

**2012**

## **CHAPTER 21**

An Act amending certain Business Statutes to provide for  
Extra-provincial Matters and Common Business Identifiers

(Assented to May 16, 2012)

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

### **PART I Short Title**

**Short title**

**1** This Act may be cited as *The Miscellaneous Business Statutes Amendment Act, 2012*.

### **PART II *The Business Corporations Act***

**R.S.S. 1978, c.B-10 amended**

**2** *The Business Corporations Act* is amended in the manner set forth in this Part.

**New Division III.1 of Part III**

**3 The following Division is added after Division III of Part III:**

**“DIVISION III.1 – SPECIAL RULES RESPECTING  
EXTRA-PROVINCIAL MATTERS**

**“Interpretation of Division**

**298.1** In this Division:

- (a) **‘extra-provincial matters’** means:
- (i) matters pertaining to extra-provincial corporations set out in Part II, this Part and in the regulations made pursuant to section 298.3; and
  - (ii) matters pursuant to the laws of another jurisdiction in Canada that are similar to the matters set out in Part II, this Part and the regulations made pursuant to section 298.3;
- (b) **‘extra-provincial registrar’** means a person in a jurisdiction in Canada who performs a function in that jurisdiction similar to the function that the Director performs pursuant to this Act.

**“Agreements**

**298.2(1)** The minister may enter into an agreement with an extra-provincial registrar to address the following matters:

(a) the collection by the extra-provincial registrar of applications, information, forms, notices, documents, fees or other things relating to extra-provincial matters mentioned in subclause 298.1(a)(i) for the Director and any matter relating to the collection of those things and their transmission to the Director;

(b) the collection by the Director of applications, information, forms, notices, documents, fees or other things pursuant to the laws of another jurisdiction in Canada relating to extra-provincial matters mentioned in subclause 298.1(a)(ii) for the extra-provincial registrar of that jurisdiction and any matter relating to the collection of those things and their transmission to the extra-provincial registrar.

(2) An agreement mentioned in subsection (1) may provide for any matter the minister considers appropriate, including describing the powers and duties of the Director and the extra-provincial registrar with respect to the matters addressed in the agreement.

**“Regulations for Division**

**298.3** The Lieutenant Governor in Council may make regulations:

(a) classifying or otherwise designating those extra-provincial registrars to which a regulation made pursuant to this section applies;

(b) classifying or otherwise designating those extra-provincial corporations to which a regulation made pursuant to this section applies;

(c) respecting the collection by the Director of applications, information, forms, notices, documents, fees or other things pursuant to the laws of another jurisdiction in Canada relating to extra-provincial matters mentioned in subclause 298.1(a)(ii) for the extra-provincial registrar and their transmission to the extra-provincial registrar;

(d) respecting the registration of and other matters pertaining to extra-provincial corporations, including regulations respecting:

(i) applications for registration of extra-provincial corporations;

(ii) annual returns and other returns of extra-provincial corporations;

(iii) the reinstatement of registrations of extra-provincial corporations;

(iv) changes in the name, charter, head office, directors or attorneys for service of extra-provincial corporations;

(v) amalgamations of extra-provincial corporations;

(vi) liquidation of extra-provincial corporations; and

(vii) the cancellation of registrations of extra-provincial corporations;

- (e) respecting forms that may be required for the purposes of regulations made pursuant to this section;
- (f) respecting the documentation to be issued by the Director;
- (g) providing for fees for the provision of services under regulations made pursuant to this section and respecting the payment and collection of the fees;
- (h) respecting the furnishing of applications, information, forms, notices, documents, fees and other things to the Director;
- (i) exempting an extra-provincial corporation from the operation of all or part of this Part;
- (j) providing that a provision of this Act or a provision of a regulation made pursuant to another section of this Act does not apply with respect to extra-provincial corporations;
- (k) respecting the retention of documents by applicants;
- (l) defining, enlarging or restricting the meaning of any word or expression used in this Part but not defined in this Part.

**“Regulations prevail**

**298.4** If there is a conflict or inconsistency between a regulation made pursuant to section 298.3 and another provision of this Act or a regulation made pursuant to another section of this Act, the regulation made pursuant to section 298.3 prevails to the extent of the conflict or inconsistency”.

