Corporate Manager ET V15

USER GUIDE

Table of Contents

Introduction to Corporate Manager ET

Emergent Corporate Manager ET is designed to handle the data storage, reporting and document assembly requirements of law firms and corporate legal departments.

Corporate Manager ET stores the particular profiles of both Contacts and Matters and the relationships between them.

Contacts are individuals, companies, government offices, courts, municipalities, joint shareholders, estate shareholders, family trust shareholders and trustee shareholders. Essentially, the system considers any entity that holds an address or requires a specially formatted signature line to be a Contact.

Matters, on the other hand, represent the Corporations under administration in your office. Some examples of what can be done in Matters include:

- The incorporation of a newly formed company
- Resolutions of directors and shareholders for various purposes
- The tracking of an extra-provincial registration for an existing corporation

Relationships are created between Contacts and Matters and once a Contact has been entered into the system; it can be used repeatedly for any Matter.

Wizards contained in Corporate Manager ET will dramatically cut down on drafting and editing time, as well as keep your corporate information current and easy to consult.

Technical Support

If you have questions about Corporate Manager ET do not hesitate to call the Emergent Help Desk at:

Vancouver: 778-372-0301
Edmonton: 780-229-0237
Calgary: 403-351-0299
Winnipeg: 204-201-1533
Toronto: 416-408-2833
Ottawa: 613-691-0153
Halifax: 902-334-1533
Toll-free: 866-408-2833

For Customer Service or Technical Support, dial Ext. 1

Chapter 1: The Contact Card

Contact Data

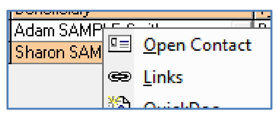
Information entered on the Contact Card drives every feature, function and task performed by Corporate Manager ET. It is important that you complete the Contact Card with as much available information as possible to minimize revisions of your documents.

This section will cover how to open existing Contacts, enter new Contacts, delete unwanted Contacts, and how to fill in the information required for different types of Contacts, i.e. individuals, companies, joint shareholders, estate shareholders, family trust shareholders and trustee shareholders.

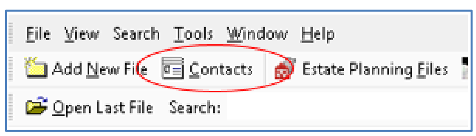
Opening Contacts

Opening Contacts to view information can be done in three ways. Depending on where you are within Corporate Manager ET, you may use whichever is most convenient:

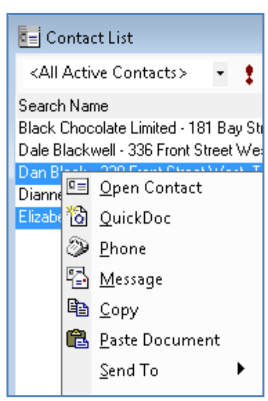
1. **Double-click on the Contact's Name**. Double-click on any Contact name wherever it appears within a Matter to open the Contact Card.
2. **Right-click on the Contact Name and Select Open Contact**. From within the Matter, right-click and select **Open Contact** to open the Contact Card.



3. Open the Contact List to search for the Contact. Click on the Contacts button on the Toolbar.



When changes to a Contact need to be made, but the Matter is not open or known, search for the Contact in the Contact List (as shown in the Finding Contacts or Matters in Lists) and right or double-click the correct match to open the Contact.



Creating New Contacts

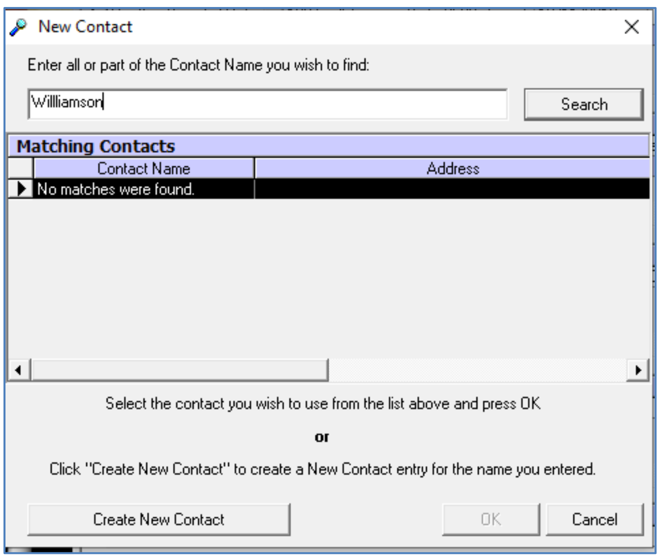
The details collected for Contacts vary depending on the Type of Contact. For example, you may want to collect information such as Date of Birth and Social Insurance Number for an individual, whereas this data would not apply to a Company Contact. For this reason, *it is very important to select the correct value for the **Type** field in each Contact Card*.

There are two ways to enter Contacts in Corporate Manager ET. The Quick Add is preferred to avoid duplicating contacts.

1. Quick Add a Contact from Within a Matter

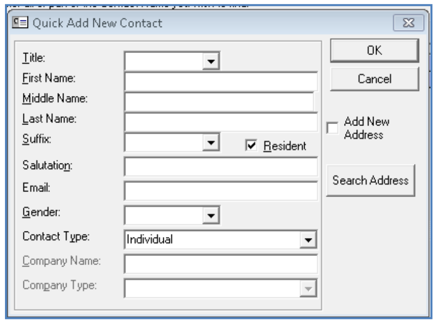
Corporate Manager ET allows you to enter Contacts from within a Matter itself. Throughout the Matter screens, you will see areas that require Contacts. These fields define Contacts such as shareholders, directors, officers, executors, beneficiaries, etc.

Click on one of these blank lines to display the New Contact Wizard.



Enter part of the name of the Contact you are adding and click the **Search** button. As always, the less precise your search terms, the more results you will get. As an example, "William" will give results for "William", "Williams", and "Williamson". If the name appears in the matching Contacts List, select the Contact and click **OK** to have it inserted into this Matter.

If the Contact does not exist, click the **Create New Contact** button and the **Quick Add New Contact** window will appear. Enter as much as possible of the Contact's Name information.

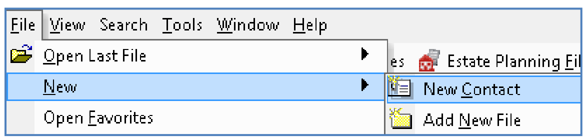


If this is a new Contact at an *existing* address, click on the **Search Address** button. Enter the street name to search for, and then select the proper address from the list. Entering the address this way will link the address and in future, changes in address will only have to be made to the main Contact Card.

