may make orders

(b) prescribing forms for the purposes of this Act;

Public Contributions Act

4(1) This section will amend chapter P-26 of the Revised Statutes of Alberta 1980.

(2) Section 1(1) presently reads:

1(1) In this Act,

(a) "Administrator" means an employee of the Government under the administration of the Minister appointed by the Minister as the Administrator of Public Contributions;

(b) "charitable purpose" includes any benevolent, philanthropic, patriotic, artistic, athletic, recreational or civic purpose and any purpose that has as its object the promotion or provision of a public service;

(c) "Minister" means the member of the Executive Council charged by the Lieutenant Governor in Council with the administration of this Act;

whereby the charitable promotion business conducts a campaign on behalf of or participates in a campaign with an organization to obtain funds for a charitable purpose;

(b) *by adding the following after clause (b):*

(b.1) “Director” means the Director of Licensing of Trades and Businesses;

(3) *The following is added after section 2:*

2.1 The Director may delegate any power or duty conferred imposed on him under this Act or the regulations to any 1 more employees of the Department of Consumer and Corporate Affairs.

(4) *Section 3 is repealed and the following is substituted:*

3(1) No organization shall conduct a campaign to obtain funds for a charitable purpose unless it is authorized in writing to do so

(a) by the Director, or

(b) in the case of a campaign to be conducted within the corporate boundaries of a city that has passed a by-law pursuant to section 18, by the approving authority of that city

and if the organization is a charitable promotion business, the organization must be licensed under the *Licensing of Trades and Businesses Act*.

(2) Where an organization enters into a charitable promotion contract, the organization shall ensure that the charitable promotion business is licensed under the *Licensing of Trades and Businesses Act* and that the licence will not expire until all accounts have been settled and the funds due to the organization have been provided to the organization.

(5) *Section 4 is repealed and the following is substituted:*

4(1) An application for an authorization or for an exemption under subsection (4) shall be made to the Director or to the approving authority of a city whose authorization is required, the case may be.

(2) When an application under subsection (1) is approved by the approving authority of a city, the approving authority shall give a copy of the authorization or exemption to the Director.

(3) An application for an authorization or for an exemption under subsection (4) shall be made at least 30 days before the proposed starting date of the campaign, unless the Director or the approving authority of the city, as the case may be, otherwise permits.

(4) When the gross amount of funds that an organization intends to raise by a campaign does not exceed \$5000, the organization may apply for an exemption from any or all of the provisions of this Act, the regulations or a city by-law passed under this Act.

(5) If the Director or the approving authority of the city, as the case may be, is satisfied that the gross amount of funds intended

(d) "organization" means a person, an association of persons or a corporation.

(3) Delegation.

(4) Section 3 presently reads:

3 No organization shall conduct a campaign to obtain funds for a charitable purpose unless it is authorized in writing to do so

(a) by the Minister, or

(b) in the case of a campaign to be conducted within the corporate boundaries of a city that has a by-law passed pursuant to section 18, by the approving authority of that city.

(5) Section 4 presently reads:

4(1) An application for authorization shall be made to the Minister or to the approving authority of a city whose authorization is required, as the case may be.

(2) When an application is made to the approving authority of a city, a copy thereof shall be delivered to the Minister.

(3) An application for authorization shall be made at least 30 days prior to the proposed starting date of the campaign, unless the Minister or the approving authority of the city, as the case may be, otherwise permits.

(4) When the gross amount of funds that an organization intends to raise by a campaign does not exceed \$1000, the Minister or the approving authority of the city, as the case may be, may with respect to that campaign exempt the organization from complying with any specified provision or provisions of this Act, the regulations or the city by-law passed under this Act.

to be raised will not exceed \$5000, the Director or approving authority may grant such exemption as he or it considers necessary.

(6) If an organization to which an exemption is granted under subsection (5) raises more than \$5000 in its campaign, the exemption is cancelled and the organization is subject to the provisions of this Act, the regulations or the city by-law from which it was exempted as if the exemption had not been granted.

(6) Section 5 is amended

(a) by renumbering it as section 5(1);

(b) in subsection (1) by adding the following after clause (c):

(c.1) the name and address of the charitable promotion business with which the organization has entered into a charitable promotion contract;

(c) by adding the following after subsection (1):

(2) Where a charitable promotion contract has been entered into, a copy of the contract shall be submitted with the application for authorization.