**Section 304 amended**

**4 The following clause is added after clause 304(e.3):**

- “(e.4) respecting common business identifiers for corporations, including:
- (i) respecting the establishment or adoption of a system of common business identifiers for corporations or a class of corporations;
  - (ii) prescribing the manner in which common business identifiers are assigned to corporations or a class of corporations;
  - (iii) requiring the use by corporations or a class of corporations of common business identifiers and prescribing the manner in which the common business identifiers are to be used;
  - (iv) authorizing the minister to enter into agreements with the Government of Canada, the government of any other province or territory of Canada or the government of any municipality to integrate or synchronize the system of common business identifiers with a system of common business identifiers used by that other government;

(v) authorizing the minister to disclose to the Government of Canada, the government of any other province or territory of Canada or the government of any municipality any information received by the Director pursuant to this Act for any purpose that is related to the carrying out of any agreement entered into pursuant to subclause (iv) and that the minister considers appropriate and authorizing the minister to delegate the minister's powers pursuant to this subclause to the Director;

(vi) providing that the regulations made pursuant to this clause prevail in the case of any inconsistency or conflict with any other Act or any regulations made pursuant to another Act”.

### PART III

#### *The Business Names Registration Act*

R.S.S. 1978, c.B-11 amended

**5** *The Business Names Registration Act* is amended in the manner set forth in this Part.

New Part III.1

**6** The following Part is added after Part III:

#### “PART III.1

#### **Special Rules respecting Extraprovincial Matters**

“**Interpretation of Part**

**21.5** In this Part:

- (a) ‘**extraprovincial limited partnership**’ means an extraprovincial limited partnership as defined in section 21.1;
- (b) ‘**extraprovincial matters**’ means:
  - (i) matters pertaining to extraprovincial limited partnerships set out in Part III, this Part and in the regulations made pursuant to section 21.7; and
  - (ii) matters pursuant to the laws of another jurisdiction in Canada that are similar to the matters set out in Part III, this Part and the regulations made pursuant to section 21.7;
- (c) ‘**extraprovincial registrar**’ means a person in a jurisdiction in Canada who performs a function in that jurisdiction similar to the function that the registrar performs pursuant to this Act.

“**Agreements**

**21.6(1)** The minister may enter into an agreement with an extraprovincial registrar to address the following matters:

- (a) the collection by the extraprovincial registrar of applications, information, forms, notices, documents, fees or other things relating to extraprovincial matters mentioned in subclause 21.5(b)(i) for the registrar and any matter relating to the collection of those things and their transmission to the registrar;

(b) the collection by the registrar of applications, information, forms, notices, documents, fees or other things pursuant to the laws of another jurisdiction in Canada relating to extraprovincial matters mentioned in subclause 21.5(b)(ii) for the extraprovincial registrar of that jurisdiction and any matter relating to the collection of those things and their transmission to the extraprovincial registrar.

(2) An agreement mentioned in subsection (1) may provide for any matter the minister considers appropriate, including describing the powers and duties of the registrar and the extraprovincial registrar with respect to the matters addressed in the agreement.

**“Regulations for Part**

**21.7** The Lieutenant Governor in Council may make regulations:

- (a) classifying or otherwise designating those extraprovincial registrars to which a regulation made pursuant to this section applies;
- (b) classifying or otherwise designating those extraprovincial limited partnerships to which a regulation made pursuant to this section applies;
- (c) respecting the collection by the registrar of applications, information, forms, notices, documents, fees or other things pursuant to the laws of another jurisdiction in Canada relating to extraprovincial matters mentioned in subclause 21.5(b)(ii) for the extraprovincial registrar and their transmission to the extraprovincial registrar;
- (d) respecting the registration of and other matters pertaining to extraprovincial limited partnerships, including regulations respecting:
  - (i) applications for, or amendments of, registration of extraprovincial limited partnerships;
  - (ii) periodic and other reports of extraprovincial limited partnerships;
  - (iii) changes to the documents relating to the registration of extraprovincial limited partnerships; and
  - (iv) the cancellation of registrations of extraprovincial limited partnerships;
- (e) respecting forms that may be required for the purposes of regulations made pursuant to this section;
- (f) respecting the documentation to be issued by the registrar;
- (g) providing for fees for the provision of services under regulations made pursuant to this section and respecting the payment and collection of the fees;
- (h) respecting the furnishing of applications, information, forms, notices, documents, fees and other things to the registrar;
- (i) exempting an extraprovincial limited partnership from the operation of all or part of Part III or this Part;

- (j) providing that a provision of this Act or a provision of a regulation made pursuant to another section of this Act does not apply with respect to extraprovincial limited partnerships;
- (k) respecting the sending to or serving on extraprovincial limited partnerships of notices or documents;
- (l) defining, enlarging or restricting the meaning of any word or expression used in this Part but not defined in this Part.

