



**Royal College of
Dental Surgeons of Ontario**

Ensuring Continued Trust

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Memo

TO Health Profession Corporation – Certificate of Authorization Holders
FROM Ms Julie Wilkin, Coordinator, Professional Corporations
DATE June 2007

REGARDING: Annual Renewal of Certificate of Authorization

In the past, the College has received several inquiries respecting the procedure for completing the Annual Renewal form for a Health Profession Corporation and, in particular, how to obtain a current-dated Certificate of Status. The following information is being provided to assist you.

How to obtain a current-dated Certificate of Status

The Ministry requires you to obtain a current-dated Certificate of Status of incorporation from it or one of its authorized agents. These include:

- ♣ On-line at www.oncorp.com or www.cyberbahn.ca
- ♣ Dye and Durham – National Head Office - Toll Free: 1-800-668-9011
- ♣ The Legal Link Corporation – Toll Free: 1-877-207-5465

Alternatively, you may either:

- ♣ Contact your lawyer and he/she will obtain it on your behalf
- ♣ Visit the Ministry of Business and Consumer Services directly at 393 University Ave, 2nd Floor, Toronto, Ontario

The College has no authority to issue a Certificate of Status and we do not endorse or recommend any one of the authorized agents over another.

Please ensure that the Ontario Corporation Number appearing on your Certificate of Status matches the Ontario Corporation Number appearing in Section 1 of your Annual Renewal Form.

Why do I need a Certificate of Status?

The legislation sets out the requirements for the annual renewal of your Certificate of Authorization. One of those requirements is that a current-dated Certificate of Status accompanies your Annual Renewal form regardless of how “new” your health profession corporation is.



Reduction of Annual Renewal fee if paid on or before July 31st

The College’s Council, at its May 10, 2007 meeting, passed a resolution to amend the College’s By-Law No. 10: Health Profession Corporations to offer a discounted fee of \$25 for those members whose annual renewal form and fee is received on or before July 31st in the year in which the fee is due. The purpose of the fee reduction is to act as an incentive for members to submit their Annual Renewal form and fee early.

Statutory Declaration

The Statutory Declaration must be signed, dated and sworn in the presence of a commissioner of oaths, lawyer or notary public not more than 15 days before the day the annual renewal form is submitted to the Registrar.



Notice of Change of Shareholders Form

Included with your Annual Renewal package is a Notice of Change of Shareholders form which you are required to submit with your Annual Renewal form **if** you plan on adding family members as non-voting shareholders at this time.

You must ensure that your Articles of Incorporation contain a class of non-voting shares before you can issue non-voting shares to family members. If not, your lawyer will be required to prepare Articles of Amendment to change the share structure of your professional corporation.

Before the College can add family members as non-voting shareholders to your professional corporation you must remember to include with your Annual Renewal form:

1. Notice of Change of Shareholders
2. Notarized copy of Articles of Amendment (if applicable)

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Amalgamation

During the 2006 Annual Renewal period, we noted that the Ontario Corporation Number appearing on the Annual Renewal form did not always match the Ontario Corporation Number appearing on the current-dated Certificate of Status. It is imperative that you understand that if your corporation amalgamates with another corporation you are required to apply for a new Certificate of Authorization for the newly amalgamated corporation if you wish to continue practising dentistry through it.

Notarized Copy of Every Certificate of the Corporation

For most of you, Item No. 4 found on the accompanying Instructions / Checklist will not apply. If you have amended the original Articles of Incorporation since you first incorporated, you would be required to provide the College with a notarized copy of your Articles of Amendment.

We hope you find this information helpful. If you have any further inquiries, please feel free to contact me at 416-961-6555.