



YCOR: Electronic Signatures Protocol

Effective Date: August 05, 2019

SCOPE & OBJECTIVE

This protocol sets out the process by which Corporate Affairs (a branch of the Government of Yukon's 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 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) RSY 2002, c. 206

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), 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)

“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’s 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 director, officer or owner of a business/not-for-profit acting on behalf of that business/not-for-profit, a regular account by
 - registering online; and
 - agreeing 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 business/not-for-profit, an individual intermediary account by:
 - registering online;
 - completing and submitting a Registered Individual Intermediary Account Application (for review by Corporate Affairs); and
 - agreeing to the terms and conditions for the use of the intermediary account.

(Corporate Affairs reserves the right to revoke any account at any time for cause).

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, and becomes an account holder.
4. The account holder can make an online request for a private key under the YCOR Private Filing Key (PFK) System and agrees to the terms and conditions of usage of the PFK.
 - a. If the account holder is a registered individual intermediary, the individual lawyer, who must be licensed to practice law in Yukon, who made the application for the intermediary account, will be the intermediary in this context.

- b. Use of the PFK will, at all times, be deemed to be by only the duly authorized user. The terms and conditions of the account agreement may be updated from time to time. At present, by requesting and using the PFK, the user:
- i. If the user is a director, officer or owner of a business/not-for-profit acting on behalf of that business/not-for-profit, and therefore a regular account user:
 - Confirms that the user is duly authorized to represent and act on behalf of the business/not-for-profit organization;
 - ii. If the user is a lawyer licensed to practice law in Yukon, acting in a professional capacity on behalf of a business/not-for-profit, and therefore an individual intermediary account user:
 - Confirms that the user has been retained by the business/not-for-profit organization, and represents and acts on behalf of the business/not-for-profit.
 - 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 for the use of the key;
 - v. If a regular account holder, the user certifies the documents submitted online through YCOR are true and complete copies of the contents of the originals of those documents and have been signed by the required party(ies) to them;
 - vi. If an individual intermediary account holder, the user certifies the documents submitted online through YCOR have been presented by the business/not-for-profit to the user as true and complete copies that have been signed by the required party(ies) to them;
 - vii. Acknowledges the user is responsible 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 it is the user's responsibility to retain any original signed document(s) in accordance with legislative requirements;

- ix. Acknowledges the business/not-for-profit organization (and, if applicable, the individual intermediary account holder) 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; and
 - x. Indemnifies Corporate Affairs (a branch of the Government of Yukon's Department of Community Services) from all responsibility for any filing/system errors.
5. YCOR generates a unique PFK for the account holder and stores a record that relates the PFK, the user and the business/not-for-profit (organization).
 6. Staff processes the pending requests by printing the YCOR-generated PDF showing the PFK and mailing the printout to the account holder as follows:
 - a. Corporations, Societies, Limited Partnerships and Cooperatives: to the Yukon registered and records office or attorney for service;
 - b. Partnerships: to the account holder's address, subject to the account holder being a partner;
 - c. Sole Proprietorships: to the sole proprietor's address; or
 - d. Registered Individual Intermediaries: to the office address provided on the Registered Individual Intermediary Application Form directed to the individual licensed lawyer.
 7. Staff access the PFK management page daily to process pending requests.
 8. Once the PFK is received, the account holder activates the PFK in the user's My Keys page in YCOR.
 9. YCOR verifies the PFK activation and matches the PFK assigned to the user's account.
 10. YCOR accepts the activation of the PFK.
 11. 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.
 12. 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.
13. 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.

APPROVAL

Fred Pretorius	(signature on file)
Director, Corporate Affairs	
10/1/2019	Signature