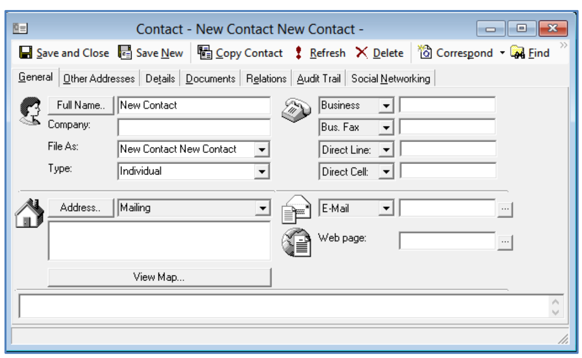
Note: *Open the Contact Card to complete the information on the Details Tab as required.*

2. Add New Contact

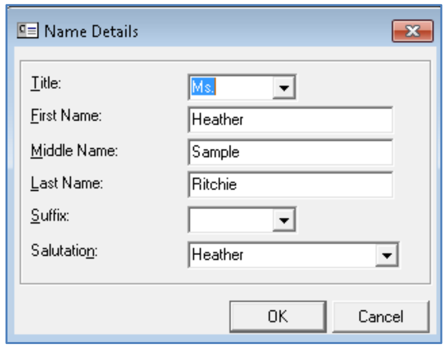
Choose File > New > New Contact



This will display a new Contact Card to enter information.



Click the **Full Name** button and the **Name Details** window will appear. Enter as much as of the Contact's Name information as possible.



When all Name fields are complete, click **OK** to return to the Contact Card. Please refer to the Salutation Section for further discussion on completing the Salutation field.

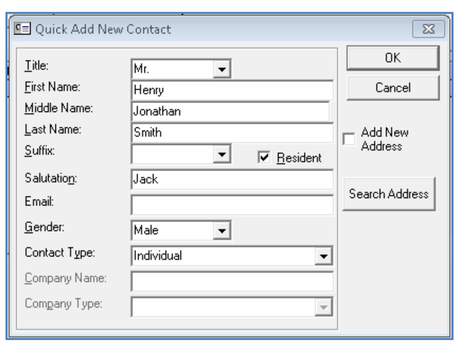
If this Contact is a Type other than Individual, such as a Company, or Family Trust, change it now by selecting the dropdown menu at **Contact Type** and selecting the appropriate Type.

Select the **File As** dropdown menu and set the File As name, which is covered in more detail later in the File As section.

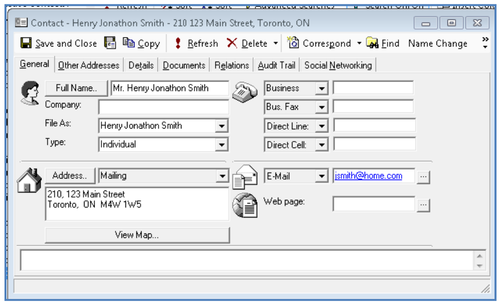
Salutation Field

Certain individuals may be known by a name that is not their legal name. For example, a person whose legal name is Henry Jonathon Smith may be known as Jack Smith. Mail will be addressed to Jack Smith, but signature lines for legal documents will contain the formal legal name.

In this example, the Salutation field has been manually changed to Jack. Documents generated will contain the full legal name, but correspondence will be addressed to "Dear Jack".



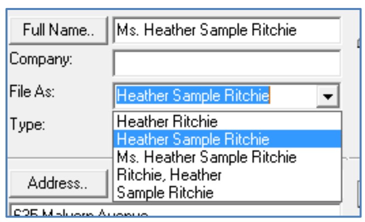
The Contact Card will look like this:



You will note that the Salutation does not appear on the Contact Card itself and is only visible when you click the Full Name button. However, the Salutation column can easily be added in the Contacts List where all your Contacts are displayed.

File As

On every Contact Card you will notice a **File As** field that contains all the combinations of the name entered in the Full Name screen for an Individual, or the entered in the Company field for any other type of contact.



Users can manually enter or select a different **File As** name if the Contact generally uses a name other than their Full Name.

Note: *The File As name will be the name that appears on all signature lines and documents.*

Contact Types

When Quick Adding a Contact from the Matter screen, it is important to pay attention to the Contact Type. Most often, the default Type will be Individual and if necessary, should be changed to ensure documents are populated correctly. If a Contact is not an Individual or Employee, the name should be entered in the Company field.

The Available Contact Types are:

Company	Any Company involved in a Matter (e.g. the corporation, shareholder). Companies cannot normally be directors or officers. Complete the Signing Line tab with up to two names and titles.
Employee	Employees are Timekeepers, or people at the firm working on a Matter. The Timekeeper checked as Primary will sign correspondence, etc.

Estate	The Estate involved in a Matter or when an Estate holds shares. Complete the Signing Line tab with up to four Executors.
Family Trust	When a Family Trust holds shares. Complete the Signing Line tab with up to four Trustees.
Individuals	Any person playing a role in a Matter (e.g. shareholder, officer, client).
Joint Shareholders	Used when two or more individuals jointly hold shares. Complete the Signing Line tab with up to four names.
Trustee Shareholder	When a trustee holds shares. Complete the Signing Line tab with the Trustee name.
Our Law Firm	***There should only be one "Our Firm" Contact***. All Employees should link their address to this contact card to avoid address duplication.

There are also Types for Government, Municipal or Court Contacts. As an example, create a Contact Card for the Court Probate offices used by your firm for use in Estate Administration matters.

Shareholder Variations

All names are entered in the Company name field. See Signing Lines Tab below for further information on creating these types of compound Contacts.

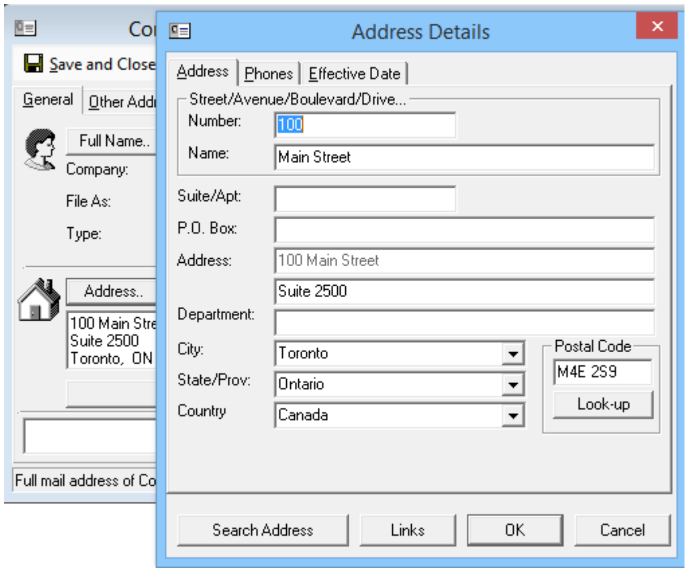
Corporate Shareholder	Enter the Corporation Name and set the Contact Type to Corporation.
Estate Shareholder	Enter the Estate Shareholder and set the Contact Type to Estate.
Family Trust Shareholder	Enter the Family Trust Shareholder and set the Contact Type to Family Trust.
Joint Shareholders	Enter the Joint Shareholders and set the Contact Type to Joint Shareholders.
Trustee Shareholder	Enter the Trustee Shareholder and set the Contact Type to Trustee.

Once the Shareholder names, Types and addresses are complete, **Save and Close** the Contact Card. Re-open the Contact Card, click on the **Signing Lines** Tab, and enter the signatories in the order that you wish them to appear on documents.

Contact Address

Click on the **Address** button to open the Address Details. Enter the address details, including Phone numbers and Effective Date on those tabs and click **OK**. Effective Dates are a useful reference for individuals who spend time throughout the year at different addresses or for historical records. The Effective Date tab is found in the Address Details window that appears whenever an address is opened.

