



College of Traditional Chinese Medicine
Practitioners and Acupuncturists of Ontario

Ordre des praticiens en médecine traditionnelle
chinoise et des acupuncteurs de l'Ontario

APPLICATION FOR A CERTIFICATE OF AUTHORIZATION

DECLARATION AND UNDERTAKING

Name of Applicant _____ Date of application _____
day/ month/ year

Corporation Name: _____ Corporation # _____
(N.B. The name of the corporation must comply with the requirements of s. 1 of Ontario Regulation 39/02.)

Practice / Clinic Name (if different from Corporation Name):

Corporate Address:

Phone # _____ Fax # _____

Email: _____



DECLARATION OF A DIRECTOR OF A PROFESSIONAL CORPORATION

I, _____, a member of the College of Traditional Chinese Medicine Practitioners and Acupuncturists of Ontario (“the College”), Registration # _____, and a director of the corporation, am applying on behalf of the above corporation for a Certificate of Authorization under the *Regulated Health Professions Act*.

I, _____, **DECLARE THAT:**

- 1) **Membership:** I am a member in good standing with the College and my certificate of registration is not currently suspended or revoked.
- 2) **Incorporation:** The corporation is incorporated under the *Business Corporations Act* of Ontario.
- 3) **Good standing:** There has been no change in the status of the corporation since the date the enclosed corporation profile was issued (must be within previous 30 days of the application).
- 4) **Practice Name:** I will ensure that if the corporation practices in a name other than its corporate name, that the corporation shall first notify the College of its practice name and shall include its corporate name in all written, electronic or broadcast communications.
- 5) **Shareholders:** The name of each shareholder of the corporation and his or her College registration number, business address, business telephone number, and e-mail as of the date of the application is (use additional pages if necessary):

Full Name	College Registration #	Business Address	Business Phone	e-mail



6. Directors and Officers: (Note: all directors and officers must be shareholders of the corporation.) The names of all of the directors and officers of the corporation as of the date of the submission of this application are:

Full Name (as above)	✓ if a Director	✓ if an Officer	Give Title of Office if an Officer

7. Practice Location(s):

As of the date of the submission of this application the corporation practises in the following location(s), if different from the corporate address. The only addresses omitted are residential addresses of clients.

Address	Phone Number
Primary Practice Address:	Primary Practice Phone No:
Other Practice Address:	Other Practice Phone No:
Other Practice Address:	Other Practice Phone No:
Other Practice Address:	Other Practice Phone No:



8. Professional Activities:

As indicated in the accompanying declaration, the corporation cannot carry on, and cannot plan to carry on, any business that is not the practice of the profession governed by the College or activities related to or ancillary to the practice of the profession (Regulation 39/02 2.(1) 6.ii)). List in full any ancillary activities permitted under the corporation's article of incorporation:



UNDERTAKING OF SHAREHOLDER OF A PROFESSIONAL CORPORATION

(Each Shareholder of the corporation Must Sign this Form)

I, _____, Registration # _____ UNDERTAKE AS
FOLLOWS:

- 1) I will ensure that, in the course of practising the profession, the corporation does not do or fail to do anything that would be professional misconduct if done or failed to be done by myself.
- 2) I will ensure that the professional corporation does not contravene any provision of the *Regulated Health Professions Act*, 1991 and its regulations, the *Health Professions Procedural Code*, the *Traditional Chinese Medicine Act*, 2006 and its regulations and the by-laws of the College
- 3) I will ensure that the corporation maintains a valid Certificate of Authorization and does not provide professional or ancillary services while its Certificate of Authorization is under suspension or revoked or when it does not satisfy the requirements for a professional corporation under subsection 3.2(2) of the *Business Corporations Act*.
- 4) I will ensure that the corporation does not breach any provision of the Code of Conduct for Professional Corporations that may be published by the College from time to time.
- 5) I will ensure that any person who is not currently a shareholder of the corporation shall file a similar undertaking with the College as soon as he or she becomes a shareholder.
- 6) I will ensure that the College is notified of any changes to the principal practice location, address, telephone number, facsimile number or email address of the Corporation within 30 days of any such change.
- 7) I will ensure that the College is notified of any changes to the address and telephone number of all locations, other than residences of clients, at which the professional services are offered by the Corporation within 30 days of any such change.
- 8) I will ensure that the College is notified of any changes to the name or articles of incorporation as soon as they occur, and to any other information provided in the application within the time period required by the by-laws



- 9) I will ensure that if the corporation practices in a name other than its corporate name, the corporation shall first notify the College of its practice name and shall include its corporate name in all written, electronic, or broadcast communications.
- 10) I will ensure the Registrar of the College is notified of a change in name, as set out in the register, and registration number, of each shareholder of the corporation within 30 days of any such change.
- 11) I will ensure the College is promptly notified of any change in any officer or director of the corporation.
- 12) I will ensure the College is notified of a change in any of the activities permitted to be carried out under the corporation's articles of incorporation within 30 days of any such change.

