



Business Registers Interconnection – A Canadian Perspective

International Association of Commercial Administrators
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Overview

- A short history of nearly everything
 - Canadian Constitution
 - Agreement on Internal Trade
 - Council of the Federation
 - Corporations Canada Led Initiative
 - Multi-jurisdictional Registry Access Service?

Canadian History

- British North America Act passed by the British Parliament in 1867 creating the Dominion of Canada
 - Division of powers between federal and provincial governments
- Section 92(11) of the BNA Act afforded provincial legislatures to make laws regarding “the incorporation of companies with provincial objects” ...
- Implication that there could be objects *other than* provincial objects

Canada's constitutional framework means we have multiple business registries ...



... resulting in internal trade challenges

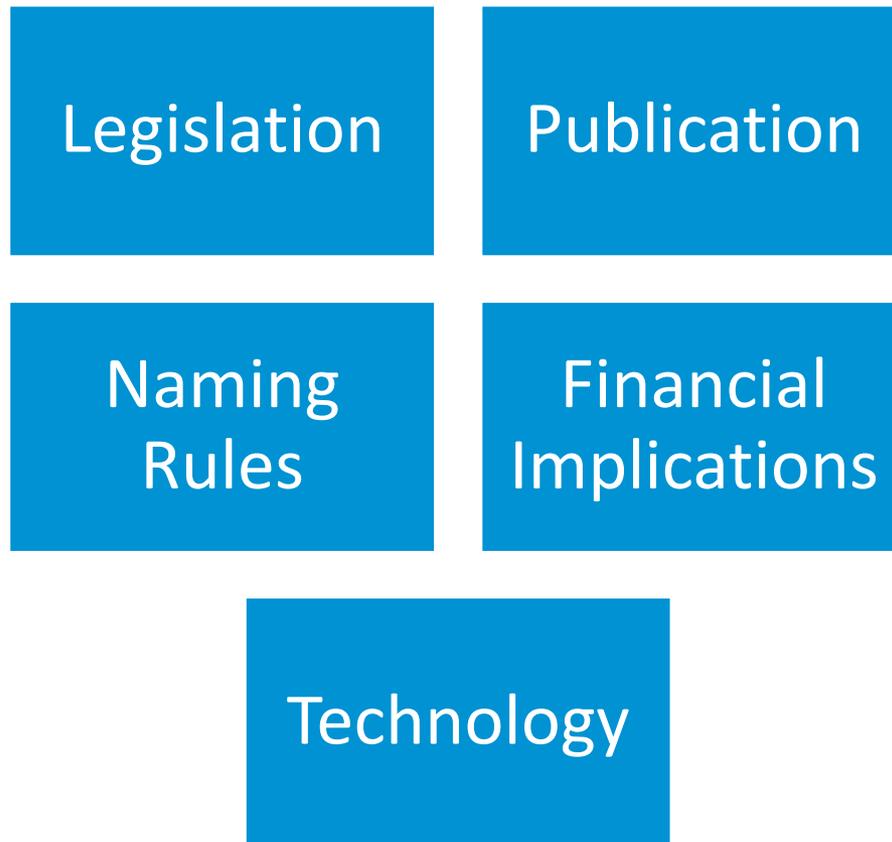
- For business:
 - duplicative registration and reporting across multiple jurisdictions in which they are operating
 - fragmented and inconsistent access to essential information to support business decisions
 - inefficient, expensive, frustrating
- For the Canadian economy
 - inhibits growth and decision-making in a global economy
 - the trend internationally is to provide easy access not just to registry information in one country but to multiple countries

Agreement on Internal Trade

- Internal Trade Agreement among First Ministers in 1994
- In 1998, Annex 606 was added, specific to registration and reporting requirements for companies incorporating anywhere in Canada, and carrying on business elsewhere in the country
- Various efforts / advancements since that time
 - Legislative reciprocity between provinces of Nova Scotia and New Brunswick
 - New West Partnership among British Columbia, Alberta and Saskatchewan
 - Individual jurisdiction electronic filing options

AIT (cont.)

- But many impediments to real progress on the ask of the AIT



AIT (cont.)

- Interest in the AIT commitments were reinvigorated in 2014 when during the Council of the Federation, premiers agreed to undertake a comprehensive renewal of the AIT
- Premier Wynne of Ontario agreed to lead the AIT initiative focussing on reducing the burden for businesses that operate in more than one Canadian jurisdiction
- Premier Wynne's team reached out to members of the Canadian Association of Corporate Law Administrators ("CACLA") to advance this issue
- CACLA members formed several working groups tackling the problem/impediments from a variety of angles

Corporations Canada Led Initiative

- During this same period... Innovation, Science and Environment Canada (“ISED”), the area of the federal government responsible for Corporations Canada, put forward an idea to the federal Treasury Board
- The idea was to approach an old problem from a new perspective
 - The old problem? The burden of extra-provincial registration and reporting
 - The new perspective? Turn the issue on its head and approach it from the perspective of access to business information
- The plan was to create a lookup tool – a behind-the-scenes connection that lets anyone search all business registries in Canada at once

Registry Access Service to meet those trade commitments



Registry Access Service

- The agreed upon vision for the AIT work following CACLA 2015 meeting was:
 - “to create a scalable and adaptable digital solution that streamlines extra-provincial/territorial corporate registration and reporting”
- Corporations Canada’s engagement in the short term resulted in an agreement by all provinces and territories:
 - to develop a proof of concept of a registry access service that will demonstrate a reduction of burden on corporations in the area of multi-jurisdictional searches, registrations and reporting
- This multi-jurisdictional registry access service could achieve the vision of a scalable and adaptable digital solution to meet internal trade commitments

Registry Access Service (cont.)

- The first phase is to develop a proof of concept:
 - Work among the five active participants on the proof of concept has begun
 - We are using an agile service design approach that focuses on user needs
 - We are conducting bi-weekly teleconference meetings to confirm user scenarios and scope of content
 - We will then test user scenarios with real users and refine/reiterate and retest until we have a good set of high level business requirements
- This is expected to be completed this summer

Registry Access Service (cont.)

- During this same time frame, the Digital Transformation Hub led by ISED's Chief Digital Officer has offered to accelerate work on this project by implementing a search pilot:
 - The pilot will include the business registry information from four jurisdictions (Corporations Canada, ON, QC, NS)
 - It is expected to launch at the end of June
 - It will provide an early, static iteration of the search tool, which will help us work through some of the technical requirements
- All of this will be followed up by our prototype phase planned for September which will simulate functionality to explore technological aspects and interoperability and inform decisions on tools, costs and possible timeframes

So what's next?

- The work will continue through the end of the fiscal year to develop a governance framework and plan for the build and maintenance of the multi-jurisdictional access service
- The ultimate deliverable for this project required of Corporations Canada:
 - An implementation plan for the creation of a multi-jurisdictional registry access service that allows multi-jurisdictional searching and some elements of registration, which will mean tangible progress on the internal trade issue of extra-provincial registration and reporting

Questions...