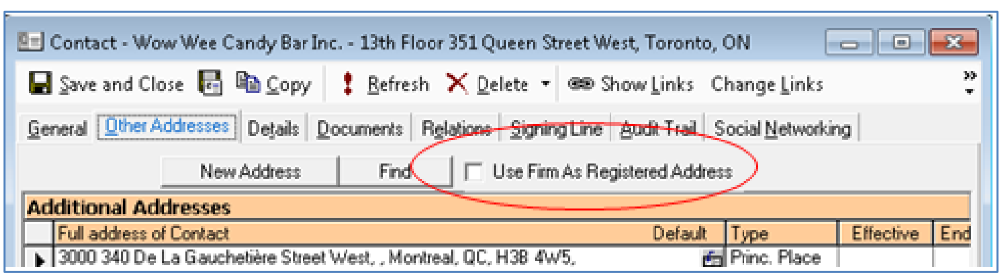
To check if this address is already in the database, you can also click **Search Address**, enter part of the address and click **Search**. Select the desired address from the Matching Addresses grid. As you type address suggestions will appear and more will be available in the dropdown menu. Select the desired address and click **OK**. If there is no matching address, enter the information manually.



When finished entering the address, select OK and then set the address Type. *You can have an unlimited number of addresses, but use a specific Type, such as mailing or registered office address, only once per Contact*.

Firm as a Corporation's Registered Office Address

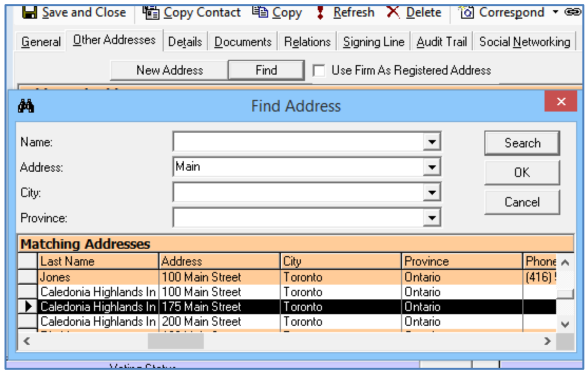
When your Firm will act as the Registered Office for the company, select the **Use Firm as Registered Address** option and Corporate Manager ET will set the address Type to Registered Office. If there are multiple offices, a dropdown menu will appear to choose the proper office location. This is only available if the Type has been set to Company.



In addition, this address will be linked so that if there is a need to change the address, all related addresses will automatically be updated.

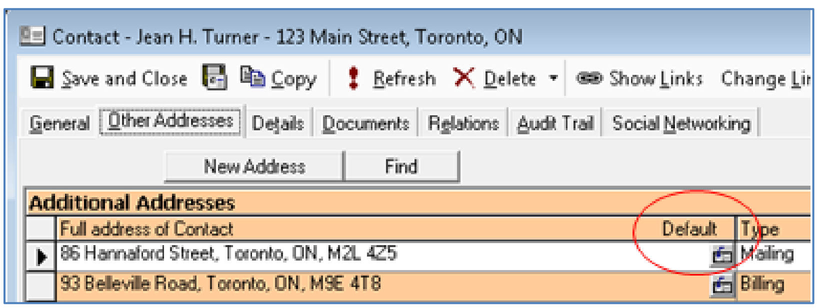
Entering Additional Addresses

To enter an additional address, open the Contact and select the Other Addresses Tab. Click on the **New Address** or **Find** button and enter the address details. When finished entering the address, select OK and then set the address Type. *You can have an unlimited number of addresses, but use a specific Type, such as mailing or head office address, only once per Contact*.



***Note**: Effective Dates are a useful reference for individuals who spend time throughout the year at different addresses.*

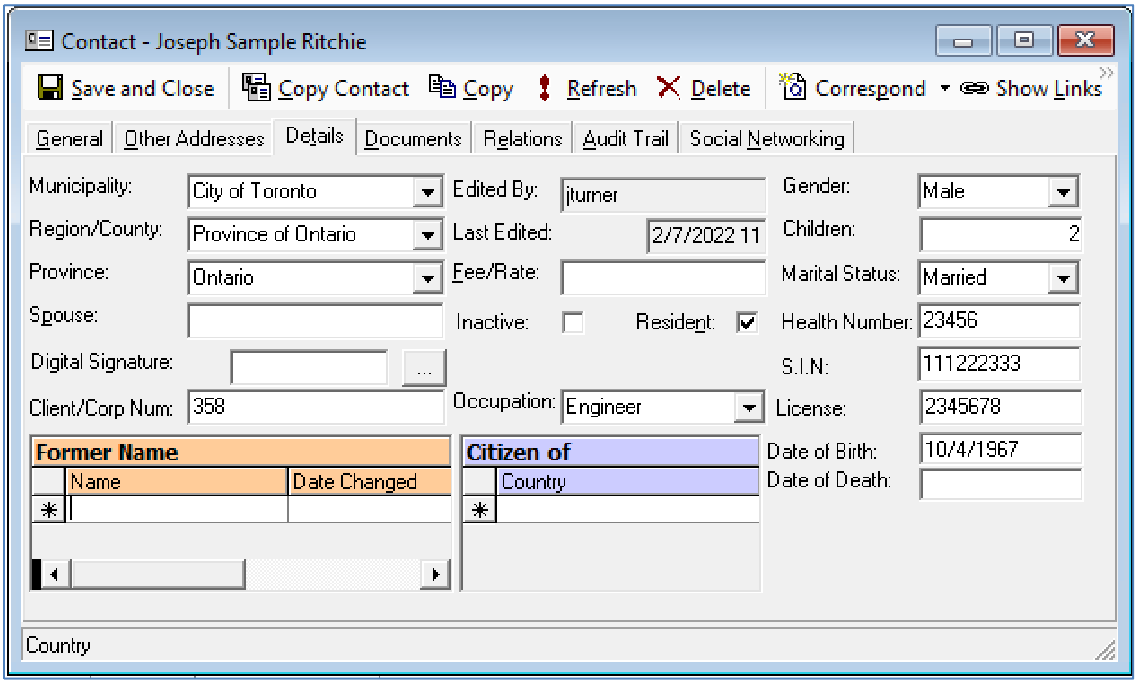
Default Address



The Default Address displayed on the General tab of the Contact Card is the address that will be used for correspondence and other documents. If a different address should be used, click on the **Other Addresses** tab, choose the address that you want to make the new Default Address by clicking the **Default** button. This will move the previous default address from the General Tab to the Additional Addresses Tab. *Note: Only one address type can be assigned at a time. You cannot have two mailing addresses.*

Details Tab

The information required on the Details Tab depends on whether the Contact Card is playing a role in Corporate, Estate Planning or Estate Administration.