(7) Section 6(2) is amended by striking out "Minister" wherever it occurs and substituting "Director".

(6) Section 5 presently reads:

5 The application for authorization shall state

- (a) the name and address of the organization seeking to obtain funds;*
- (b) the names, addresses and occupations of the officers of the organization;*
- (c) the names, addresses and occupations of persons in charge of the campaign;*
- (d) the place or area in which the organization will attempt to obtain funds;*
- (e) the objective of the campaign;*
- (f) the duration of the campaign;*
- (g) the budgeted expenses of the campaign, in detail;*
- (h) the budgeted salaries, wages, subsistence and travelling expenses that will be paid to organizers, employees and campaign workers;*
- (i) the purpose for which the money obtained will be used;*
- (j) the estimated percentage of the funds obtained that will be expended in Alberta for the services stated in the application to raise funds;*
- (k) the proportion of the funds obtained in any annual canvass or campaign that will be placed in a sinking fund for long-term projects, to meet debentures and a reserve fund for programs of expansion;*
- (l) any other information that may be required.*

(7) Section 6(2) presently reads:

- (2) An authorization may be refused or revoked by and in the discretion of the Minister or the approving authority of a city, as the case may be,*
 - (a) if there is or will be a non-compliance with this Act, the regulations or any other applicable law,*
 - (b) if there is or is likely to be a misuse of the funds collected,*
 - (c) if the amount to be actually applied to a charitable purpose is too little considering the total amount of the funds to be obtained,*
 - (d) if a campaign of a similar nature and to be conducted in the same period has previously been authorized,*
 - (e) if the Minister or the approving authority of the city, as the case may be, is not satisfied of the honesty, integrity or bona fides of the persons conducting or to be conducting the campaign, or any of them, or*
 - (f) for any other reason considered by the Minister or the approving authority of the city, as the case may be, to be sufficient and in the public interest.*

(8) Section 7 is amended

(a) by repealing subsection (1) and substituting the following:

7(1) An organization that has been refused an authorization pursuant to section 6, or whose authorization has been revoked pursuant to section 6, may appeal the refusal or revocation by serving

(a) the Minister, in the case of a refusal or revocation by the Director, or

(b) the council of the city, in the case of a refusal or revocation by the approving authority of that city,

with a notice of appeal within 30 days of being notified in writing of the refusal or revocation.

(b) in subsections (2), (3), (4), (6) and (7) by striking out “the approving authority of a city” wherever it occurs and substituting “the council of the city”.

3

(9) The following is added after section 7:

7.1 An organization or officer of an organization who conducts or any person who participates in a campaign to obtain funds for a charitable purpose shall provide the following information, if so requested, to any person from whom a contribution is received or solicited, to a peace officer or to the Director:

(a) the name of the organization seeking to obtain funds;

(b) if a charitable promotion business is conducting the campaign on behalf of an organization or is participating in a campaign with an organization, the name of the charitable promotion business;

(c) the purpose for which the money will be used;

(d) the amount or percentage of the funds collected that will be provided for the charitable purpose;

(8) Section 7 presently reads:

7(1) An organization

- (a) that has been refused an authorization pursuant to section 6, or*
- (b) whose authorization has been revoked pursuant to section 6,*

may appeal the refusal or revocation by serving the Minister or the approving authority of the city, as the case may be, with a notice of appeal within 30 days of being notified in writing of the refusal or revocation.

(2) The Minister or the approving authority of a city, as the case may be, shall, within 30 days of being served with a notice of appeal under subsection (1), appoint an appeal board to hear the appeal.

(3) An appeal board appointed pursuant to subsection (2) shall consist of

- (a) a person who is designated as chairman of the appeal board by the Minister or the approving authority of a city, as the case may be, and*
- (b) not less than 2 nor more than 4 other persons.*

(4) The Minister or the approving authority of a city, as the case may be, may prescribe the time within which an appeal board is to hear an appeal and render a decision and may extend that time.

(5) An appeal board that hears an appeal under this section may, by order,

- (a) confirm the refusal or revocation,*
- (b) direct that the authorization be approved, or*
- (c) reinstate the revoked authorization.*

(6) The Minister or the approving authority of a city, as the case may be, may pay to the members of an appeal board fees and reasonable living expenses that the Minister or the approving authority of a city, as the case may be, considers proper.