**“Regulations prevail**

**21.8** If there is a conflict or inconsistency between a regulation made pursuant to section 21.7 and another provision of this Act or a regulation made pursuant to another section of this Act, the regulation made pursuant to section 21.7 prevails to the extent of the conflict or inconsistency”.

**Section 24 amended**

**7 The following clause is added after clause 24(g):**

“(g.1) respecting common business identifiers for sole proprietorships, limited partnerships or classes of sole proprietorships and limited partnerships, including:

- (i) respecting the establishment or adoption of a system of common business identifiers for sole proprietorships, limited partnerships or classes of sole proprietorships and limited partnerships;
- (ii) prescribing the manner in which common business identifiers are assigned to sole proprietorships, limited partnerships or classes of sole proprietorships and limited partnerships;
- (iii) requiring the use by sole proprietorships, limited partnerships or classes of sole proprietorships and limited partnerships of common business identifiers and prescribing the manner in which the common business identifiers are to be used;
- (iv) authorizing the minister to enter into agreements with the Government of Canada, the government of any other province or territory of Canada or the government of any municipality to integrate or synchronize the system of common business identifiers with a system of common business identifiers used by that other government;
- (v) authorizing the minister to disclose to the Government of Canada, the government of any other province or territory of Canada or the government of any municipality any information received by the registrar pursuant to this Act for any purpose that is related to the carrying out of any agreement entered into pursuant to subclause (iv) and that the minister considers appropriate and authorizing the minister to delegate the minister’s powers pursuant to this subclause to the registrar;
- (vi) providing that the regulations made pursuant to this clause prevail in the case of any inconsistency or conflict with any other Act or any regulations made pursuant to another Act”.

PART IV  
*The New Generation Co-operatives Act*

S.S. 1999, c. N-4.001 amended

**8** *The New Generation Co-operatives Act* is amended in the manner set forth in this Part.

New Part XXI.1

**9** The following Part is added after Part XXI:

“PART XXI.1  
Special Rules respecting Extra-provincial Matters

“Interpretation of Part

**315.1** In this Part:

- (a) ‘**extra-provincial matters**’ means:
  - (i) matters pertaining to extra-provincial co-operatives set out in Part XXI, this Part and in the regulations made pursuant to section 315.3; and
  - (ii) matters pursuant to the laws of another jurisdiction in Canada that are similar to the matters set out in Part XXI, this Part and the regulations made pursuant to section 315.3;
- (b) ‘**extra-provincial registrar**’ means a person in a jurisdiction in Canada who performs a function in that jurisdiction similar to the function that the registrar performs pursuant to this Act.

“Agreements

**315.2(1)** The minister may enter into an agreement with an extra-provincial registrar to address the following matters:

- (a) the collection by the extra-provincial registrar of applications, information, forms, notices, documents, fees or other things relating to extra-provincial matters mentioned in subclause 315.1(a)(i) for the registrar and any matter relating to the collection of those things and their transmission to the registrar;
  - (b) the collection by the registrar of applications, information, forms, notices, documents, fees or other things pursuant to the laws of another jurisdiction in Canada relating to extra-provincial matters mentioned in subclause 315.1(a)(ii) for the extra-provincial registrar of that jurisdiction and any matter relating to the collection of those things and their transmission to the extra-provincial registrar.
- (2) An agreement mentioned in subsection (1) may provide for any matter the minister considers appropriate, including describing the powers and duties of the registrar and the extra-provincial registrar with respect to the matters addressed in the agreement.

