



Yukon Corporate Online Registry (YCOR): Electronic Signatures Protocol

Effective Date: August 05, 2019

Updated: April 1, 2021

SCOPE & OBJECTIVE

This protocol sets out the process by which Corporate Affairs (a branch of the Government of Yukon Department of Community Services) ensures the reliability, authenticity and integrity of electronically-signed records received by Corporate Affairs.

Specifically, the Yukon Corporate Online Registry (YCOR) will validate and preserve digital signatures, which are a specific type of electronic signature generated by a signatory under the Private Filing Key (PFK) System or as contemplated in paragraph 4 under "Process" below, for records filed electronically under the:

- *Business Corporations Act;*
- *Partnership and Business Names Act;*
- *Societies Act;* and
- *Cooperative Associations Act.*

AUTHORITY

Electronic Commerce Act (Yukon) RSY 2002, c. 66 (s. 11)

Electronic Evidence Act (Yukon) RSY 2002, c. 67

Business Corporations Act (Yukon) RSY 2002, c. 20 (s. 261 and s. 262)

Partnership and Business Names Act (Yukon) RSY 2002, c. 166

Cooperative Associations Act (Yukon) RSY 2002, c. 43

Societies Act (Yukon) SY 2018, c. 15

APPLICATION

The protocol applies to all electronic signatures or signed records received electronically by Corporate Affairs from clients under the above-noted legislation.

Corporate Affairs (Staff) is not an agent, nor does it act as an agent. Actions outlined in this document and completed by the Staff are administrative functions only.

It is the responsibility of the client to ensure the information contained in the original paper or electronic record does not contain any material misstatement of fact or omit any material fact.

CRITERIA

Under Section 10 of the *Electronic Commerce Act*, the requirement for a signature of a person is met by an electronic signature if:

1. “the Government has consented to accept electronic signatures”; and
2. “the electronic document meets the *information technology standards and requirements as to method and as to reliability of the signature, if any, established by the Government.*”

DEFINITIONS

The following definitions from the Canadian General Standards Board, as stated in “*Electronic Records as Documentary Evidence*” (CAN/CGSB-72.34-2017), including any amendments, apply:

“accuracy” means the degree to which recorded information is precise, correct, truthful, and free of error or distortion. (p. 2)

“authenticity” means the quality of an entity that it is what it purports to be and that it is free from tampering or corruption. (p. 3)

“body corporate” means an organization with legal personality, wherever or however incorporated, and includes a corporation (business corporation, society and cooperative association) and a Yukon company.

“firm” means persons who have entered into partnership with one another are for the purposes of this protocol called collectively a firm, and the name under which their business is carried on is called the firm name.

“recorded information” means information affixed to a medium in a stable form. (p. 6)

“record integrity” means the quality of being complete and unaltered in all essential respects. (p. 6)

“reliability” means the quality of a record, the content of which can be trusted as a full and accurate representation of the transactions, activities, or facts to which it attests. (p. 7)

PROCESS

All users (who are not employees of the Yukon Government Department of Community Services) submitting documents to YCOR must be registered account holders and identified by an email address. Each transaction is recorded with the date/time of filing and the user identity.

1. a. If the user is a duly authorized representative acting on behalf of a sole proprietorship, body corporate, or a firm, a regular account is created when the user:
 - registers online; and
 - agrees to the terms and conditions for the use of the account.
- b. If the user is a lawyer licensed to practice law in Yukon, acting in a professional capacity on behalf of a sole proprietorship, body corporate, or a firm, an individual intermediary account is created when the user:
 - registers online;
 - completes and submits a Registered Individual Intermediary Account Application (for review by Corporate Affairs); and

- agrees to the terms and conditions for the use of the intermediary account.
- 2. YCOR sends an activation email to the user, at the email address provided, to ensure the address is valid.
- 3. The user activates the account, as per the activation email.
- 4. If a user with a regular account applies online through YCOR for the incorporation of a society, or for the continuance of a society from another jurisdiction into Yukon, or for the revival of a dissolved society, before a Private Filing Key (PFK) can be issued and linked to the society, the combination of the following will be collectively deemed to constitute the required signature for those applications:
 - a. the activated account;
 - b. the verified email address and password of the user;
 - c. payment of the applicable fee by credit card;
 - d. the unique code consisting of the User ID and Date/Time combined with the preauthorization Order ID, that will be inserted into the required signature input field in YCOR; and
 - e. the submission of the information into YCOR by the user.
- 5. A user can make an online request for a private key under the YCOR Private Filing Key (PFK) System and on doing so agrees to the terms and conditions of usage of the PFK.
 - a. Note that if the user has an individual intermediary account, the lawyer who made the application for the intermediary account, will be the only authorized user.
 - b. Also note that only lawyers authorized to practice law in Yukon will be granted individual intermediary accounts.
 - c. Every authorized user is expected to keep their PFK confidential.
 - d. Use of a PFK will, at all times, be deemed to have been done by the duly authorized user and that user is responsible for, and liable for, the use of that PFK.

