

GRANDE PRAIRIE REGIONAL COLLEGE
OFFICE ADMINISTRATION
COURSE OUTLINE

W 1997/98

C. Gerritsen

OA2340 A3 - CORPORATE PROCEDURES

TEXT: Business Law in Canada, 4th Ed., Richard Yates, Prentice Hall Canada Ltd.

Business Law in Canada: Study Guide and Work Book, 4th Ed., Richard Yates, Prentice Hall Canada Ltd.

Corporate Procedures, Grant MacEwan Community College. (Purchased from the OA Office.)

COURSE DESCRIPTION: The course is a study of the law governing certain business organizations and the procedures to register and maintain the registrations of such organizations.

COURSE OBJECTIVES: The student will be able to demonstrate an understanding of the organization of various businesses, the procedures required to maintain them, and the proper completion of those documents required to maintain them.

They will also have a basic understanding of the *Alberta Business Corporations Act* and the *Alberta Partnership Act*, and how these Acts dictate what is required.

GRADING: A passing grade is 4.

The final course mark is determined as follows:

Skill Applications/Exercises	20%
Modulee Quizzes	25%
Vocabulary/Theory Quizzes	20%
Final Production Project	35%

DAILY ATTENDANCE IS ESSENTIAL FOR SUCCESSFUL COMPLETION. Not all assignments can be completed within class time. Students are responsible for completing assignments outside of class if necessary.

Assignments are graded as follows:

* an original submission with no errors = 10; if there are errors, it is returned without a mark. The assignment is redone and if error free, it receives a mark of 7; if it still contains errors, grade could range from 0-7.

-3 for each format error; -2 for each typo (same deductions for exams)

Each page of an assignment will be out of 10 marks. Your final grade will be converted into the 9-point system.

SUPPLIES: 3 1/2" disk; 3-ring binder (2" minimum); 2 manila file folders; tabbed binder dividers

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CONTENT:

- I. Business Organizations
 - A. Sole Proprietorship
 - B. Partnerships
 - 1. Liability
 - 2. Retiring Partner
 - 3. New Partner
 - 4. Termination
 - 5. The Partnership Act
 - 6. Dissolution
- II. Registration of Partnerships, Sole Proprietorships & Limited Partnerships
 - A. Trade Name
 - B. Register Partnership
 - C. Register Sole Proprietorship
 - D. Register Limited Partnership

- III. Incorporation Procedures
 - A. Rules governing a Name
 - B. Information that is required from a Client
 - C. Shareholders, Directors, Officers
 - D. Incorporation Forms
 - E. Filing with Corporate Registry
- IV. Post-Incorporation Procedures Pursuant to the Business Corporations Act
 - A. Organizational Documents
 - B. Meetings of Directors, Shareholders
 - C. Minute Book
 - D. Corporate Seal
- V. Resolutions
 - A. Directors Resolutions
 - B. Shareholders Resolutions
 - C. Preparation of Written Resolutions
 - D. Dividends
- VI. Articles of Amendment
 - A. Amending Articles of Incorporation
- VII. Extra-Provincial Registrations
 - A. Documents required
 - B. Assumed Name, and documents required to register
 - C. Register Amalgamated Extra-Provincial Corporation
 - D. Amendment to Charter
 - E. Change in Attorney, Address of Attorney for Service
 - F. Change in Directors
 - G. Change in Head Office
- VIII. Annual Matters
 - A. Annual Meeting
 - 1. Business transacted
 - 2. Who can attend
 - 3. Procedures for holding annual meeting
 - B. Waving appointment of Auditor
 - C. Minutes of Annual Meeting
 - D. Appointment of Officers

- E. Resolutions in lieu of Annual Meeting
 - F. Annual Return, and filing of same
 - G. Statutory Declaration
 - H. Extra-Provincial Corporations: Annual Returns
- IX. Registration of Trade Names by Corporations and Conducting Corporate Searches
 - A. Registering a Trade Name
 - B. Declaration of Trade Name
 - C. Cancellation of Trade Name
 - D. Conducting a Corporate Search
 - E. Copies of Documents
 - F. Certificate of Status
- X. Dissolution of an Alberta Corporation and Cancellation of the Registration of an Extra-Provincial Corporation
 - A. Dissolution of an Alberta Corporation
 - B. Pursuant to Section 203
 - C. Procedures
 - D. Dissolution by the Registrar of Corporations
 - E. Cancellation of Extra-Provincial Corporations
- XI. Incorporation Pursuant to the Canada Business Corporations Act
 - A. Incorporation of Federal Corporations
- XII. Continuance
 - A. Continuance
 - B. Procedures for Continuance