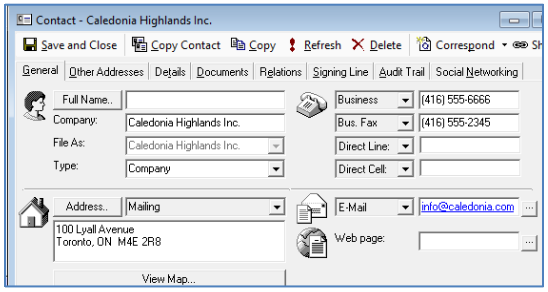


Set out below are the fields and recommended use:

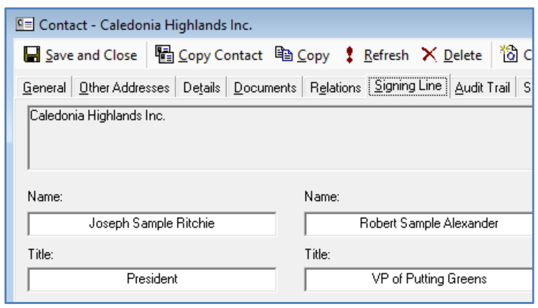
Municipality, Region/County, Province	These fields are used in Estate documents to populate certain paragraphs in Wills and Powers of Attorney.
Spouse	You can enter the spouse name (if any) and is a reference field.
Digital Signature	Navigate to a digital signature stored in your network to use in signature blocks of outgoing correspondence.
Client/Corp Num:	If an Individual Contact Card, this is assigned by your accounting program and is a reference field. If this is a Company Contact Card, the incorporation number can be entered here.
Former Name	When the Name Change Wizard is used, the former name and date changed will be entered here by the Wizard.
Resident	If this box is ticked, the Director's Consent will state "I am a Resident of Canada". If not, it will state "I am not a Resident of Canada"
Occupation	Some documents require the Occupation, such as Estate Administration Applications
Citizen of Country	Some documents require Citizenship, such as the Significant Control Register
Gender	Documents can be gender specific using this dropdown.
Children	This is a reference field.
Marital Status	Many Estate Administration documents require this.
Health Number	Used for Executor Services
SIN	Used for Executor Services
License	Used for Executor Services
License (if Lawyer/Employee)	Enter the LSO number for the back page of Court documents.
Date of Birth/Date of Death	Type the name of the month (Oct, Dec, Sept) when entering the date to ensure proper date format.
Edited By:, Last Edited	Tracked by the Emergent program. No changes are possible.
Fee/Rate	Fees charged to the client can be entered here and is a reference field.
Inactive	Tick this box to remove the Contact Card from the Active Contacts List.

Signing Lines Tab

Create the new Contact as a Principal in a Matter or as a New Contact. Enter the name in the Company field as outlined above. The File As field will populate automatically. When the name, address and phone details are complete, **Save and Close** the Contact Card.

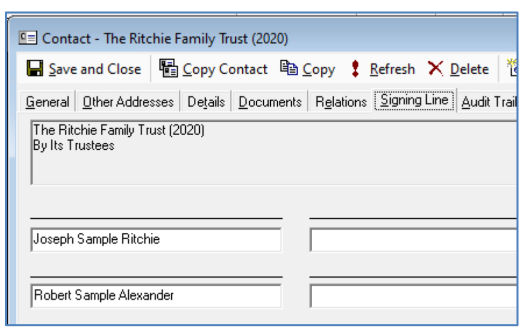


Reopen the Contact Card, select the Signing Line tab and complete the name and title as outlined above. This will then populate the signature blocks in documents.

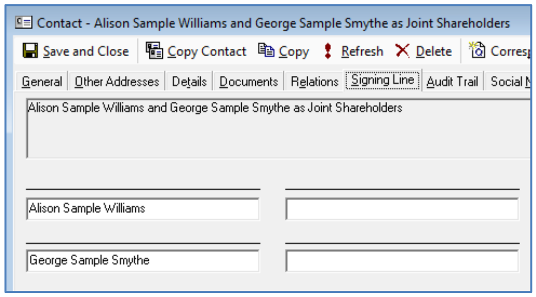


All other types are entered the same way, with the "Name" in the Company field, and the proper way to enter the name is displayed in the blue stripe of the Contact Card in the images below showing the Signing Line Tab entries.

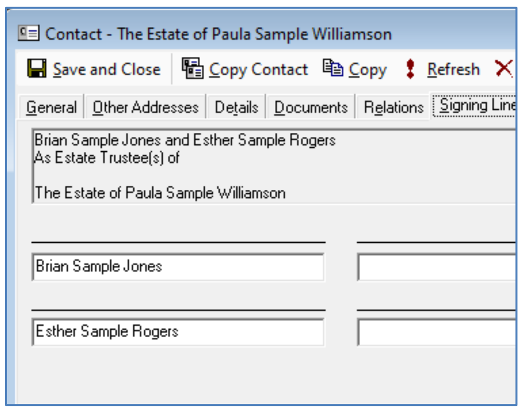
Family Trust (up to four Trustees):



Joint Shareholders (up to four names):



Estate:

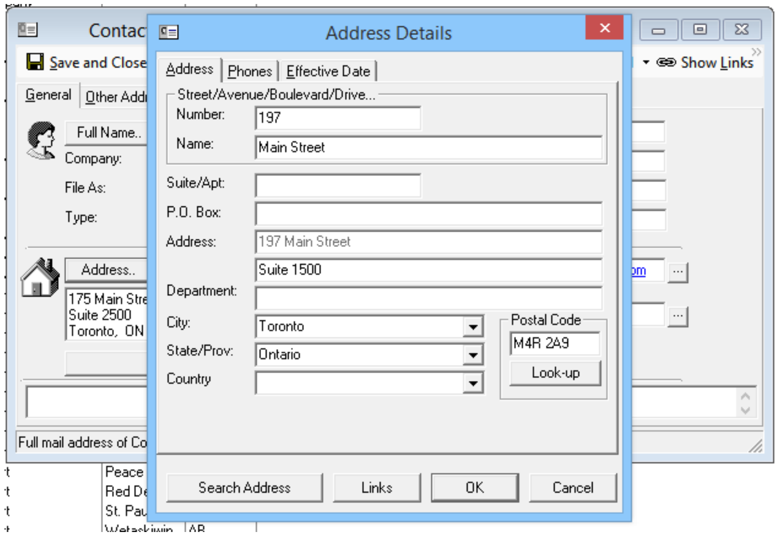


Address Changes

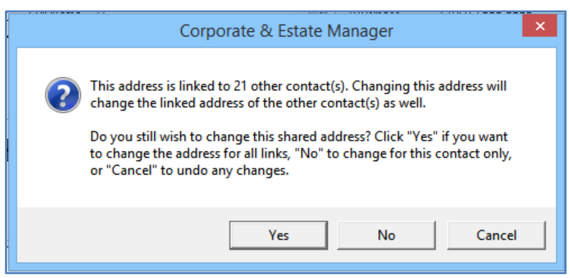
Changing an Address

To change the address of a Contact, click on the Address button to open the address details, make the desired changes and click **OK**.

Note*: If you are changing the Registered Office Address of a Company, see the instructions below. Do NOT overwrite the existing address.*

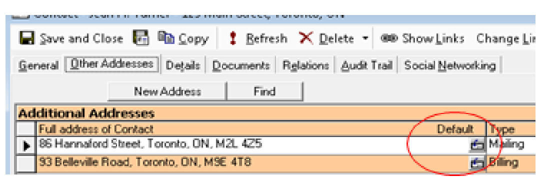


Changing an address on one Contact Card can change the address on **ALL** Contact Cards that are linked to that address. If the address is used by multiple Contacts, you will get a prompt advising you that changing the address will change the address for all Contacts using the same address. ***Note: If the number on the prompt is larger than expected, cancel the process and confirm the change is intended for all linked addresses. Click the Links button to see all Contact Cards using that address.***

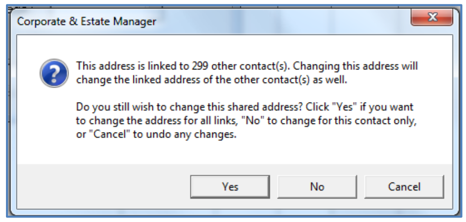


Click **Yes** and all Contacts using that address will change. Click on **No** to change the address for **only** that Contact.