**“Regulations for Part**

**315.3** The Lieutenant Governor in Council may make regulations:

- (a) classifying or otherwise designating those extra-provincial registrars to which a regulation made pursuant to this section applies;
- (b) classifying or otherwise designating those extra-provincial co-operatives to which a regulation made pursuant to this section applies;
- (c) respecting the collection by the registrar of applications, information, forms, notices, documents, fees or other things pursuant to the laws of another jurisdiction in Canada relating to extra-provincial matters mentioned in subclause 315.1(a)(ii) for the extra-provincial registrar and their transmission to the extra-provincial registrar;
- (d) respecting the registration of and other matters pertaining to extra-provincial co-operatives, including regulations respecting:
  - (i) applications for registration of extra-provincial co-operatives;
  - (ii) annual returns and other returns of extra-provincial co-operatives;
  - (iii) the reinstatement of registrations of extra-provincial co-operatives;
  - (iv) changes in the name, charter, head office, directors or attorneys for service of extra-provincial co-operatives;
  - (v) amalgamations of extra-provincial co-operatives;
  - (vi) liquidation of extra-provincial co-operatives; and
  - (vii) the cancellation of registrations of extra-provincial co-operatives;
- (e) respecting forms that may be required for the purposes of regulations made pursuant to this section;
- (f) respecting the documentation to be issued by the registrar;
- (g) providing for fees for the provision of services under regulations made pursuant to this section and respecting the payment and collection of the fees;
- (h) respecting the furnishing of applications, information, forms, notices, documents, fees and other things to the registrar;
- (i) exempting an extra-provincial co-operative from the operation of all or part of Part XXI or this Part;
- (j) providing that a provision of this Act or a provision of a regulation made pursuant to another section of this Act does not apply with respect to extra-provincial co-operatives;
- (k) respecting the retention of documents by applicants;
- (l) defining, enlarging or restricting the meaning of any word or expression used in this Part but not defined in this Part.



**“Regulations prevail**

**315.4** If there is a conflict or inconsistency between a regulation made pursuant to section 315.3 and another provision of this Act or a regulation made pursuant to another section of this Act, the regulation made pursuant to section 315.3 prevails to the extent of the conflict or inconsistency”.

**Section 350 amended****10 The following clause is added after clause 350(g):**

“(g.1) respecting common business identifiers for co-operatives, including:

- (i) respecting the establishment or adoption of a system of common business identifiers for co-operatives or a class of co-operatives;
- (ii) prescribing the manner in which common business identifiers are assigned to co-operatives or a class of co-operatives;
- (iii) requiring the use by co-operatives or a class of co-operatives of common business identifiers and prescribing the manner in which the common business identifiers are to be used;
- (iv) authorizing the minister to enter into agreements with the Government of Canada, the government of any other province or territory of Canada or the government of any municipality to integrate or synchronize the system of common business identifiers with a system of common business identifiers used by that other government;
- (v) authorizing the minister to disclose to the Government of Canada, the government of any other province or territory of Canada or the government of any municipality any information received by the registrar pursuant to this Act for any purpose that is related to the carrying out of any agreement entered into pursuant to subclause (iv) and that the minister considers appropriate and authorizing the minister to delegate the minister’s powers pursuant to this subclause to the registrar;
- (vi) providing that the regulations made pursuant to this clause prevail in the case of any inconsistency or conflict with any other Act or any regulations made pursuant to another Act”.

## PART V

***The Partnership Act*****R.S.S. 1978, c.P-3 amended**

**11** *The Partnership Act* is amended in the manner set forth in this Part.

**Section 110 amended****12 The following clause is added after clause 110(e):**

“(e.1) respecting common business identifiers for limited liability partnerships or classes of limited liability partnerships, including:

- (i) respecting the establishment or adoption of a system of common business identifiers for limited liability partnerships or classes of limited liability partnerships;

- (ii) prescribing the manner in which common business identifiers are assigned to limited liability partnerships or classes of limited liability partnerships;
- (iii) requiring the use by limited liability partnerships or classes of limited liability partnerships of common business identifiers and prescribing the manner in which the common business identifiers are to be used;
- (iv) authorizing the minister to enter into agreements with the Government of Canada, the government of any other province or territory of Canada or the government of any municipality to integrate or synchronize the system of common business identifiers with a system of common business identifiers used by that other government;
- (v) authorizing the minister to disclose to the Government of Canada, the government of any other province or territory of Canada or the government of any municipality any information received by the registrar pursuant to this Act for any purpose that is related to the carrying out of any agreement entered into pursuant to subclause (iv) and that the minister considers appropriate and authorizing the minister to delegate the minister's powers pursuant to this subclause to the registrar;
- (vi) providing that the regulations made pursuant to this clause prevail in the case of any inconsistency or conflict with any other Act or any regulations made pursuant to another Act".

