

Health Profession Corporation

Policy Section: Administration of the Act	Policy Number: AA-1	Approved By: CEO/Registrar
Regular Policy Review Frequency:	Date Approved: May 31, 2018	Date Reviewed/Revised:

Purpose:

The Regulated Health Professions Act (Manitoba) (the “RHPA”) gives registrants of the College the ability to carry on the practice of the profession of registered nursing, as a Health Profession Corporation. This policy serves to outline the establishment and management of Health Profession Corporations and the Health Profession Corporation Registry for the College.

Policy:

Application/Renewal

The CEO/Registrar shall:

1. Establish and manage all Health Profession Corporation’s and the Health Profession Corporation Registry in accordance with all applicable legislation, bylaws, and policy.
2. Accept applications from registrants for an initial permit or renewal of a permit for a Health Profession Corporation upon receipt of the following documentation:
 - a. Health Profession Corporation Permit Application, Appendix A;
 - b. A copy of all Articles of Incorporation, Articles of Amendment, Articles of Continuance, Articles of Amalgamation or like Articles;
 - c. A copy of the most recent annual report under *The Corporations Act*;
 - d. A copy of the current Certificate of Status; and
 - e. Fee.
3. If the application is an application for renewal, the previous permit will continue in force until a decision has been made in regard to the renewal as long as the application for renewal was received before the date of expiry.
4. In deciding to approve or refuse the application, the Registrar must first determine if there is evidence for all required conditions, including:
 - a. the corporation is incorporated, formed by amalgamation or continued under *The Corporations Act*, and is in good standing;
 - b. the name of the corporation includes terms used to describe the regulated health profession, followed by the word "corporation", and has been approved in accordance with the regulations;

- c. each voting share of the corporation is both legally and beneficially owned by a regulated member of the College, or a Health Profession Corporation established for the purpose of carrying on the practice of the same regulated health profession;
 - d. each other share in the capital stock of the corporation is both legally and beneficially owned by a person who is:
 - i. a voting shareholder of the corporation,
 - ii. a spouse, common-law partner or child, within the meaning of the *Income Tax Act* (Canada), of a voting shareholder of the corporation, or
 - iii. a corporation, each share of the capital stock of which is legally and beneficially owned by a person referred to in sub-clause (i) or (ii);
 - e. each director of the corporation is a regulated member of the College;
 - f. the President of the corporation is a regulated member of the College;
 - g. each person through whom the corporation will be carrying on the practice of the health profession is a regulated member of the College;
 - h. the corporation has paid the fee required by the Council, for the permit or its renewal; and
 - i. all other requirements prescribed by regulation for the issuance or renewal of the permit have been satisfied.
5. If there is sufficient evidence for all the foregoing requirements, the Registrar must determine if a director, officer or shareholder of the corporation is or has been a director, officer or shareholder of a Health Profession Corporation whose permit has been cancelled or surrendered:
- a. Should the above not be found, the Registrar must issue the permit;
 - b. Should the above be found, the Registrar may issue the permit upon consultation with the College or legal counsel. This is a discretionary decision.
6. Upon review of the documentation, take one of the following actions:
- a. Approve the permit or renewal without conditions;
 - b. Approve the permit or renewal with any conditions that the registrar considers advisable; or
 - c. Refuse to issue the permit or renewal if not all required evidence as set out in Section 4 has been provided.
7. If the permit or renewal is approved, provide an invoice to the registrant for all applicable fees. Upon payment of all applicable fees by the registrant, issue the permit or renewal. The permit shall be in effect for one year.
8. If the CEO/Registrar issues the permit with any conditions the Registrar considers advisable, the Registrar must comply with the following notice requirements:
- a. Promptly notify the corporation of the decision and all conditions applying to the permit;
 - b. Include the physical permit advising the corporation of its issuance;
 - c. Include in the notification the right to have the decision reviewed by the College.

Registry:

9. The Registry is to be established by the College and maintained by the Registrar and must contain the following for each Health Profession Corporation:
 - a. Name of the Health Profession Corporation;

- b. Name of each of regulated registrant who is a shareholder or director of the Health Profession Corporation;
 - c. The name of each regulated member through whom the Health Profession Corporation will be carrying on the practice of the regulated health profession;
 - d. The conditions, if any, imposed on the permit;
 - e. The date the permit was issued;
 - f. The Health Profession Corporation's address, telephone number, fax number and e-mail address;
 - g. The time period during which the Health Profession Corporation's permit is valid. Permits are valid for a period of one year;
 - h. Information about any suspension or cancellation of the Health Profession Corporation's permit or alternative action taken under section 66 of the RHPA, including conditions placed on the permit.
10. Upon issuing a permit, the Registrar must enter the required information onto the Health Profession Corporation Registry.
11. The information contained in 11(a)-(d) must be made available to the general public during normal business hours.