Unlinking an Address



As previously mentioned, changing an address on one Contact Card will change the address on **ALL** Contact Cards linked to that address. Changing the address on that individual's Contact Card will change the address on every individual using that address.



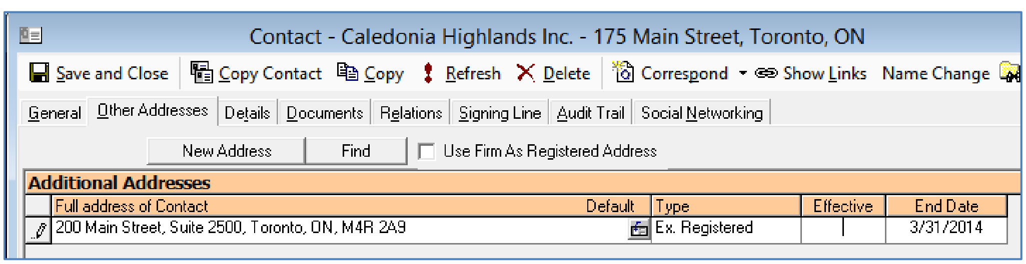
In this case, click on the **Address** button to open the address form and enter the new address as above. Click **ok** and you will be asked whether this is a change to all contacts using that address or not. Click **No** to change the address for **only** that Contact (as an example, a family member leaving home for their own apartment).

Changing Registered Office Address

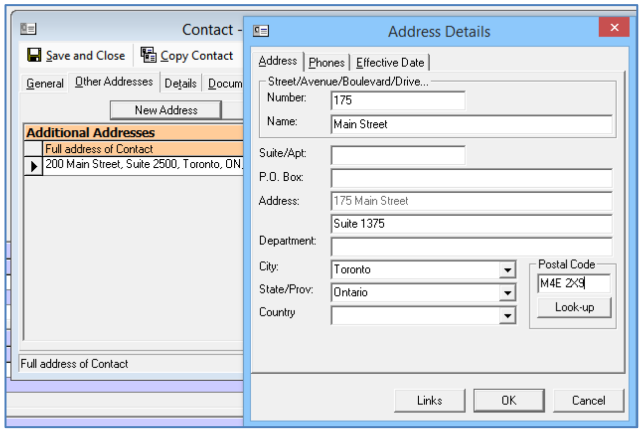
In cases where the history of previous Registered Office Addresses is not necessary, open the Corporate Contact card either from the Contact List or by clicking on the Corporate name within the matter and go to the **Other Addresses** tab, highlight the old address with the mouse and use the **delete** key to delete the address. Then click either **New Address** or **Find** to add the new Registered Office Address. ***Note: It is of particular importance to delete the old address before adding a new address. DO NOT open the address and make changes as this will change ALL linked addresses. As an example, if a Corporation is changing their Registered Office from the law firm to their own address, overwriting the address in that Contact Card will change ALL Corporations using the law firm as their Registered Office.***

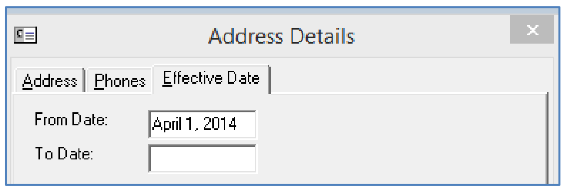
However, if the history is required, the following steps are recommended:

Open the Corporate Contact Card to the **Other Addresses Tab**. Set the address **Type** to Ex-Registered Address and enter the **End Date**.

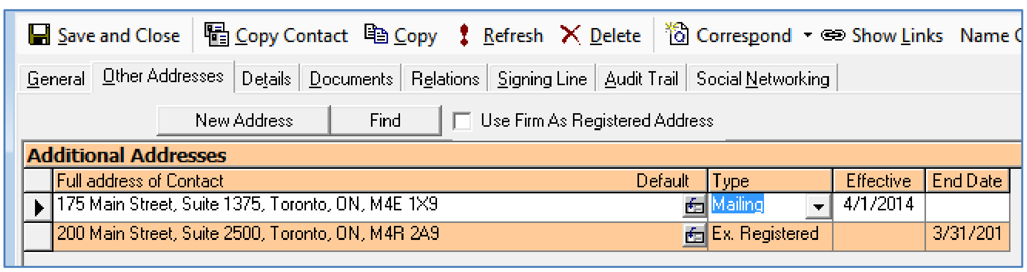


Click on **New Address** to open the address details and enter the new address in the appropriate fields. Click on the **Effective Date** tab to enter the appropriate date. Click **OK**

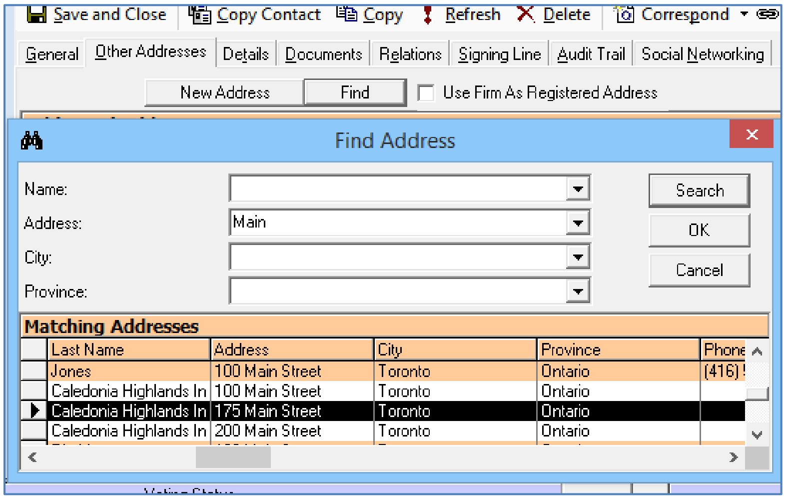




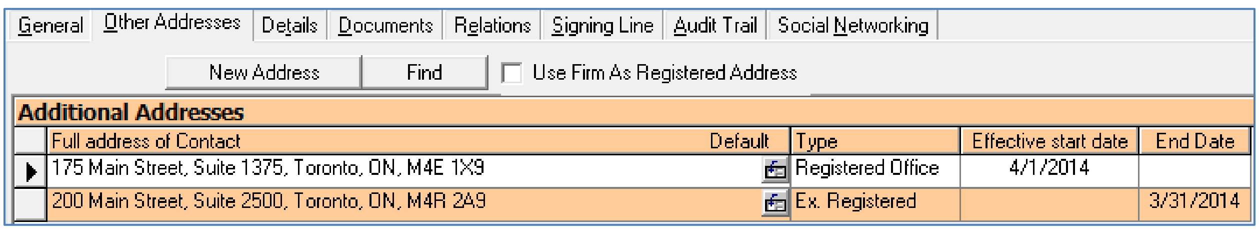
At this point the new address will appear on the Other Addresses tab with the default type of Mailing. Change the Type to Registered Office.



