



January 2020

Ontario's *Not-For-Profit Corporations Act* - Further Delay

By Linda J. Godel and Lauren Crosby

The Ontario Ministry of Government and Consumer Services (**Ministry**) recently released new information confirming further delay for Ontario's *Not-for-Profit Corporations Act* (**ONCA**).

The Ministry had previously indicated that the ONCA would come into force in early 2020, but due to challenges with the technology required to support its implementation, that timing has been pushed back. Although the ONCA's proclamation date is still unknown, the Ministry has reiterated its commitment to bringing in the ONCA as soon as possible. The Ministry has also indicated that it will provide more details about the proclamation of the ONCA, but no timing for the release of that information has been provided.

Until the ONCA's proclamation, the *Corporations Act* (Ontario) (**Current Act**) will continue to govern Ontario not-for-profit corporations. Given how long it has taken to enact the ONCA, amendments to the Current Act were made in 2017 while the not-for-profit sector waited for the ONCA to become law (as summarized in our article *Changes to Laws Affecting Ontario Not-For-Profits and Charities Now in Effect*). Many of the 2017 changes were made to help Ontario not-for-profit corporations operate in the 21st century.

Ontario not-for-profit corporations incorporated under the Current Act will still have three years to transition to the ONCA once it is proclaimed (see our article *UPDATE: Ontario's Not-for-Profit Corporations Act Delayed* for more details on the transition). There is no need for Ontario not-for-profit corporations to undertake a review of or to amend their governing documents (such as their by-laws and letters patent) to comply with the ONCA at this time, but should any of these organizations be contemplating amendments for other reasons, they may wish to consider the requirements of the ONCA. Since some of the provisions of the ONCA conflict with the Current Act, not all changes required by the ONCA can be included in governing documents before the ONCA comes into effect, but there are many requirements that can be incorporated now.

We will continue to provide updates about any new developments with the ONCA and would be happy to assist with any governance matters that may affect your organization.

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