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|  Industry Canada Industrie Canada | <b>POLICY STATEMENT<br/>ÉNONCÉ DE POLITIQUE</b><br>13.8 |
| Corporations Canada  | <b>Date</b><br>May 1, 2007                              |
| <b>Reference or division - Référence ou division</b><br>External Distribution – Diffusion externe                  | <b>Cancel – Annule</b><br>New                           |
| <b>Signature and title - Signature et titre</b>  | <b>Page 1 of – de 4</b>                                 |

**CANADA CORPORATIONS ACT PART II  
AMENDMENT TO THE PLACE OF THE HEAD OFFICE  
OF THE CORPORATION**

**Why use this policy?**

The purpose of this policy is to help you submit a request for an amendment to the place of the head office of a not-for-profit corporation under Part II of the *Canada Corporations Act* (CCA). By ensuring that you provide all the required information with your initial request, you can help Corporations Canada process your request swiftly.

**Caution:** This policy is not intended to replace legal advice. While this policy discusses certain by-law provisions that are not specifically dealt with (neither explicitly permitted nor prohibited) in Part II of the CCA, Corporations Canada can give no assurance that a court would find those particular provisions to be valid under the CCA. Accordingly, you may want to consult with legal counsel or other professional advisors prior to filing an application to change the place of the head office.

**What does Corporations Canada do?**

Corporations Canada will check that your documents comply with the CCA and other requirements and are in proper form. If so, Corporations Canada will issue a letter indicating that the by-law has been filed with the Minister.

**What happens when a request for Ministerial approval of by-laws is deficient or incomplete?**

Requests that are deficient or incomplete will be returned to the corporation with a notice stating the nature of the deficiency.

**What documents must be filed with Corporations Canada?**

A request for an amendment to the place of the head office of a not-for-profit corporation must be in the form of a letter (see sample in Annex 1) specifying:

1. the street address for the head office;
2. a copy of the single purpose by-law certified under the seal of the corporation; and
3. confirmation that the notice has been or will be published in the *Canada Gazette* or a copy of the bilingual notice that was published by the corporation in the *Canada Gazette* (see sample in Annex 2).

No fee is required.

## **Membership Approval**

In order to change the place where the head office of a corporation is situated, a single purpose by-law must be sanctioned by at least 2/3 of the votes cast at a special meeting of members.

A change of street address within the same place of the head office does not require such a by-law, but must be indicated on the next Annual Summary filed as of March 31<sup>st</sup>. In the meantime, a letter to Corporations Canada providing the new address will suffice.

## **Publication in the *Canada Gazette***

One of the requirements for amending the location of the head office is publication in the *Canada Gazette* of a bilingual notice of the proposed by-law. This must be done by the corporation. A sample notice is in Annex 2. Please note that the notice must be bilingual. Failure to submit a bilingual notice will result in the *Canada Gazette* translating your notice and billing you for its services. Further, a “Request for insertion form for non-federal clients” (i.e., a request for insertion from the private sector) must be completed and accompany the notice when sent to the *Canada Gazette*. A copy of the form is available at <http://canadagazette.gc.ca/publication-e.html>.

### Contact Information:

Canada Gazette  
Canada Gazette Directorate  
Government Information Services Branch  
Public Works and Government Services Canada  
350 Albert Street, 5th Floor  
Ottawa, Ontario K1A 0S5  
Tel.: 613-996-1268  
Toll-free: 1-866-429-3885  
Fax: 613-991-3540  
[www.canadagazette.gc.ca](http://www.canadagazette.gc.ca)

## **Additional Information and how to reach Corporations Canada**

For additional information on Corporations Canada’s products and services, please visit the Corporations Canada website [www.corporationscanada.ic.gc.ca](http://www.corporationscanada.ic.gc.ca) or call 1-866-333-5556.

You can also contact Corporations Canada at:

Client Services Section  
Corporations Canada  
Industry Canada  
9th floor, Jean Edmonds Tower South  
365 Laurier Avenue West  
Ottawa, Ontario K1A 0C8  
Toll free: 1-866-333-5556  
Fax: 613-941-0601  
[www.corporationscanada.ic.gc.ca](http://www.corporationscanada.ic.gc.ca)

ANNEX 1

**Sample Letter to Corporations Canada for  
Amending the Place of the Head Office**

Date:

Corporate Number:

To: Corporations Canada  
Industry Canada  
9th Floor, Jean Edmonds Towers South  
365 Laurier Avenue West  
Ottawa, Ontario K1A 0C8

**Option 1**

Enclosed are:

1. A copy of a single purpose by-law amending the place of the head office certified under the seal of the corporation; and
2. A copy of the *Canada Gazette* notice.

The street address of the head office is:

**Option 2**

Enclosed is a copy of a single purpose by-law amending the place of the head office certified under the seal of the corporation.

We confirm that notice of this change [will be published in the *Canada Gazette* / was published in the *Canada Gazette* on \_\_\_\_\_, 20 \_\_.] (The notice must be bilingual.)

I hereby certify that I have the relevant knowledge of the corporation and that I am authorized to sign and submit this application.

SIGNED: \_\_\_\_\_  
Authorized officer (e.g., President)

NAME: \_\_\_\_\_ (Corporate Seal)

ADDRESS:

TELEPHONE NUMBER:

**ANNEX 2**  
**SAMPLE NOTICE**

Notice is hereby given that (corporate name)  
has changed the location of its head office  
to the City of \_\_\_\_\_, Province of \_\_\_\_\_.

Dated \_\_\_\_\_.

John Doe  
President

Avis est par la présente donné que  
(dénomination de la corporation)  
a changé le lieu de son siège en la  
ville de \_\_\_\_\_, province de \_\_\_\_\_.

Daté le \_\_\_\_\_.

John Doe  
Président