If the intended Registered Office address has already been added in Corporate Manager ET, click on the **Find** button, enter part of the address and select the address from the list then click **OK**.



To complete the process, change the **Type** to Registered Office and enter the Effective Start Date**.**



Name Changes

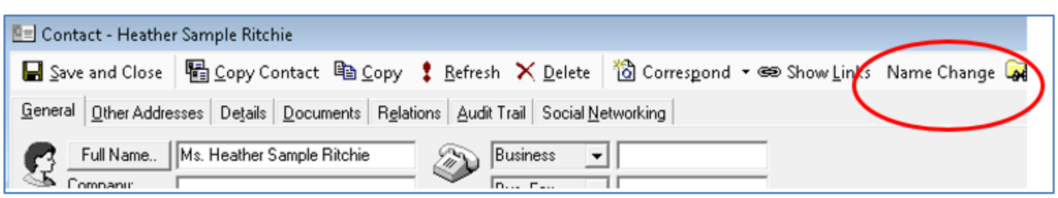
For corporate records management in particular, it is critical to track the historical names of corporations and the dates of name changes.

NOTE: *Do not use this procedure to fix typos! To change a typo, simply change the name in the Contact Card name field by clicking the Name button and **Save/Close**.*

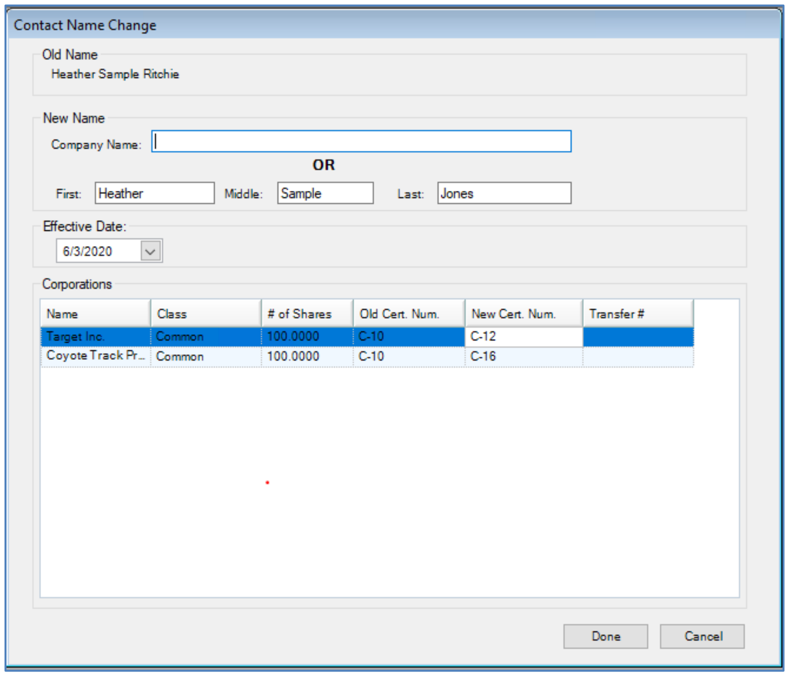
Individual Name Change

NOTE: *Do not use this procedure to fix typos! To change a typo, click on the **Name** button and change the name in the Contact Card name field change the **File As**, then **Save and Close**.*

1. Open the Contact Card and expand until the **Name Change** button is available.

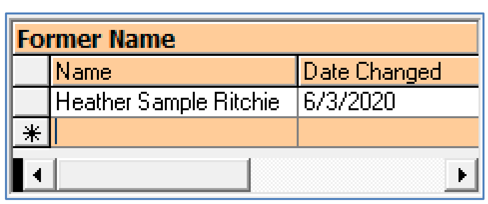


2. A new screen will appear with any shareholdings for this Contact displayed. Enter the new name of the individual and the **Effective Date**. If automatic share certificate numbering is activated, new share certificate numbers will be displayed. Click in the New Cert. Num. field to enter or change the new certificate numbers.



3. Click **Done**. A prompt will appear asking if you wish to reissue the share certificates in the new name.
4. Click **No** for the change to take effect without reissuing new share certificates.
5. Click **Yes** and the name will be updated and all existing shareholdings will be cancelled and new certificates issued.

The Details Tab in the Contact Card contains any Former Names of the individual.

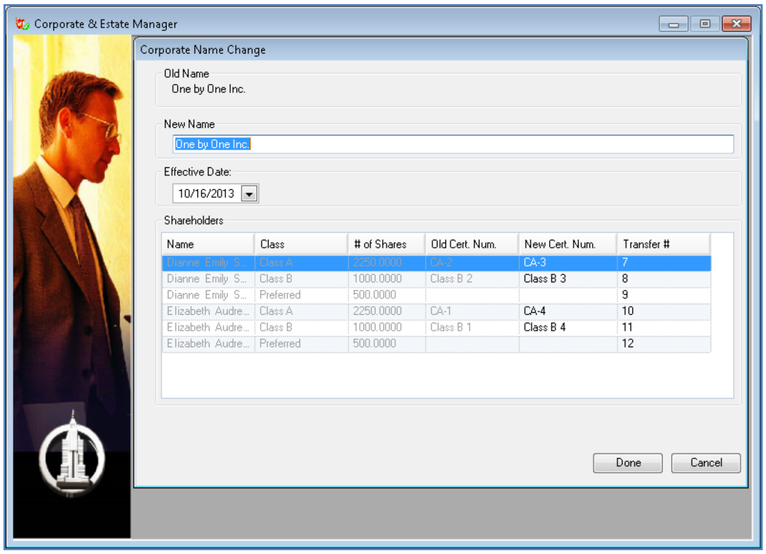


Be sure to confirm the **File As** dropdown is correct for future documents.

Corporate Name Change

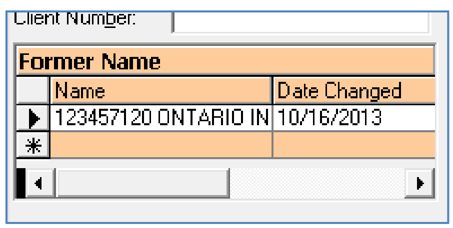
Use **Common Tasks>Corporate Name Change**

1. A new window will appear with all Shareholders for this Corporation displayed. Change the name of the corporation to the new name and enter the Effective Date.



2. Click **Done**. A prompt will appear asking if you wish to reissue the share certificates in the new corporate name.
3. Click **No** for the change to take effect without reissuing new share certificates.
4. Click **Yes** and the name will be updated and all existing shareholdings will be cancelled and new certificates issued.

By clicking on the corporate name, the Contact Card will appear. The Details Tab in the Contact Card contains any Former Names of the corporation. The Name Change will be also be recorded in the Administration tab and is accessed by clicking the **Names** button.