- e. The terms and conditions of the account agreement may be updated from time to time.
- f. At present, by requesting and using the PFK, the user:
 - i. if the user is a duly authorized representative, acting on behalf of a sole proprietorship, body corporate, or a firm:
 - confirms that the user is duly authorized to represent and act on behalf of the sole proprietorship, body corporate, or firm;
 - acknowledges that the sole proprietorship, body corporate, or firm and the user jointly and severally assume the entire risk as to the completeness and accuracy of any and all information submitted to YCOR through the use of the PFK, including the responsibility to ensure the information provided does not contain any material misstatement of fact or omit any material fact;
 - ii. if the user has an individual intermediary account:
 - confirms that the user has been retained by, and acts on behalf of, a sole proprietorship, body corporate or a firm, for which is it making a filing; and
 - acknowledges that the user assumes the entire risk as to the completeness and accuracy of any and all information submitted to YCOR through the use of the PFK, including the responsibility to ensure the information provided does not contain any material misstatement of fact or omit any material fact;
 - iii. has the required authority to request the key in order to submit information or documents online through YCOR for filing;
 - iv. acknowledges it is the user's responsibility to protect the issued key and that the user will be personally responsible and liable for the use of the key;
 - v. if a regular account holder, represents and warrants that the documents submitted online through YCOR are true and complete copies of the originals of those documents and that the originals of those documents have been signed by those required to sign them;

- vi. If an individual intermediary account holder, certifies that the documents submitted online through YCOR are true and complete copies of the originals of those documents and that the originals of those documents have been signed by those required to sign them;
 - vii. acknowledges that the user is responsible and liable for:
 - the information or documents being submitted online through YCOR;
 - using the key to sign the form(s); and
 - ensuring the information or documents comply with all legal requirements;
 - viii. acknowledges that it is the user's responsibility to retain any original signed document(s) in accordance with legislative requirements; and
 - ix. indemnifies Government of Yukon, its ministers, and its employees from all responsibility for any filing errors, or any other losses of any kind, including to any third parties, that might result from the use of the user's PFK.
6. YCOR generates a unique PFK for the user account and stores a record that relates the PFK, the user, and the sole proprietorship, the body corporate or the firm in respect of which a filing has been done.
 7. Staff processes the pending requests by printing the YCOR-generated PDF showing the PFK and mailing the printout to the user and to the relevant sole proprietor, body corporate, or firm as follows:
 - a. Bodies Corporate: to the Yukon registered and records office or attorney for service;
 - b. Partnerships: to the last firm delivery address on the Notice of Registered Office of Limited Partnership (Form 1), or on the Notice of Change of Registered Office of Limited Partnership (Form 2), or on the Application for Registration of Limited Partnership Formed Outside Yukon (Form 3), or on the Declaration of Partnership (Form 4), or on the Renewal of Declaration of Partnership (Form 5), as the case may be; and
 - c. Sole Proprietorships: to the sole proprietor's address;

8. Staff access the PFK management page daily to process pending requests.
9. Once the PFK is received, the user activates the PFK in the user’s My Keys page in YCOR.
10. YCOR verifies the PFK activation and matches the PFK assigned to the user’s account.
11. YCOR accepts the activation of the PFK.
12. YCOR will permit a filing for an organization if:
 - a. the user is logged into their account and holds an active PFK for the organization, or
 - b. the user’s account is a registered intermediary account.
13. The PFK used to submit a filing for an organization is recorded on the filing. The generated PDF version of the filing includes a masked version of the PFK.
 - a. Once a filing is made, a generated PDF cannot be changed.
 - b. If a correction is necessary, the account holder must create a new filing.
 - c. Staff records the correction in the corporate history.
14. YCOR records the date, time, user ID (unique identifier for logged-in users), name, email address, PFK used to submit the filing and (where applicable) payment details. Payment details include the order number, method of payment, receipt number and amount.

 Credit card details are not stored in filings or in YCOR and reside only with secure profiles hosted by the payment gateway used by YCOR.
15. **Corporate Affairs reserves the right to revoke any user account at any time.**

APPROVAL

Click or tap here to enter text. Fred Pretorius	Original signature on file
Click or tap here to enter text.	

Director, Corporate Affairs	
Click or tap to enter a date. April 1, 2021	Signature