

Professional Corporation Application for Approval of Corporate Name

OFFICE OF THE REGISTRAR

Proposed Corporation Name: _____

Name of optometrist submitting application: _____

_____ *applicant's mailing address, city and postal code*

_____ *phone* _____ *fax* _____ *email address*

I confirm that I am a practising member in good standing of the Manitoba Association of Optometrists (the "Association") and that I intend to practise optometry on behalf of a professional corporation. I hereby apply for a certificate that the Association consents to the intended corporation having the proposed name.

Proposed Voting Shareholders (individuals or professional corporations):

_____ <i>voting shareholder name</i>	_____ <i>voting shareholder name</i>
_____ <i>voting shareholder name</i>	_____ <i>voting shareholder name</i>
_____ <i>voting shareholder name</i>	_____ <i>voting shareholder name</i>

Signature of Applicant:

_____ *date* _____ *signature of optometrist submitting application*

Please refer to the second page of this form for excerpts from The Optometry Act (the "Act") and By-Law 21/1 of the Association (the "By-Law") related to professional corporation names. The excerpts are provided as a courtesy – reference should be made to the entire text of the Act and the By-Law before any legal or financial arrangements are made with respect to a professional corporation.

Approval of a proposed name is the first step in completing registration of a Professional Corporation. If the name is approved by the Registrar, a Consent to Incorporation will be issued. Consent to Incorporation does NOT signify that the name has been reserved and does NOT imply that the Director appointed under The Corporations Act has approved the name. It is recommended that you apply under Regulation 2(10) of the Regulations to The Corporations Act to reserve the new name, BEFORE applying for the Consent to Incorporation.

The Optometrist must also complete an *Application for Registration of Professional Corporation and Application for Initial Permit* and pay the required application and permit fees. No member may practise through a Professional Corporation until a Permit has been issued for that corporation.



The following excerpts are provided as a courtesy – reference **MUST** be made to the Act and the By-Law prior to making any legal or financial arrangements.

The Optometry Act

Further powers

9(1) The association may make by-laws, not inconsistent with this Act, for
(m) the prescribing of the names of professional corporations

Authority of professional corporation to practise:

17.1(1) A professional corporation established by one or more members may carry on the practice of optometry
(a) under the corporation's name; or
(b) as a member of a general partnership of professional corporations, or of professional corporations and registered members, under a name approved by the registrar in accordance with the by-laws.

Corporation name

17.2(1) Subject to subsection (5), the registrar must issue a permit, or a renewal of a permit, to a corporation that wishes to carry on the practice of optometry if the registrar is satisfied that
(b) the name of the corporation includes terms used to describe the practice of optometry, followed by the word "corporation", and is approved by the registrar in accordance with the by-laws;

By-Law 21/1:

14. PROFESSIONAL CORPORATIONS

(3) Name of professional corporation

A registered member must apply in writing to the registrar for approval of a proposed name for a professional corporation. On receipt of the application the registrar may approve a name that is not comprised of the first name(s) (or initials) and surname(s) of the voting shareholders but only if satisfied that the proposed name:

- a) does not contain any reference that is offensive, not in good taste or contrary to the interests of the public or the honour and dignity of the profession or contravene the code of ethics;
- b) does not refer to any person who is not a registered member;
- c) does not imply expertise inconsistent with the qualifications of the registered members through whom the professional corporation will be practising;
- d) does not claim or imply any superiority of one or any registered member or professional corporation over any other registered member or professional corporation;
- e) is not false or misleading; and
- f) does not so closely resemble the name of an existing approved professional corporation so as to be likely to create confusion.

The names of all professional corporations must include terms used to describe the practice of optometry, followed by the word "corporation". For greater certainty, the terms used to describe the practice of optometry shall include "optometric corporation" or "optometry corporation".

(4) Display of Names

A professional corporation that carries on the practice of optometry as a part of a general partnership of professional corporations or of professional corporations and registered members under a name that is not comprised of the names of the partner corporations or registered members must display the full name of each partner corporation or registered member:

- a) at each location where the practice of optometry is carried on; and
- b) on the professional corporation's letterhead and, if it has one, on its website.

Copies of the *Application for Registration of Professional Corporation and Application for Initial Permit*, the By-Law and the informal consolidation of The Optometry Act showing amendments re professional incorporation can be found in the member login section of the MAO website here: www.mb-opto.ca/professional-incorporation