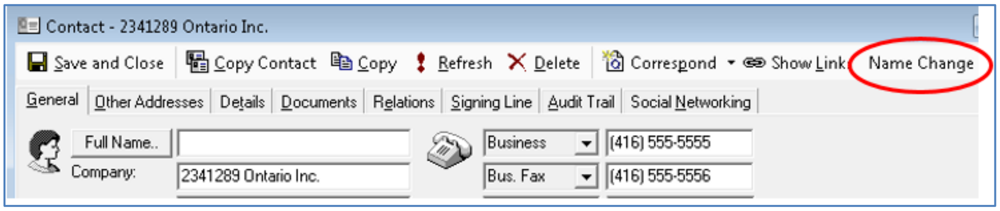


The new name is automatically updated on the General Tab of the Contact Card. Be sure to confirm the **File As** section is correct for future documents.

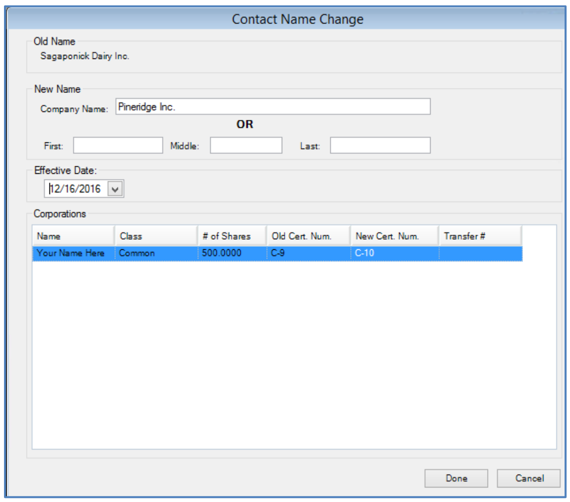
Corporate Name Change when Corporation is a Shareholder in Another Matter

This is a two-step process, with the first step changing the name and shares held by the Corporation in other matters and the second step changing the name and certificates held by shareholders of the Corporation.

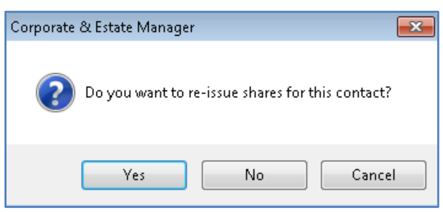
1. Open the Contact Card and expand until the **Name Change** button is available.



2. A new screen will appear with any shareholdings for this Contact in other Matters displayed. Enter the new name of the corporation and the **Effective Date**. If automatic share certificate numbering is activated, new share certificate numbers will be displayed.

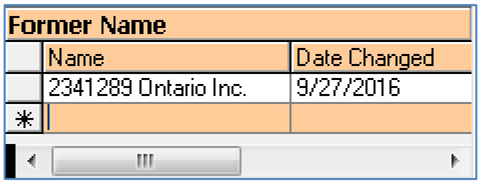


3. Click **Done**. A prompt will appear asking if you wish to reissue the share certificates in the new name. This is referring to the shares the contact is holding in the other Matter in Emergent. Click **No** for the change to take effect without reissuing new share certificates. Click **Yes** and the name will be updated and all existing shareholdings will be cancelled and new certificates issued.



4. The Name Change wizard will appear a second time. Again, enter the **Effective Date** and click **Done**. The prompt will reappear asking if you wish to reissue the share certificates in the new name. This is referring to the shares held by the shareholders of the Corporation itself. Click **No** for the change to take effect without reissuing new share certificates. Click **Yes** and the name will be updated and all existing shareholdings will be cancelled and new certificates issued.

The Details Tab in the Contact Card and the **Names** button on the Administration Tab contains any Former Names of the individual. The Principals section of the Matter the Corporation is a shareholder of will now also display the new name.



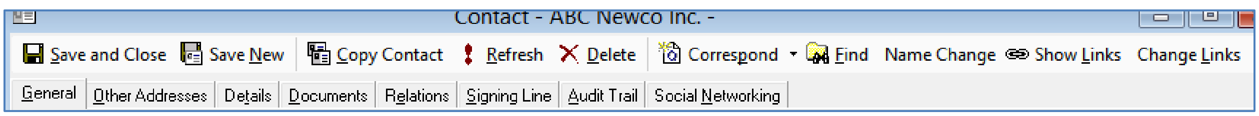
Contact Links

Viewing Contact Links

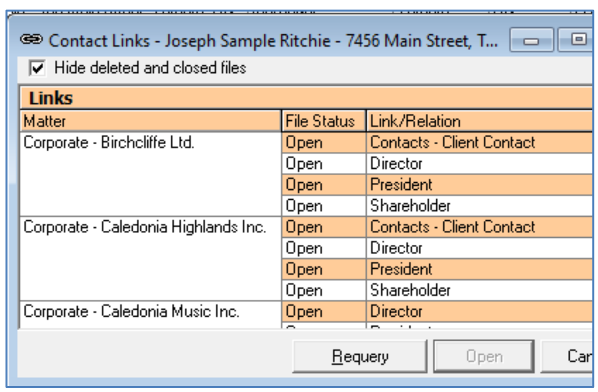
Contact Links allow you to find out how any given Contact is involved with different Matters.

From the Contact form, select the **Show Links** button.

If it is not easily seen on the Contact card, then you may need to click and drag the edge of the Contact Card to enlarge it and see all available buttons.



This will display the relationships of this Contact to all related Matters and specify the roles the Contact is playing in each.



To open any one of these Matters, click/select the Matter name.

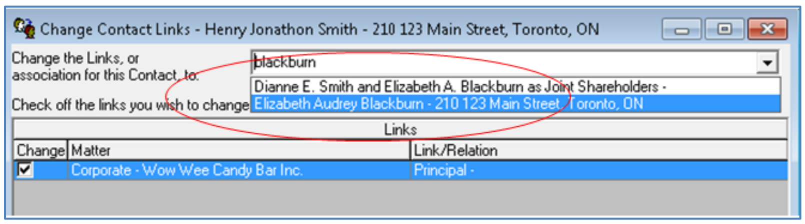
Change Contact Links

Changing links is usually used when a Timekeeper leaves the firm, and all of their Matters are to be transferred to another Timekeeper. This will remove the original Timekeeper from the history of all matters they were associated with. If you wish to keep the history, you may add the new Timekeeper and change the original to “Former”. If a Contact has more than one role in a Matter, such as Director and Shareholder, then all links relating to that matter are transferred even if only one role is selected.

To Change a Contact Link, open the Contact that you want the links removed from.

Select the **Change Links** button. You may need to click and drag the edge of the Contact Card to enlarge it for all available buttons.

You will see the following screen:



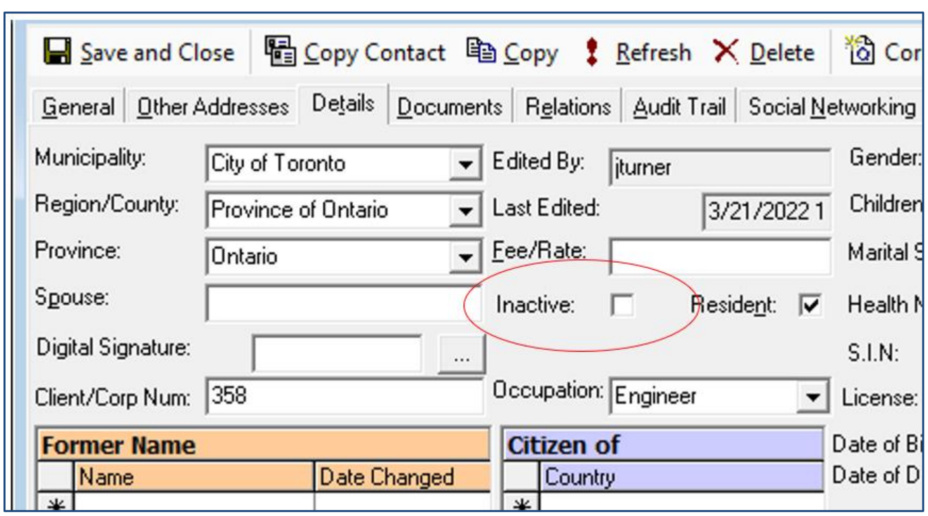
In the **Change the Links** field, enter the name or partial name of the Contact the links will be transferred to. Hit the Tab key to trigger the search function, then click on the dropdown arrow to see the results of the Name Search and select the intended recipient. Select the Links that you want to move. You can select one, all or any combination, and then click **OK** on the confirmation prompt.