Date

Signature



DECLARATION

I, _____, Registration # _____, am a director
of _____, do hereby **DECLARE**:

- i. that the corporation is in compliance with section 3.2ⁱ of the *Business Corporations Act*, including the regulations made under that section, as of the date this declaration is signed.
- ii. that the corporation does not carry on, and does not plan to carry on, any business that is not the practice of the profession governed by the College or activities related to or ancillary to the practice of that profession,
- iii. that there has been no change in the status of the corporation since the date of the corporation profile report enclosed with the application for a Certificate of Authorization that accompanies this declaration, and
- iv. that the information contained in the application for a Certificate of Authorization that accompanies this declaration is complete and accurate as of the day this declaration is signed.

Signature of Declarant

Date



SUPPORTING DOCUMENTS

The application includes the following documents (Please ensure each document is attached and check all boxes that apply):

- ☐ Signed application form including undertaking forms signed by all shareholders
- ☐ \$50.00 Application fee (non-refundable)
- ☐ Registration Fee for the issuance of a Certification of Authorization
- ☐ Declaration by a director of the corporation signed no more than 15 days before this application is submitted
- ☐ Copy of a corporation profile report issued by the Ministry of Government and Consumer Services or by a service provider which is under contract with the Ministry of Government and Consumer Services that is dated not more than 30 days before this application is submitted
- ☐ Copy of the Certificate of Incorporation (including the article of incorporation)
- ☐ Copy of every certificate of the corporation that has been endorsed under the *Business Corporations Act* as of the date this application is submitted (if applicable)

Accuracy of application:

I have personal knowledge of the declarations contained in this application and of the information I have added in completing this form, and I declare that the declarations and information are accurate and complete.

Date

Applicant's signature



Fees

In order for your application to be processed you must include the \$50.00 application fee and the registration fee.

2019-2020 FEES	
Fees Relating to Professional Corporations	
Item	Total Fee
Application*	\$50
Initial Registration (registration pro-rated by quarter in which registered)	
April 1, 2019 - June 30, 2019	\$200.00
July 1, 2019 - Sept 30, 2019	\$150.00
October 1, 2019 - December 31, 2019	\$100.00
January 1, 2020 - March 31, 2020	\$50.00

The College has removed the harmonized sales tax (HST) on all fees, effective February 1, 2019.

*All application fees are non-refundable

Please submit your payment in one of the options below:

☐ **Payment Method 1: Certified Cheque / Money Order** (made payable to the “College of Traditional Chinese Medicine Practitioners and Acupuncturists of Ontario” or “CTCMPAO” in Canadian Funds only, for the amount of your class of Registration Renewal above)

☐ **Payment Method 2: Credit Card** (fill next section)

Payment Method 2 :	Credit Card
If you are paying by credit card, fill out this section.	
Registration Number: _____	

Visa <input type="checkbox"/>	MasterCard <input type="checkbox"/>
Card number: _____	
Name on card (please print): _____	

Expiry date on card (mm/yyyy): _____ / _____	
Security code (3 digit number on back of card): _____	
By my signature, I authorize the College of Traditional Chinese Medicine Practitioners and Acupuncturists of Ontario to charge my Visa or MasterCard account with the amount of \$_____ in Canadian funds.	
Signature: _____	



ⁱ Section 3.2 of the *Business Corporations Act*, reads as follows:

Application of Act to professional corporations

3.2 (1) This Act and the regulations apply with respect to a professional corporation except as otherwise set out in this section and sections 3.1, 3.3 and 3.4 and the regulations. 2000, c. 42, Sched., s. 2.

Conditions for professional corporations

(2) Despite any other provision of this Act but subject to subsection (6), a professional corporation shall satisfy all of the following conditions:

1. All of the issued and outstanding shares of the corporation shall be legally and beneficially owned, directly or indirectly, by one or more members of the same profession.
2. All officers and directors of the corporation shall be shareholders of the corporation.
3. The name of the corporation shall include the words “Professional Corporation” or “société professionnelle” and shall comply with the rules respecting the names of professional corporations set out in the regulations and with the rules respecting names set out in the regulations or by-laws made under the Act governing the profession.
4. The corporation shall not have a number name.
5. The articles of incorporation of a professional corporation shall provide that the corporation may not carry on a business other than the practice of the profession but this paragraph shall not be construed to prevent the corporation from carrying on activities related to or ancillary to the practice of the profession, including the investment of surplus funds earned by the corporation. 2000, c. 42, Sched., s. 2; 2002, c. 22, s. 8; 2005, c. 28, Sched. B, s. 1 (1).

Deemed compliance

(2.1) A professional corporation that has a name that includes the words “société professionnelle” shall be deemed to have complied with the requirements of subsection 10 (1). 2004, c. 19, s. 3 (1).

Corporate acts not invalid

(3) No act done by or on behalf of a professional corporation is invalid merely because it contravenes this Act. 2000, c. 42, Sched., s. 2.

Voting agreements void

(4) An agreement or proxy that vests in a person other than a shareholder of a professional corporation the right to vote the rights attached to a share of the corporation is void. 2000, c. 42, Sched., s. 2.

Unanimous shareholder agreements void

(5) Subject to subsection (6), a unanimous shareholder agreement in respect of a professional corporation is void unless each shareholder of the corporation is a member of the professional corporation. 2000, c. 42, Sched., s. 2; 2005, c. 28, Sched. B, s. 1 (2).