(7) An organization whose appeal is heard by an appeal board, or the Minister or the approving authority of a city, as the case may be, may appeal the decision of an appeal board by filing an originating notice with the Court of Queen's Bench within 30 days of being notified in writing of the decision, and the Court of Queen's Bench may make any order that an appeal board may make pursuant to this section.

(9) Providing of information.

(e) the name, address and telephone number of the person in charge of the campaign.

(10) *Section 8 is repealed and the following is substituted:*

8 An organization that conducts a campaign to obtain funds for a charitable purpose shall account to the Director or the approving authority of the city, as the case may be, in accordance with the regulations.

(11) *Section 9 is repealed.*

(12) *Section 10 is repealed and the following is substituted:*

10(1) An organization that has obtained funds from the public for a charitable purpose shall at any time permit the Director, or a person designated by him in writing for the purpose, to inspect the books, records and accounts of the organization relating to the collection, expenditure and distribution of the contributions.

(2) If an organization refuses to allow a person referred to in subsection (1) to exercise the powers conferred on him under subsection (1) or hinders or interferes with such a person in the exercise of those powers, the Director may apply by originating notice to a judge of the Court of Queen's Bench for an order directing the organization to do or to refrain from doing anything as the judge considers necessary to enable the person acting under subsection (1) to exercise his powers, and the judge may make the order accordingly.

(10) Section 8 presently reads:

8(1) Every organization that conducts a campaign to obtain funds for a charitable purpose shall, after the completion of the campaign, file with the Minister and with the approving authority of a city that gave an authorization for the campaign a financial statement audited by an independent and qualified auditor showing

- (a) the total amount of the money received,*
- (b) the total amount of the expenses incurred in conducting the campaign,*
- (c) the disposition of the proceeds, and*
- (d) the assets and liabilities of the organization.*

(2) If the receipt of money is continuous, the organization shall file a financial statement of the campaign with the Minister and with the approving authority of a city that gave an authorization for the campaign immediately after the end of the fiscal year of the organization or at any other times that the Minister or the approving authority of a city, as the case may be, requires.

(3) When money is received from or the campaign is conducted in Alberta and elsewhere, the financial statement required to be filed pursuant to this section shall show only the money received in, the expenses incurred in and the disposition of the proceeds collected in Alberta.

(11) Section 9 presently reads:

9(1) The Minister or the approving authority of a city, as the case may be, may require an organization that has obtained funds from the public for a charitable purpose to file at the times the Minister or the approving authority of a city, as the case may be, designates a financial statement accounting for the distribution of those contributions, until the contributions or the contributions of a particular campaign or drive have been expended or disposed of.

(2) The Minister or the approving authority of a city, as the case may be, may at any time require any organization that places any of the funds received by it into a sinking fund to file with the Minister or the approving authority of a city, as the case may be, a financial statement respecting the sinking fund.

(12) Section 10 presently reads:

10 If so directed by the Minister, an organization that has obtained funds from the public for a charitable purpose shall at any time permit the Provincial Treasurer or his nominee to inspect the books, records and accounts of the organization relating to the collection, expenditure and distribution of the contributions.

(3) An application under subsection (2) may be made ex parte where the judge considers it proper.

(13) *Section 17(f) is amended by striking out “and returns to be filed”.*

(14) *The following is added after section 17:*

17.1 The Minister may make regulations respecting, for the purposes of section 8, the times at which and the manner in which an accounting shall be made and the information that is to be provided.

(15) *Section 19 is amended by striking out “Administrator” wherever it occurs and substituting “Director”.*

Commencement

5 *Sections 2 and 4 come into force on Proclamation.*

(13) Section 17(f) presently reads:

17 The Lieutenant Governor in Council may make regulations

(f) respecting records to be kept by organizations and returns to be filed pursuant to this Act;

(14) Minister may make regulations.

(15) Section 19 presently reads:

19 In a prosecution under this Act, a document purporting to be signed by the Administrator stating whether or not an organization is authorized to conduct a campaign under this Act shall be admitted in evidence as prima facie proof of the facts stated in it without proof of the signature or appointment of the Administrator.