



Province of Alberta

SOCIETIES ACT

SOCIETIES REGULATION

Alberta Regulation 122/2000

With amendments up to and including Alberta Regulation 83/2016

Office Consolidation

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Alberta Queen's Printer
7th Floor, Park Plaza
10611 - 98 Avenue
Edmonton, AB T5K 2P7
Phone: 780-427-4952
Fax: 780-452-0668

E-mail: qp@gov.ab.ca
Shop on-line at www.qp.alberta.ca

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(Consolidated up to 83/2016)

ALBERTA REGULATION 122/2000

Societies Act

SOCIETIES REGULATION

Table of Contents

1	Forms
2	Fees
3	Definitions
4	Similar names
5	Minor differences
6	Distinctive meaning through use
7	Required elements
8	Family names
9	Name of amalgamated society
10	Permitted characters in name
11	Prohibited names
12	Proposed names
13	Other prohibited affiliations
14	Registrar's powers
15	Name search reports
16	Number as name
17	Repeal
19	Coming into force

Schedules

Forms

1(1) An application under section 9 of the Act must be in Form 1 in Schedule 1.

(1.1) An application for continuance into Alberta under section 36.2 of the Act must be in Form 6 of Schedule 1.

(2) A notice under section 24(2) of the Act must be in Form 2 in Schedule 1.

(3) The annual return under section 26(2) of the Act must be in Form 3 of Schedule 1.

(4) The audited financial statements that must accompany the annual return need not be audited by a professional accounting firm permitted to perform an audit engagement pursuant to the *Chartered Professional Accountants Act* unless

- (a) the by-laws of the society so require, or
- (b) a fee is being charged to perform the audit.

(5) An application for amalgamation under section 32 of the Act must be in Form 4 in Schedule 1.

(6) A certificate of amalgamation under section 32 of the Act must be in Form 5 in Schedule 1.

AR 122/2000 s1;251/2001;184/2014;146/2015

Fees

2(1) The fees payable under the Act are the fees prescribed in Schedule 2.

(2) The Registrar may waive the payment by

- (a) a department or agency of the Government, or
- (b) a Provincial agency as defined in the *Financial Administration Act*

of a fee set out in Schedule 2 where the Registrar is satisfied that the department, agency or Provincial agency will not recover the fee from a third party.

Definitions

3 In sections 4 and 5,

- (a) “corporate person” means a body corporate incorporated in Alberta, a registered extra-provincial corporation and a Canada corporation under the *Business Corporations Act*;
- (b) “dissolved body corporate” means a dissolved body corporate that was incorporated in Alberta.

AR 122/2000 s3;184/2014

Similar names

4(1) A society may not have a name that is similar to the name of a corporate person unless that person consents in writing to the use of the name in whole or in part.

(2) A society may not have a name that is similar to the name of a dissolved body corporate unless the body corporate has been dissolved for more than 3 years.

(3) For the purposes of subsections (1) and (2), a name is similar if it is

- (a) a name that would reasonably lead to the inference that the society bearing the name is or would be associated or affiliated with the corporate person or dissolved body corporate if the society and the corporate person or dissolved body corporate are not or will not be associated or affiliated, or
- (b) a name whose similarity to the name of the corporate person or dissolved body corporate would reasonably lead to the belief that the corporate person or dissolved body corporate and the society are the same entity.

Minor differences

5(1) A society shall not have a name where the only difference from the name of a corporate person or of a dissolved body corporate is

- (a) the addition or deletion of punctuation marks or spaces,
- (b) the insertion or removal of a year in the name,
- (c) the substitution of a word for its abbreviation or an abbreviation for the word,
- (d) the substitution of a word for its homonym,
- (e) the addition or deletion of an article, or
- (f) any other change that does not produce a phonetic difference between the name and the name of the corporate person or dissolved body corporate.

(2) Subsection (1)(b) to (f) as they apply to a corporate person do not apply where the corporate person consents in writing and undertakes to change its name or dissolve within 6 months.

(3) Subsection (1)(b) to (f) as they apply to a dissolved body corporate do not apply where the dissolved body corporate has been dissolved for at least 3 years prior to the time the society has the name.

Distinctive meaning through use

6 No society shall have a name that

- (a) is too general,
- (b) is only descriptive, in any language, of the function or other characteristics of the society,
- (c) is primarily or only the name or surname of an individual, or
- (d) consists primarily or only of a geographic name,

unless the name has through use acquired a meaning that renders the name distinctive.

Required elements

7 Unless approved by the Registrar, the name of a society shall contain at least one of the following words:

- (a) Society;
- (b) Association;
- (c) Club;
- (d) Foundation;
- (e) Institute;
- (f) Guild;
- (g) Fellowship;
- (h) League;
- (i) Committee;
- (j) Council;
- (k) Board;
- (l) Centre;
- (m) Bureau.

Family names

8(1) No society may have a name that contains a word or expression an element of which is the family name of an individual, whether or not the word or expression is preceded by

the individual's given name or initials, unless the individual or the individual's heir, executor, administrator, assigns or guardian consents in writing to the use of the individual's name.