Change of Particulars:

12. The Health Profession Corporation has an obligation to notify the CEO/Registrar of any changes in Voting shares; Shareholders; Directors and Officers of the Corporation within 30 days of the change.
13. Such notice must be reported to the CEO/Registrar by submitting the Change in Particulars Form, Appendix B.
14. Upon receiving the notification, the CEO/Registrar shall determine if the Health Profession Corporation is still eligible for a permit:
- a. If it is still eligible, the CEO/Registrar shall change the information on the Registry;
 - b. If no longer eligible, the CEO/Registrar shall refer the matter to the Council.

Censure of Permits:

15. If the CEO/Registrar receives information that the Health Profession Corporation ceases to meet eligibility requirements, contravenes the RHPA, Regulations or Bylaws of the College, contravened any conditions on the permit, or a regulated registrant, in the course of providing health care on behalf of the Health Profession Corporation, acts or results in the registrant's certificate being suspended or cancelled, the CEO/Registrar may:
- a. Cancel the permit;
 - b. Suspend the permit;
 - c. Reprimand the Health Profession Corporation or one or more directors or voting shareholders;
 - d. Impose conditions on the permit; or
 - e. Impose a fine not exceeding \$25,000.00 on the Health Profession Corporation, payable to the College.
16. The permit cannot be cancelled or suspended if the only reason is that:
- a. one or more shares in the Health Profession Corporation have vested in an executor or administrator of an estate of an individual as a consequence of death of the said individual; or a trustee in bankruptcy on the

- bankruptcy of the owner of the shares, unless the Health Profession Corporation is not carrying on the practice of the regulated health profession through any other regulated member or the shares continue to be vested in the executor, administrator or trustee for more than 180 days, or for any longer period allowed by the CEO/Registrar;
- b. the former spouse or common-law partner of a voting shareholder continues to own a share of the Health Profession Corporation after the end of their marriage or common-law relationship;
 - c. the registration or certificate of practice of a regulated member has been suspended, unless:
 - i. the member remains a director or officer of the Health Profession Corporation for more than 14 days after the commencement of the suspension, or
 - ii. the Health Profession Corporation is not providing health care through any other regulated member;
 - iii. the registration or certificate of practice of a regulated member has been surrendered or cancelled, unless:
 - 1) the member remains a director or officer of the Health Profession Corporation for more than 14 days after the surrender or cancellation,
 - 2) the member remains a voting shareholder of the Health Profession Corporation for more than 90 days after the surrender or cancellation, or for any longer period allowed by the CEO/Registrar, or
 - 3) the Health Profession Corporation is not practising the profession or providing health care directly associated with the practice of the profession through any other regulated member unless an exemption under The Regulated Health Professions General Regulation under The Regulated Health Professions Act has been granted.
17. The CEO/Registrar must give written notice of decisions as well as reasons to suspend or cancel the permit, and must give notice of right to appeal the decision to the Court of Queen's Bench.
18. Upon cancellation of a permit, the CEO/Registrar must remove the permit from the record of Health Profession Corporations.
19. Upon cancellation of a permit, it must be promptly surrendered by the Health Profession Corporation to the CEO/Registrar.

Appeals

20. A Health Profession Corporation refused a permit by the CEO/Registrar, or granted a permit with conditions, may appeal the CEO/Registrar's decision. The right to appeal also applies to suspensions or cancellations of permits.
21. The appeal must be submitted as a written request no later than 30 days following the Health Profession Corporation receiving notice of the CEO/Registrar's decision.
22. Upon receiving the appeal, the CEO/Registrar must immediately refer the application to the Council. The CEO/Registrar must also forward a copy of the file to the Council members. The Council must convene as soon as practicable.



23. The Council shall review the decision and written request for appeal and will decide to either dismiss the appeal, or reverse the CEO/Registrar's decision and issue the permit either with or without conditions.
24. The Council shall notify the Health Profession Corporation in writing of the action taken with respect to the appeal and provide reasons for the decisions.
25. A Health Profession Corporation may apply to the Court of Queen's Bench to further appeal the decision of the Council.
26. If an appeal is filed with the Court of Queen's Bench, the Council shall instruct the Registrar to retain legal counsel.



