

COVID-19 RESOURCE FOR CHARITIES & NFPs

ONTARIO ISSUES EMERGENCY ORDER FOR CORPORATE MEETING FLEXIBILITY

Tuesday, March 31, 2020

The Government of Ontario published this morning (March 31, 2020) an Emergency Order made last night under the *Emergency Management and Civil Protection Act* (Ontario) in response to COVID-19 to provide flexibility to business corporations, not-for-profit corporations, insurers, and share capital social clubs for their respective corporate meetings.

See below for the full text of the notice from the Ministry of Government and Consumer Services and link to the Emergency Order:

We are writing to let you know the Government of Ontario took action to support business corporations, not-for-profit corporations, insurers, and share capital social clubs by implementing an Emergency Order to provide flexibility for corporate meetings.

All businesses need to adhere to the protective measures that have been put in place to help stop the spread of COVID-19. However, business must continue where possible, and the Government of Ontario is doing all it can to make sure it does.

Please visit e-laws (<https://www.ontario.ca/laws/regulation/r20107>) to see an Emergency Order that will:

- * Allow all corporations under the Corporations Act and Business Corporations Act to hold meetings of directors, shareholders, and members virtually (i.e., electronically or by telephone).
- * Extend the timeframe by which corporations under the Corporations Act and Business Corporations Act must hold Annual General Meetings (AGMs) in certain circumstances related to the emergency.

The Emergency Order is in effect province-wide and is retroactive to March 17, 2020, the day the Declaration of Emergency came into effect.

The ability to hold virtual meetings and the extended timeframe for AGMs apply to corporations under the OBCA, and the CA as set out in the Emergency Order.

We would like to share this message with as many Ontario business and not-for-profit corporations as possible and would ask that you share this notice with relevant contacts in your network. If you have any questions, please feel free to contact Victoria Walker, Manager, Policy and Business Law Unit at Victoria.Walker@ontario.ca.

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Read the *Emergency Management and Civil Protection Act* (Ontario) [here](#).

To discuss how this may impact your charity or not-for-profit, call us toll-free at 1-877-942-0001 or tcarter@carters.ca.



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