(2) Subsection (1) does not apply where the family name has acquired secondary meaning.

(3) Subsection (1) does not apply where the society that will have the name is the successor or affiliate of a society using the family name as an element in its name, and that society consents in writing to the use of the name by the successor or affiliate society.

Name of amalgamated society

9 When 2 or more societies amalgamate, the name of the amalgamated society may be identical to the name of one of the amalgamating societies if the name is not a number name.

Permitted characters in name

10(1) The name of a society may contain only the following:

- (a) letters of the alphabet of the English language;
- (b) Arabic numerals;
- (c) the following punctuation or other marks:
 - (i) !
 - (ii) “
 - (iii) #
 - (iv) \$
 - (v) %
 - (vi) &
 - (vii) ‘
 - (viii) ()
 - (ix) *
 - (x) +
 - (xi) ,
 - (xii) .

- (xiii) -
- (xiv) /
- (xv) :
- (xvi) ;
- (xvii) >
- (xviii) <
- (xix) =
- (xx) []
- (xxi) \
- (xxii) ∩
- (xxiii) ?
- (xxiv) @

(d) any combination of letters, numerals and marks referred to in clauses (a), (b) and (c).

(2) The first character of the name of a society must be an Arabic numeral or an alphabetic letter of the English language.

(3) No society may have a name that consists primarily of a combination of punctuation marks or other marks.

Prohibited names

11(1) No society may have a name that contains either of the following:

- (a) a word or expression in any language, that is obscene or connotes a business that is scandalous, obscene or immoral or that is otherwise objectionable on public grounds;
- (b) a number or word that might lead to the inference that the name is a number name, unless the name is a number name.

(2) No society may have a name that contains a word or expression that might lead to the inference that the society is not a society to which the Act applies.

Proposed names

12 No name that is identified in an original Alberta Search Report from the NUANS (Newly Upgraded Automated Name Search) system maintained by the Government of Canada as “proposed” may be used by a society unless it is the person who first proposed the name or unless it has the consent in writing of the person who first proposed the name.

AR 122/2000 s12;184/2014

Other prohibited affiliations

13(1) No society may have a name that indicates that the society

- (a) operates under royal, vice-regal or governmental patronage, approval or authority unless the appropriate government department or agency consents in writing to the name,
- (b) is sponsored or controlled by or is affiliated with
 - (i) the Government of Canada,
 - (ii) the government of a province, or
 - (iii) the government of a subdivision of a country other than Canada,

or a political subdivision or agency of any such government, unless the appropriate government, political subdivision or agency consents in writing to the use of the name, or
- (c) is sponsored or controlled by a university, college or technical institute or a professional or other occupational association that is regulated by provincial or federal legislation, unless the university, college, technical institute or professional or occupational association consents in writing to the use of the name.

(2) No society registered in Alberta may have a name

- (a) that indicates that the society is associated with
 - (i) the Alberta Heritage Savings Trust Fund,
 - (ii) the operation of Nakiska Ski Area, unless it has the written consent of the Minister of Tourism, Parks and Recreation, or

- (iii) the Olympic Games or its organizing committee, unless it has the written consent of the Canadian Olympic Association,

or

- (b) that includes the word “Kananaskis” and indicates that the society is associated with land of the Crown in right of Alberta or the administration of land of the Crown in right of Alberta, unless it has the written consent of the Minister of Tourism, Parks and Recreation.

AR 122/2000 s13;206/2001;35/2007;68/2008

Registrar’s powers

14 In determining whether a name contravenes the Act or this Regulation, the Registrar may, without limitation, consider the following:

- (a) the distinctiveness of the name or any element of it and the extent to which the name has become known;
- (b) the length of time the name has been in use;
- (c) the degree of similarity between the name and another name in appearance or sound;
- (d) the geographic area in Alberta in which the name is likely to be used;
- (e) the nature and function of the society.

Name search reports

15(1) In the case of

- (a) the incorporation of a society,
- (b) a change in the name of a society, or
- (c) the revival of a society that has been dissolved for more than 3 years,
- (d) the amalgamation of 2 or more societies where the name of the amalgamated society is not identical to the name of one of the amalgamating societies,
- (d.1) the continuance of an extra-provincial body corporate into Alberta as a society where the extra-provincial body corporate is not registered immediately prior to continuance as an extra-provincial corporation under the *Business Corporations Act* with the identical name,

the following must accompany the documents sent to the Registrar in connection with the incorporation, change of name or revival:

- (e) an original Alberta Search Report from the NUANS (Newly Upgraded Automated Name Search) system maintained by the Government of Canada, dated not more than 90 days prior to the submission of the report;
- (f) any consent or consent and undertaking required under the Act or this Regulation.

(2) Subsection (1) does not apply to a society that has as its name a designated number assigned under section 16.

AR 122/2000 s15;206/2001;184/2014

Number as name

16 Where the Registrar assigns as a society's name a designated number, the number shall be the society's file number followed by "Alberta Society".

