

## Part 17

### Forms of Practice

#### Registrar

1400. The Executive Director is designated as the “Registrar” as defined in *The Professional Corporations Act*.

#### Approval for Incorporation

1401.(1) Any member or members who intend to incorporate a Professional Corporation for the practice of Law in Saskatchewan shall first forward to the Executive Director the proposed articles of incorporation.

- (2) If the Executive Director is satisfied that:
- (a) the proposed name of the corporation complies with the provisions of Part 19 of these Rules and is not so similar to other Professional Corporate names as to be misleading or confusing; and
  - (b) the voting shares will be legally and beneficially owned by practicing members of the Law Society; and
  - (c) the directors will be members of the Law Society.

then he/she may provide his/her consent to the incorporation.

#### Application for Permit

1402.(1) A member may apply to the Law Society on behalf of a corporation for a permit pursuant to section 8 of *The Professional Corporations Act* by providing to the Executive Director:

- (a) a completed Form C1;
- (b) a copy of the articles of incorporation including any amendments;
- (c) a current certificate of status issued pursuant to *The Business Corporations Act*;
- (d) the fee prescribed by the Benchers in Schedule 1; and
- (e) any other information required by the Executive Director.

(2) Subject to subrule (3), the Executive Director may issue a permit to a corporation which complies with the requirements of the provision of *The Professional Corporations Act*, *The Legal Profession Act (1990)* and these Rules.

(3) A permit shall be in Form C2 and may contain any conditions that the Executive Director thinks appropriate.

(4) A permit shall, unless sooner revoked, expire on December 31 of the year for which it was issued.

#### Renewal of Permit

1403.(1) A corporation wishing to have its permit renewed for the following calendar year shall forward to the Executive Director:

- (a) Form C3;
- (b) Certificate of Status; and
- (c) The renewal fee approved by the Benchers in Schedule 1.

#### Revocation of Permit

1404.(1) The Executive Director may revoke the permit of any Professional Corporation which fails to meet the requirements set out in *The Professional Corporations Act* or these Rules or fails to comply with any term or condition contained in the permit.

(2) A permit shall be immediately revoked where only one member of the Law Society provides legal services in the name of the Professional Corporation and that person dies or is disbarred or is suspended from the practice of law or ceases to be a member.

(3) The Executive Director shall notify the corporation by registered mail of the revocation of its permit.

### **Changes in the Corporate Structure**

1405.(1) A Professional Corporation shall notify the Executive Director in writing within 10 days of any change in its corporate structure, ownership or directors.

(2) Upon receipt of a notice pursuant to subrule (1), the Executive Director may:

- (a) continue the permit;
- (b) amend the permit to add or delete any terms or conditions; or
- (c) revoke the permit

### **Corporate Register**

1406.(1) The Executive Director shall maintain a corporate register containing the name and address of each Professional Corporation to which a permit is issued and the name and address of each Professional Corporation to which a permit is issued.

(2) The information contained in the corporate register shall be available to the public and the corporate register shall be open for inspection by the public at the Law Society Office during office hours.

### **Review of the Executive Director's Decision**

1407.(1) A decision by the Executive Director under this part may be reviewed on the application of an aggrieved person by giving notice in writing to the Law Society that he/she wishes the matter reviewed by the Benchers.

(2) The Benchers may designate a review panel composed of Benchers to consider the application for review and report to the Benchers with recommendations.

(3) The application for review may state that the applicant wishes to appear personally before the Benchers and in such circumstance the applicant shall be given an opportunity to speak to the matter at the next Convocation of Benchers.

(4) The Executive Director shall advise the applicant in writing of the results of the review under this Rule.

### **Professional Responsibility of Members**

1408. All members who are directors of a Professional Corporation are responsible for the activities of the corporation and may be subject to discipline for any breach of the Rules or Code of Professional Conduct by the Corporation.

(Rules 1400 – 1408 added September, 2001)

### **Limited Liability Partnerships (LLP)**

1450. A law firm which intends to apply to the Corporations Branch to be registered as an LLP shall forward to the Executive Director a copy of the proposed application, the prescribed fee under Schedule 1, and any other information necessary to process the application.

1451. The Executive Director shall, upon receiving the material mentioned in Rule 1450, review the status of each partner listed in the application and provide the law firm with a certificate in Form C-4 certifying that each proposed partner in the LLP is or is not entitled to practice law in Saskatchewan, and shall include any conditions or limitations on his or her practice.

1452. A law firm which is registered as an LLP in another jurisdiction which intends to apply to the Corporations Branch to be registered in Saskatchewan as an LLP shall forward to the Executive Director the prescribed fee under Schedule 1, a copy of the proposed application, and any other information the Executive Director may require to process the application.

1453.(1) The Executive Director, upon receiving the material mentioned in Rule 1452, shall review the application and if satisfied that:

- (a) the proposed LLP will engage only in the practice of law;
- (b) there are one or more partners in the proposed LLP who are eligible to practice law in Saskatchewan;
- (c) each member of the LLP who is eligible to practice law in Saskatchewan has professional liability insurance which is substantially equivalent to that provided by SLIA; and
- (d) the proposed LLP has made adequate arrangements to ensure that it will comply with Parts XIII and XIX of the Rules,

he/she may provide a certificate in Form C-5 certifying that the proposed LLP and its Saskatchewan partners meet the eligibility requirements of *The Legal Profession Act (1990)* and the Law Society Rules.

1454. The Executive Director shall keep a register of all LLP's carrying on the practice of law in the Province of Saskatchewan, including the names and addresses of all partners, and any limitations on the practice of the LLP.

1455. Upon registration, an LLP shall immediately give notice to all its existing clients advising of its registration and explaining in general terms the potential changes in liability to the partners.

1456. An LLP shall report immediately any changes in its partnership to the Executive Director.

1457. All members of The Law Society of Saskatchewan who are partners in an LLP are responsible to ensure that the LLP, and any persons practicing through it, comply with *The Partnership Act*, *The Legal Profession Act (1990)*, and the Rules of The Law Society of Saskatchewan.

[Rules 1450-1457 added May, 2001]