

Amendments to the Ontario Not-for-Profit Corporations Act, 2010 effective Oct. 1, 2023

September 29, 2023

On April 3, 2023, the Ontario government introduced Bill 91 or the Less Red Tape, Stronger Economy Act, 2023 (Bill 91). Bill 91 amends various pieces of legislation including the Ontario Not-for-Profit Corporations Act, 2010. The amendments to Ontario Not-for-Profit Corporations Act, 2010 are effective **Oct. 1, 2023**.

What is changing?

- Virtual meetings for directors and members are now the default (but the by-laws can set out limits).
- Notice of meetings of directors and members do not need to specify a place if the meeting is held entirely virtually.
- Notice of virtual meetings of directors and members must include instructions to attend and vote at the meeting virtually.
- Notice of adjourned meetings may not be required if specific information is announced at the meeting to be adjourned.
- Directors must be able to communicate simultaneously and instantaneously at virtual meetings; members must be able to reasonably participate at virtual meetings.
- There are new rules for audit committee composition.
- All registers and other corporate records required by the Ontario Not-for-Profit Corporations Act, 2010 may be in any form, provided that they are capable of being reproduced in an accurate and intelligible form within a reasonable time.
- The special rules regarding virtual meetings that have been in place since the COVID-19 pandemic emergency orders will be repealed.

What should Ontario Not-for-Profit Corporations Act, 2010 corporations do?

Corporations governed by Ontario Not-for-Profit Corporations Act, 2010 should review their by-laws to determine if any updates are required to comply with or reflect these amendments. If you have not yet done a review of your by-laws for compliance with Ontario Not-for-Profit Corporations Act, 2010, there may be additional required changes to your by-laws, as well as a need to file articles of amendment.

If you have any questions about these amendments or Ontario Not-for-Profit Corporations Act, 2010 compliance, please reach out to any of the authors or key contacts listed below.

By

Katherine Carre, Victoria Prince

Expertise

Corporate Commercial, Government & Public Sector, Charities & Not-For-Profit

BLG | Canada's Law Firm

As the largest, truly full-service Canadian law firm, Borden Ladner Gervais LLP (BLG) delivers practical legal advice for domestic and international clients across more practices and industries than any Canadian firm. With over 800 lawyers, intellectual property agents and other professionals, BLG serves the legal needs of businesses and institutions across Canada and beyond – from M&A and capital markets, to disputes, financing, and trademark & patent registration.

blg.com

BLG Offices

Calgary

Centennial Place, East Tower
520 3rd Avenue S.W.
Calgary, AB, Canada
T2P 0R3

T 403.232.9500
F 403.266.1395

Ottawa

World Exchange Plaza
100 Queen Street
Ottawa, ON, Canada
K1P 1J9

T 613.237.5160
F 613.230.8842

Vancouver

1200 Waterfront Centre
200 Burrard Street
Vancouver, BC, Canada
V7X 1T2

T 604.687.5744
F 604.687.1415

Montréal

1000 De La Gauchetière Street West
Suite 900
Montréal, QC, Canada
H3B 5H4

T 514.954.2555
F 514.879.9015

Toronto

Bay Adelaide Centre, East Tower
22 Adelaide Street West
Toronto, ON, Canada
M5H 4E3

T 416.367.6000
F 416.367.6749

The information contained herein is of a general nature and is not intended to constitute legal advice, a complete statement of the law, or an opinion on any subject. No one should act upon it or refrain from acting without a thorough examination of the law after the facts of a specific situation are considered. You are urged to consult your legal adviser in cases of specific questions or concerns. BLG does not warrant or guarantee the accuracy, currency or completeness of this publication. No part of this publication may be reproduced without prior written permission of Borden Ladner Gervais LLP. If this publication was sent to you by BLG and you do not wish to receive further publications from BLG, you may ask to remove your contact information from our mailing lists by emailing unsubscribe@blg.com or manage your subscription preferences at blg.com/MyPreferences. If you feel you have received this message in error please contact communications@blg.com. BLG's privacy policy for publications may be found at blg.com/en/privacy.

© 2026 Borden Ladner Gervais LLP. Borden Ladner Gervais LLP is an Ontario Limited Liability Partnership.