

## Registration

# Professional Incorporation

Nurses and other regulated health professionals may incorporate their practice. This fact sheet provides answers to commonly asked questions about professional incorporation.

### Should I set up my practice as a health professional corporation?

When deciding whether to establish a health professional corporation, there are a number of factors to consider, such as the nature of your business and your personal financial circumstances. The College recommends you discuss your situation with an accountant or lawyer before deciding to incorporate.

### What steps should I take to set up and register a professional corporation?

If you decide to proceed with incorporation, you should confirm the name of your corporation with the College to ensure it meets the naming requirements (see below). You will then need to apply for and obtain incorporation with the Ministry of Government Services before filing for a Certificate of Authorization (COA) with the College. To incorporate, file your articles of incorporation (e.g., number of shareholders) with the Ministry and submit any fees and documents as required. For more information about incorporating, contact the Ministry or visit their website at [www.mgs.gov.on.ca](http://www.mgs.gov.on.ca).

### Who is permitted to be a shareholder of a professional corporation?

All shareholders must be members of the College.

### What is the role of the College in incorporation?

The College's role in professional corporations is primarily administrative. It:

- collects and stores shareholder information
- creates and maintains a public register of registered members and nursing professional corporations
- establishes and maintains an administrative process, including fees and filings related to issuing,

renewing, suspending or revoking a Certificate of Authorization.

The College's mission is to regulate nursing in the public interest. It is the practice of members, not professional corporations, that is of importance to the College.

### Are there restrictions on health professional corporations?

Provincial legislation imposes a number of restrictions, including the following:

- Only members of the profession can be shareholders.
- The officers and directors must be shareholders.
- The name of the corporation is limited to and must include:
  - the surname of one or more shareholder(s) as set out in the College register along with given names or initials, if desired (e.g., Jones, Smith and Partners)
  - the name of the health profession practised by the shareholder (e.g., Sullivan Nursing) and the words "Professional Corporation" or "Société professionnelle"
  - the final name should appear as follows: *Jones, Smith & Partners Nursing Professional Corporation.*
- The name of the professional corporation cannot be a numbered company (e.g., 1234567 Ontario Inc.).
- The corporation can only practise the profession or ancillary services (i.e., nursing care, health care, foot care).
- The corporation is subject to College investigative and regulatory powers.

### What is my professional responsibility and accountability for inappropriate activities of the professional corporation?

The corporation's shareholders are responsible for upholding the professional standards. Directors and officers remain accountable for practising nursing in accordance with the College's independent practice guidelines, especially in relation to business

advertising. They also remain accountable to the College for their professional conduct.

### **Is information about my corporation made public?**

Yes. The College's public register, Find a Nurse, will provide the public with the name and address of the corporation, the names of all shareholders and any revocations of the corporation's Certificate of Authorization.

### **Can someone issue a complaint against a corporation or an individual within the corporation?**

Yes. Anyone can make a complaint against a nurse or corporation. The *Regulated Health Professions Act* allows the College to investigate concerns about nursing practice. Consumers can also contact the Ministry of Government Services for concerns about a corporation's business practices.

### **How do I get an application form?**

You can get the Certificate of Authorization application form by visiting [www.cno.org/docs](http://www.cno.org/docs) or by contacting the College.

### **Is there a fee for registering my health professional corporation?**

Yes. Visit [www.cno.org/fees](http://www.cno.org/fees) for information regarding all College fees.

### **How is the Certificate of Authorization maintained?**

You must renew your Certificate of Authorization each year in addition to paying an annual renewal fee. Directors and shareholders must inform the College of a change in status within 10 days.

### **For more information**

Contact the College of Nurses of Ontario at:

E-mail: [cno@cnomail.org](mailto:cno@cnomail.org)

Fax: 416 928-6507

Telephone: 416 928-0900

Toll-free in Ontario: 1 800 387-5526

Website: [www.cno.org](http://www.cno.org)