

# STAFF REPORT TO COUNCIL

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**DATE:** February 16, 2024

**TO:** MAYOR AND COUNCIL

**NAME AND TITLE:** Deanna Wasnik, Director of Planning and Development

**SUBJECT:** Registered Companies and Land Use Approvals

**ATTACHMENT(S):** n/a

## RECOMMENDATION(S):

That Council RECEIVES FOR INFORMATION the report dated February 16, 2024 from the Director of Planning and Development titled "Registered Companies and Land Use Approvals".

## PURPOSE:

The purpose of this report is to provide Council with information on the disclosure of the names of owners/directors of a registered company. Further, this report will also identify a method of including the names of directors of a registered company in staff reports to Council that consider approvals for land matters.

## BACKGROUND:

At the regular meeting of Council held on May 31, 2023, Council passed the following resolution:

*That Council DIRECTS Administration to report back on how the City can increase our transparency by disclosing who the owners and directors are for companies when buying land and provide options that may apply to land use applications that come before Council at a public meeting.*

Administration obtained legal advice regarding the disclosure of names of owners/directors of registered companies for approvals involving matters (i.e. land use and land disposition). This report has been prepared to address the resolution noted above, with consideration of the legal advice provided.

## DISCUSSION:

A property title sets out the registered ownership of a property. The registered owner of a property may be an individual or a registered company. When the owner of a property is a registered company, names of the individuals that form the registered company (i.e. shareholders) are not included on a property title.

A registered company will consist of directors and shareholders. The directors of a company are responsible for the management of the affairs of a company including decisions concerning acquisition and development of land, if the company is engaged in that business. In many cases, but not in all cases, the directors of a company will also be shareholders.

Information about the ownership and control of companies is publicly available through the following sources:

1. Through BC Registries and Online Services, a “corporate summary” can be obtained which includes the names and addresses of a registered company’s directors.
2. Through the Land Owner Transparency Registry, which was created in British Columbia through the adoption of the *Land Owner Transparency Act*, the name and principal residence of each individual who is a “corporate interest holder” (an individual who directly or indirectly owns or controls a “significant number of shares” of a “relevant corporation” or has the right to appoint or remove directors) can be obtained.

The ability to access information about the shareholders of a company depends on the legislation under which the company is incorporated. The *Business Corporations Act* (British Columbia) requires each company to maintain a shareholders list, however that list can only be obtained for certain limited purposes, none of which would allow the City to access that information for matters involving approvals for land development.

The City of Prince George is a public body and as such is subject to the provisions of the Freedom of Information and Protection of Privacy Act (“FIPPA”). FIPPA contains provisions that regulate the City’s use and disclosure of “personal information” under its custody or control.

A ruling from the Office of the Information and Privacy Commissioner (BC) confirms that the names of directors of a company are not considered “personal information” when used for business contact purposes.

Administration currently requires that a current title search be provided with applications involving land matters. If the owner of a property is a registered company, a BC Company Search is also required to be submitted so staff can confirm the individual representing the application has the authority to do so (i.e. the individual is a director of the registered company). The collection of this information is consistent with FIPPA.

#### **OTHER CONSIDERATIONS:**

Based on the legal advice provided, Administration understands it is reasonable and permissible to advise Council of the names of the directors of a registered company for matters relating to land approvals.

Administration will advise the company that in the interest of transparency, and for business contact purposes, information from the company’s “corporate summary” - including director’s names - will be included with the staff report to Council. This would also be specified on the application forms that are applicable to land matters (i.e. land use or land disposition).

Administration proposes the company information be included in the staff report to Council as background information in the following format:

As the owner of the subject property is a registered company, a BC Company Search has been conducted to provide the names of the company directors. The following is provided for Council's information:

<b>Incorporation Number</b>	
<b>Name of Company</b>	
<b>Director Information</b> (Last Name, First Name)	

As noted previously, information about the directors of a company is publicly available through BC Registries and Online Services. Although this information is available publicly and will be provided to Council as background information in staff reports to Council, Council should keep in mind that land use approval decisions should be based on the merits of the application, and that approvals should not be granted or withheld in a manner that suggests the individuals who own or control a corporate land owner are being treated more or less favourably than other owners in similar circumstances.

**SUMMARY AND CONCLUSION:**

This report provides Council with information on the disclosure of the names of owners/directors of a registered company, and identifies the format of which the name of the directors of a registered company will be included in staff reports to Council that consider land matters.

**RESPECTFULLY SUBMITTED:**

Deanna Wasnik, Director of Planning and Development

**APPROVED:**

Andy Beesley, Acting City Manager

Meeting Date: 2024/02/26