Repeal

17 The *Societies Regulation* (AR 203/84) is repealed.

18 Repealed AR 83/2016 s2.

Coming into force

19 This Regulation comes into force on July 2, 2000.

Schedule 1

Form 1

Societies Act (Section 9)

Application

We, the undersigned, hereby declare that we desire to form a Society under the *Societies Act*, and that

(1) The name of the Society is _____

(2) The object(s) of the Society is/are _____

We certify that the information we have provided is true and correct to the best of our knowledge.

Dated this _____ day of _____, 20____.

(Signature of each applicant)

(Full name and mailing address of each applicant)

(Telephone number - optional)

(Signature of witness)

(Full name and mailing address of witness)

Form 2

Societies Act (Section 24(2))

Notice of Address or Notice of Change of Address

1 Corporate Access Number: _____

2 Name of Society: _____

3 Address of Registered Office: (Street Address including
postal code or Legal Land Description) _____

4 Address for Service by Mail, if different from item 3 above:
(Post Office Box) _____

I, (authorized representative), certify that the information I have
provided is true and correct to the best of my knowledge and that I
am authorized to file this form on behalf of the society.

Dated this _____ day of _____, 20____.

Signature: _____

Name of authorized
representative (please print): _____

Relationship to Society: _____

Telephone number (optional): _____

Form 3

Societies Act (Section 26(2))

Annual Return

1 Corporate Access Number: _____

2 Name of Society: _____

- 3 Address of Society's Registered Office: _____
- 4 Date of Incorporation of Society: _____
- 5 This Annual Return covers the year ending (year) (month) (day)
- 6 List all Directors of the Society including:
Name: _____
Mailing Address: _____
- 7 List all Officers of the Society including:
Name: _____
Mailing Address: _____
Position Held: _____
- I, (authorized representative), certify that the information I have provided is true and correct to the best of my knowledge and that I am authorized to file this form on behalf of the society.
- Dated this _____ day of _____, 20____.
- Signature: _____
- Name of authorized representative (please print): _____
- Relationship to Society: _____
- Telephone number (optional): _____

Form 4

Societies Act (Section 32)

Application for Amalgamation

- 1 The societies listed in item 5 apply to amalgamate the societies into a new society having the name:
(print name of the new society)
- 2 The object(s) of the amalgamated society is/are:

- 3 The registered office of the amalgamated society is (Street Address, including postal code or Legal Land Description):

- 4 The address for service by mail (if different from item 3):

- 5 The names and corporate access numbers of the amalgamating societies are: _____

6 List all Directors of the amalgamated society including:

Name: _____

Mailing Address: _____

7 List all Officers of the amalgamated society including:

Name: _____

Mailing Address: _____

Position Held: _____

I, (authorized representative) , certify that the information I have provided is true and correct to the best of my knowledge and that I am authorized to file this form on behalf of the societies.

Dated this _____ day of _____, 20____.

Signature: _____

Name of authorized representative (please print): _____

Relationship to Society: _____

Telephone number (optional): _____

Form 5

Societies Act (Section 32)

Corporate Access Number _____

Certificate of Amalgamation

(NAME OF SOCIETY)

IS THE RESULT OF AN AMALGAMATION FILED ON
(DATE) _____

(REGISTRAR OF CORPORATIONS SEAL)

Form 6

Societies Act (Section 36.2)

Application for Continuance into Alberta

1 Society Name _____

2 Current Jurisdiction Information

Name (if different from Society name under item 1): _____

Jurisdiction: _____
Date of formation in that jurisdiction: _____
Registration number in that jurisdiction: _____

3 Current Extra-provincial Registration (if applicable)

Society’s name on Alberta Extra-provincial Registration
(if different from Society’s name in item 1 or item 2): _____
Alberta Corporate Access Number: _____

4 Society Objects

State the Society’s object(s): _____

5 Directors

List all Directors of the Society including:
Name: _____
Mailing Address: _____

6 Officers

List all Officers of the Society including:
Name: _____
Mailing Address: _____
Position Held: _____

I, (authorized representative) , certify that the information I have provided is true and correct to the best of my knowledge and that I am authorized to file this form on behalf of the body corporate.

Dated this _____ day of _____, 20 ____

Signature: _____

Name of authorized representative (please print): _____

Relationship to Society: _____

Telephone Number (optional): _____

AR 122/2000 Sched. 1;27/2002;203/2003;
68/2008;31/2012;62/2013;184/2014

Schedule 2

1 The fees payable under the Act are as follows:

- (a) for Certificate of Incorporation \$ 50
- (a.1) for Certificate of Continuance into Alberta \$ 50
- (b) for Certificate of Amendment 25

(c) for filing Amended By-laws	no charge
(d) for Certificate of Amalgamation	50
(e) for Certificate of Revival	50
(f) for Certificate of Dissolution	no charge
(g) to accompany annual return sent to the Registrar	no charge
(h) repealed AR 184/2014 s7	
(i) for Certificate of Status	5
(j) for Certificate Amending the Objects	25
(k) for any certificate or certification for which a fee is not provided	25
(l) for search - for each corporation (microfiche only)	5
(m) for certification, per file	5
(n) for appointment of a receiver	no charge
(o) for a printed search - for each corporation	1

AR 122/2000 Sched. 2;184/2014



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