

Section Ten

~ LEGISLATIVE AMENDMENTS TO BC STATUTES AS A RESULT
OF LLP LEGISLATION IN BRITISH COLUMBIA ~

STATUTES REQUIRING AMENDMENT AS A RESULT OF A LLPs IN BC

In addition to amendment to the *Partnership Act*, R.S.B.C. 1996, c. 348, one proposed statute and two British Columbia statutes will likely need amendments as a result of the definition of "Limited Liability Partnership" in the Limited Liability Partnership Committee's proposed LLP Legislation. These statutes are:

1. *Proposed Business Names Act*;
2. *Finance and Corporate Relations Statutes Amendment Act, 1999, S.B.C. 1999, c. 33* (Bill 71); and
3. *Fee Statutes Amendment Act, 1999, S.B.C. 1999, c. 32* (Bill 94).

Proposed Business Names Act

As part of the general *Company Act* reform, the government has stated that it intends to pass a *Business Names Act*. This major amendment to commercial law has not yet been introduced as a Bill in the Legislative Assembly. When it does become law, it will need to be in accordance with any LLP legislation in force in British Columbia.

Finance and Corporate Relations Statutes Amendment Act, 1999, S.B.C. 1999, c. 33 (Bill 71)

Bill 71 provides for registration of partnerships by electronic means in sections 34-38 (in force August 2, 1999 (B.C. Reg. 252/99)).

For statutory consistency, LLPs in British Columbia will also need to be able to be registered by electronic means.

Fee Statutes Amendment Act, 1999, S.B.C. 1999, c. 32 (Bill 94)

Bill 94 sets fees for registration under section 93 of the following *Partnership Act* statutes which were effective on Royal Assent for the:

- *Partnership Act*, R.S.B.C. 1960, c. 277 (in section 48 of Bill 71 which is deemed retroactive to November 24/78 and section 49 deemed retroactive November 28/78);
- *Partnership Act*, R.S.B.C. 1979, c. 312, in:
 - sections 50 and 51 of Bill 71 deemed retroactive May 17/80;
 - section 52 deemed retroactive August 3/87;
 - section 53 deemed retroactive April 1/88;
 - section 54 deemed retroactive June 1/89;
 - section 55 deemed retroactive September 15/89;
 - section 56 deemed retroactive November 1/90;
 - section 57 deemed retroactive May 1/92;
 - section 58 deemed retroactive September 1/93;
- *Partnership Act*, R.S.B.C. 1996, c. 348 in:
 - sections 59 and 60 of Bill 71 deemed retroactive April 21/97;and
 - section 61 deemed retroactive May 1/99

If a BC partnership is continued as an LLP under the proposed legislation, it may be a partnership governed as to fees under these previous versions of the *Partnership Act*.

REGULATION TO AMEND BC STATUTES

The Limited Liability Partnership Committee's proposed LLP Legislation does not provide for amendment to specific statutes in the LLP statute itself. In the interests of efficient and practical law reform, the proposed LLP legislation provides a regulation-making power to amend affected statutes as required.

It is common for many British Columbia statutes to have broad wording to provide them with a regulation-making power emanating from the specific Act itself. In this way, statutes amended by regulation do not require approval by the Legislative Assembly. As a result, statutes can be amended by regulation reasonably quickly and efficiently.

It is efficient and practical for the proposed LLP legislation to do the same: to provide a regulation-making power in the proposed LLP Legislation to amend statutes affected by LLPs as required. This practice is consistent with other British Columbia statutes that have a regulation-making power to amend affected statutes.

Section Eleven

Bibliography

1. Law Society of Alberta website: www.lawsocietyalberta.com
2. Law Society of Upper Canada website: www.lsuc.on.ca
3. Alberta Law Reform Institute website: www.law.ualberta.ca/alri/
4. The Canadian Bar Association website:
www.cba.org/EPIIgram/January2001/default.asp
5. *Limited Liability Partnerships*, Final Report No. 77 of the Alberta Law Reform Institute, April 1999