Health Profession Corporation Permit Application

Application for:			
<input type="checkbox"/> Health Profession Corporation Permit Application Fee (\$500 + GST) (non-refundable) <input type="checkbox"/> Health Profession Corporation Permit (\$250 + GST) <input type="checkbox"/> Health Profession Corporation Permit Renewal (\$250 + GST) Expiration Date: _____			
Purpose: This Corporation shall carry out the practice of Registered Nursing.			
Name of Corporation <i>(Please note if name requirements are not fully met, application may be refused and returned.)</i>			
Business Address of Corporation <i>(Address(es) of all premises where the corporation carries on the practice of registered nursing as of the day this application is submitted. Practice addresses will be available to the public on the College's website.)</i>			
Mailing Address of Corporation <i>(If different from above. The address provided in this section WILL NOT be made available to the public unless also listed above.)</i>			
Postal Code		E-mail	
Telephone		Facsimile	
Contact Name <i>Name of person to be contacted by the College in connection with this application.</i>			
Full Name		Title	
Address			
Telephone		Fax	
Email			

Directors and Officers <i>List all directors and officers of the Corporation as of the day this application is submitted. All directors and officers must be shareholders of the Corporation and members of the College. Check appropriate boxes indicating director or officer or both.</i>			
Surname		Director Officer	
First Name		CRNM #	Office Title(s) (e.g. Treasurer):



Surname			Director Officer
First Name		CRNM #	Office Title(s) (e.g. Treasurer):
Surname			Director Officer
First Name		CRNM #	Office Title(s) (e.g. Treasurer):
Surname			Director Officer
First Name		CRNM #	Office Title(s) (e.g. Treasurer):

Shareholders

Name of each shareholder of the Corporation who is a member of the College as of the day this application is submitted, his or her business address, telephone number, registration number with the College, and indicate whether the member owns any voting shares.

Surname		Business (Practice) Address and Telephone Number	
First Name			
Middle			
CRNM #		Voting Shares Non-Voting Shares	
No. of Shares		Class of Shares	
Surname		Business (Practice) Address and Telephone Number	
First Name			
Middle			
CRNM #		Voting Shares Non-Voting Shares	
No. of Shares		Class of Shares	
Surname		Business (Practice) Address and Telephone Number	
First Name			
Middle			
CRNM #		Voting Shares Non-Voting Shares	
No. of Shares		Class of Shares	
Surname		Business (Practice) Address and Telephone Number	
First Name			
Middle			



CRNM #		Voting Shares Non-Voting Shares	
No. of Shares		Class of Shares	

Practicing Registrant(s)

Name of each College member who is practicing in the field of registered nursing with the Corporation as of the day this application is submitted and his or her business address, telephone number and registration number with the College.

Full Name		Address	
CRNM #		Telephone	
Full Name		Address	
CRNM #		Telephone	
Full Name		Address	
CRNM #		Telephone	

Declarations

As per the information provided herein, the Corporation hereby declares that:

1. The Corporation is incorporated, formed by amalgamation or continued under *The Corporations Act* of Manitoba.
2. The Corporation is an existing corporation and is in good standing under *The Corporations Act* of Manitoba.
3. Each voting share of the Corporation is legally and beneficially owned by one or more of the following:
 - a. Regulated registrant(s) of the College; or
 - b. Health Profession Corporation established for the purpose of carrying on the practice of Registered Nursing.
4. Each other share in the capital stock of the Corporation is legally and beneficially owned by:
 - a. A person who is a voting shareholder of the Corporation,
 - b. A spouse, common-law partner or child, within the meaning of the *Income Tax Act* (Canada), of a voting shareholder of the Corporation, or
 - c. A Corporation each share of the capital stock of which is legally and beneficially owned by a person who is referred to in sub-paragraphs (a) or (b)
5. Each director of the Corporation is a member of the College.



6.	The President of the Corporation is a member of the College.
7.	Each person through whom the Corporation will be carrying on the practice of Registered Nursing is a member of the College.
8.	The Corporation must not carry on any business or activity other than Registered Nursing and the provision of services directly associated with that practice. However, this restriction does not prohibit the Health Profession Corporation from investing its own funds in real property, other than for development purposes, or in stocks, mutual funds, debt obligations, insurance, term deposits, or similar investments.
9.	The Corporation and those responsible for its reporting understand that the RHPA and By-Laws of the College require the Corporation to inform the Registrar, in writing, of any changes in the particulars set out in this form.
10.	As Officer of the Corporation, I have personal knowledge of the declarations contained on this application form and of the information I have added in completing the form, and I declare that the declarations and information are true, accurate and complete.
11.	The Corporation will, while it holds a valid permit issued by the College of Registered Nurses of Manitoba, comply with every provision of <i>The Regulated Health Professions Act</i> (Manitoba), Regulations, By-Laws and Policy's which apply to it.
12.	Enclosed with this application are: A copy of all Articles of Incorporation, Articles of Amendment, Articles of Continuance, Articles of Amalgamation or like Articles; A copy of the most recent annual report under <i>The Corporations Act</i> ; A copy of the current Certificate of Status Fee of \$750 (first time applicant) \$250 (renewal)

Name of Officer (Please Print)

Signature of Officer

Date

Placeholder copies may be sent by electronic means with originals to follow by regular post. It is recommended that you retain a copy of the original for your records. Please submit application to:

College of Registered Nurses of Manitoba
890 Pembina Highway
Winnipeg, Manitoba R3M 2M8

<https://www.crnmb.ca/>