The Partnerships Registration Amendment Act, 1973
CHAPTER 7

An Act to amend
The Partnerships Registration Act

Assented to April 5th, 1973
Session Prorogued March 5th, 1974

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

1. Section 1 of The Partnerships Registration Act, being chapter 340 of the Revised Statutes of Ontario, 1970, is repealed and the following substituted therefor:

   1.—(1) Persons associated in partnership for trading, manufacturing or mining purposes shall cause to be filed with the Registrar of Partnerships a declaration in writing.

   (2) A declaration is not required to be filed under this Exception Act where all the members of a partnership are corporations or where the person to whom section 8 applies is a corporation and each corporation has complied with the requirements of section 2 of The Corporations Information Act, 1971. 1971, c. 27

   (3) The business of a partnership shall be conducted under the name of the partnership.

1a. Every document required or permitted to be filed with the Registrar of Partnerships under this Act may, until the 1st day of January, 1975, be filed with him in the land registry office of the registry division in which the partnership carries on or intends to carry on business, and thereafter in the place prescribed by the regulations.

2.—(1) Clause a of section 2 of the said Act is repealed and the following substituted therefor:

   (a) the full name and residence address or address for service of each partner, giving street and number, if any.

   (2) The said section 2, as amended by the Statutes of Ontario, 1971, chapter 98, section 4, is further amended by...
striking out "and" at the end of clause d and by striking out clause e and inserting in lieu thereof the following:

(e) except in respect of a partner that is a corporation, which of the partners are of the full age of eighteen years and, where a partner is less than eighteen years of age, the date of his birth; and

(f) such other information as is required by the regulations made under this Act.

3. Sections 3 and 4 of the said Act are repealed and the following substituted therefor:

3. Every declaration shall be filed within sixty days next after the formation of the partnership or, in the case of a declaration under section 8, within sixty days of the time when the name or designation is first used.

4. Whenever any change takes place in the membership of a partnership, in the residence address or address for service of any partner or in the name of a partnership, the partners shall cause to be filed within sixty days after the change takes place a new declaration setting out the information required by section 2.

4. Section 6 of the said Act is amended by striking out "in Form 2" in the second and third lines.

5. Subsection 1 of section 7 of the said Act is repealed and the following substituted therefor:

(1) No person who signed the declaration under section 1 or a subsequent declaration under section 4 or 15a shall be deemed as against creditors to have ceased to be a partner until a declaration of dissolution under section 6 is made and filed or a declaration is filed under section 4 omitting his name.

6.—(1) Subsection 1 of section 8 of the said Act is amended by striking out "the registrar of the registry division in which he carries on or intends to carry on business" in the eighth and ninth lines and inserting in lieu thereof "the Registrar of Partnerships".

(2) Clause a of subsection 2 of the said section 8 is repealed and the following substituted therefor:

(a) the full name and residence address or address for service, giving street and number, if any, of the person making the declaration.
(3) Subsection 2 of the said section 8 is amended by striking out "and" at the end of clause c and by striking out clause d and inserting in lieu thereof the following:

(d) that the person is at least eighteen years of age or the date of his birth if he is under the age of eighteen years; and

(e) such other information as is required by the regulations made under this Act.

(4) The said section 8 is amended by adding thereto the following subsection:

Whenever any change takes place in the residence address or address for service of the person making the declaration or in the name or designation under which he carries on business, he shall cause to be filed within sixty days after the change takes place a new declaration setting out the information required by subsection 2.

7. The said Act is amended by adding thereto the following section:

8a. Subject to subsection 2 of section 15a, the Registrar of Partnerships may extend the period for filing any declaration under this Act upon being satisfied that the failure to file arose from misadventure, ignorance or some other cause that constitutes a reasonable excuse and that the partners or other declarant have acted and are acting in good faith.

8. Sections 10 and 11 of the said Act are repealed and the following substituted therefor:

10.—(1) Every person who,

(a) contravenes any provision of this Act or the regulations; or

(b) makes a statement in any document, material, evidence or information submitted or required by or for the purposes of this Act that, at the time and in the light of the circumstances under which it is made, is false or misleading with respect to any material fact or that omits to state any material fact, the omission of which makes the statement false or misleading,

is guilty of an offence and on summary conviction is liable to a fine of not more than $2,000 or, if such person is a corporation, to a fine of not more than $20,000.
(2) No person is guilty of an offence referred to in clause b of subsection 1 if he did not know that the statement was false or misleading and in the exercise of reasonable diligence could not have known that the statement was false or misleading.

(3) Where a corporation is guilty of an offence under subsection 1, every director or officer of such corporation, and where the corporation is an extra-provincial corporation, every person acting as its representative in Ontario, who authorized, permitted or acquiesced in such an offence is also guilty of an offence and on summary conviction is liable to a fine of not more than $2,000.

9. Section 12 of the said Act is amended by striking out "registrar" in the first line and inserting in lieu thereof "Registrar of Partnerships".

10. — (1) Clause a of subsection 1 of section 15 of the said Act is amended by striking out "registrars of deeds" in the first and second lines and inserting in lieu thereof "the Registrar of Partnerships".

(2) Clause b of subsection 1 of the said section 15 is amended by striking out "to registrars of deeds" in the first line.

(3) Clause c of subsection 1 of the said section 15 is repealed and the following substituted therefor:

(e) respecting the form of any document required to be filed under this Act;

(d) respecting the custody and destruction of declarations;

(e) prescribing the place for filing documents under this Act with the Registrar of Partnerships after the 1st day of January, 1975.

11. The said Act is amended by adding thereto the following section:

15a.—(1) Every declaration filed under this Act expires,

(a) in the case of a declaration filed before the 1st day of July, 1973, on the 1st day of January, 1975;

(b) in the case of a declaration filed after the 1st day of July, 1973, in five years after its date of filing,
subject to renewal by filing a new declaration in every case for a further period of five years from time to time.

(2) Where a declaration of a partnership or a declaration under section 8 has been filed before the 1st day of July, 1973 and has expired by the operation of clause a of subsection 1, the Registrar of Partnerships shall, upon application therefor made before the 1st day of January, 1980, extend the time for renewal to a date sufficient to provide an opportunity to file the renewal and the declaration referred to in clause a of subsection 1 shall be deemed to not have expired until that date.

12. Forms 1 and 2 of the said Act are repealed.


14. This Act may be cited as The Partnerships Registration Amendment Act, 1973.