**New Part IV.1**

**13 The following Part is added after Part IV:**

**"PART IV.1**

**Special Rules respecting Extraprovincial Matters**

**"Interpretation of Part**

**110.1 In this Part:**

- (a) **'extraprovincial limited liability partnership'** means an extraprovincial limited liability partnership as defined in section 78;
- (b) **'extraprovincial matters'** means:
  - (i) matters pertaining to extraprovincial limited liability partnerships set out in Part IV, this Part and in the regulations made pursuant to section 110.3; and
  - (ii) matters pursuant to the laws of another jurisdiction in Canada that are similar to the matters set out in Part IV, this Part and the regulations made pursuant to section 110.3;
- (c) **'extraprovincial registrar'** means a person in a jurisdiction in Canada who performs a function in that jurisdiction similar to the function that the registrar performs pursuant to this Part;
- (d) **'registrar'** means the Director of Corporations.

**“Agreements**

**110.2(1)** The minister may enter into an agreement with an extraprovincial registrar to address the following matters:

(a) the collection by the extraprovincial registrar of applications, information, forms, notices, documents, fees or other things relating to extraprovincial matters mentioned in subclause 110.1(b)(i) for the registrar and any matter relating to the collection of those things and their transmission to the registrar;

(b) the collection by the registrar of applications, information, forms, notices, documents, fees or other things pursuant to the laws of another jurisdiction in Canada relating to extraprovincial matters mentioned in subclause 110.1(b)(ii) for the extraprovincial registrar of that jurisdiction and any matter relating to the collection of those things and their transmission to the extraprovincial registrar.

(2) An agreement mentioned in subsection (1) may provide for any matter the minister considers appropriate, including describing the powers and duties of the registrar and the extraprovincial registrar with respect to the matters addressed in the agreement.

**“Regulations for Part**

**110.3** The Lieutenant Governor in Council may make regulations:

(a) classifying or otherwise designating those extraprovincial registrars to which a regulation made pursuant to this section applies;

(b) classifying or otherwise designating those extraprovincial limited liability partnerships to which a regulation made pursuant to this section applies;

(c) respecting the collection by the registrar of applications, information, forms, notices, documents, fees or other things pursuant to the laws of another jurisdiction in Canada relating to extraprovincial matters mentioned in subclause 110.1(b)(ii) for the extraprovincial registrar and their transmission to the extraprovincial registrar;

(d) respecting the registration of and other matters pertaining to extraprovincial limited liability partnerships, including regulations respecting:

(i) applications for, or amendments of, registration of extraprovincial limited liability partnerships;

(ii) periodic and other reports of extraprovincial limited liability partnerships;

(iii) changes to the documents relating to the registration of extraprovincial limited liability partnerships; and

(iv) the cancellation of registrations of extraprovincial limited liability partnerships;

(e) respecting forms that may be required for the purposes of regulations made pursuant to this section;

- (f) respecting the documentation to be issued by the registrar;
- (g) providing for fees for the provision of services under regulations made pursuant to this section and respecting the payment and collection of the fees;
- (h) respecting the furnishing of applications, information, forms, notices, documents, fees and other things to the registrar;
- (i) exempting an extraprovincial limited liability partnership from the operation of all or part of Part IV or this Part;
- (j) providing that a provision of this Act or a provision of a regulation made pursuant to another section of this Act does not apply with respect to extraprovincial limited liability partnerships;
- (k) respecting the sending to or serving on extraprovincial limited liability partnerships of notices or documents;
- (l) defining, enlarging or restricting the meaning of any word or expression used in this Part but not defined in this Part.

**“Regulations prevail**

**110.4** If there is a conflict or inconsistency between a regulation made pursuant to section 110.3 and another provision of this Act or a regulation made pursuant to another section of this Act, the regulation made pursuant to section 110.3 prevails to the extent of the conflict or inconsistency”.

**PART VI  
Coming into Force**

**Coming into force**

**14** This Act comes into force on assent.