***NOTE**: You must select one link to change, even if there is only one.*

Deleting and Combining Duplicate Contacts

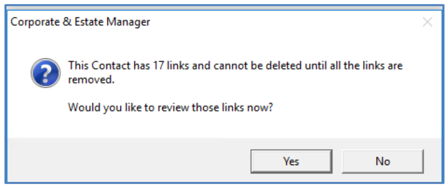
There may be occasions when Contacts have been entered more than once. Both William Smith and Bill Smith may be in the database, but are in fact the same person.

When you are ready to delete a Contact, select the **Inactive tickbox** on the Details Tab and then click the **Delete** button on the Contact Card. This will ensure that this Contact will no longer appear in any searches.



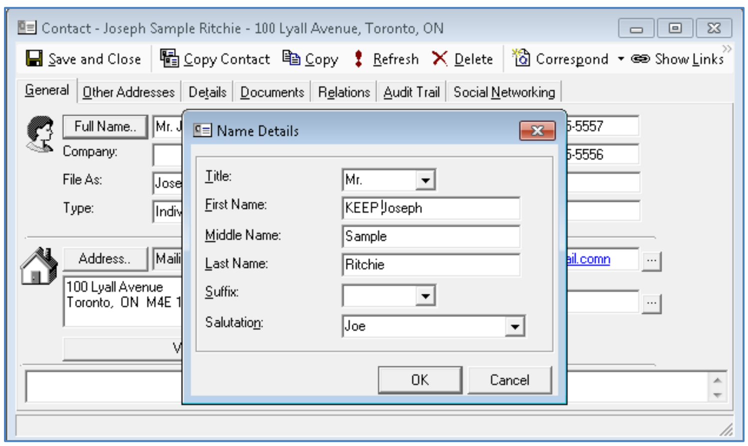
***NOTE:** Corporate Manager ET will not allow you delete a Contact that is linked to Matters.*

If you try to delete a Contact and Corporate Manager ET will not allow this, you will be prompted to view the Links for the Contact for existing relationships.

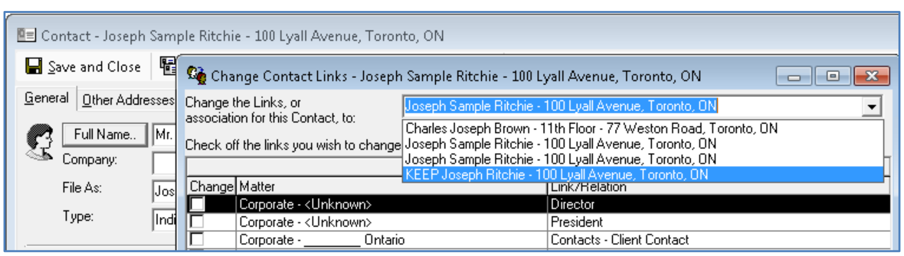


Click **Yes** to show the Contact Links view where you can see all the Matters to which the Contact is linked.

Open the contact you wish to keep and click into the **File As** field and make a slight change to the **File As** name. You can add a character or the word "keep" to differentiate from the contact you wish to delete.



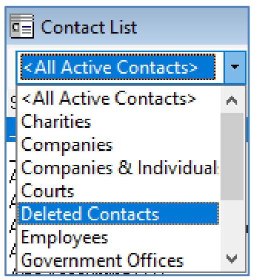
Proceed to change the links as outlined above, but when choosing the Contact to transfer the links to, choose the amended contact and click **OK.**

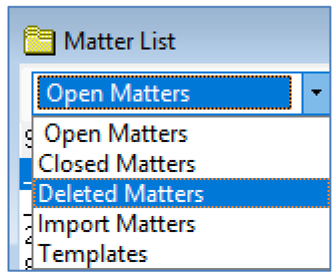


Once all links have been transferred from the duplicate contacts, delete the duplicates by clicking the **delete** button on either the Contact Card itself and confirming that you wish to save the changes or the **delete** button on the Contact List. When all duplicates are deleted, change the name on the remaining contact back to the individual's proper name.

Retrieving a Deleted Contact or Matter

Although we talk about "deleting" a Contact Card or a Matter, it's never really deleted. It's just hidden from sight so it doesn't clutter up your Lists. To get your deleted item back, click on the List and change the dropdown menu to show **Deleted Contacts**. Open the Contact Card, go to the **Details Tab** and uncheck the **Inactive** box. To retrieve a corporation, click **View/Matters** to open the Matters List, change the dropdown menu to **Deleted Corporate Files** and double click on the name of the corporation. This opens the corporation's main screen. Click on the **Administration/Annuals** Tab and change the corporation's status from **Closed** to **Open.**

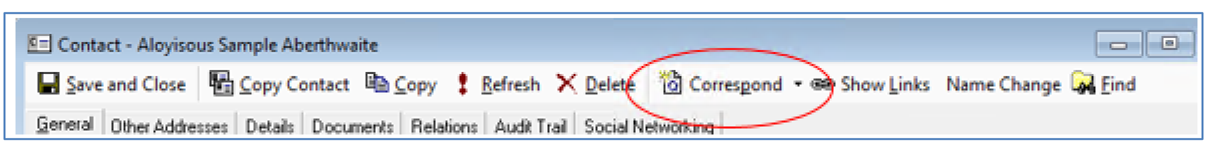


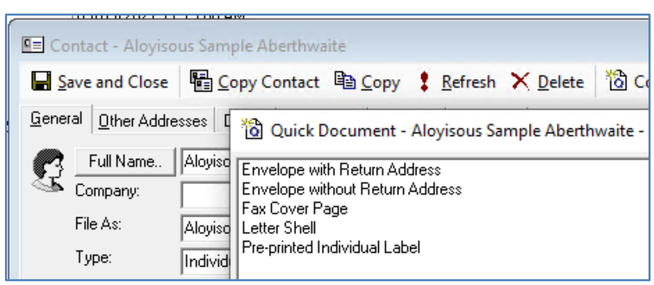


More Contact Features

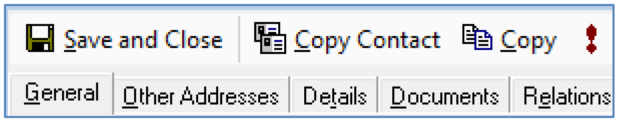
Correspondence to Contacts

The **Correspond** dropdown menu located on the Contact Card gives you the option to create letters, envelopes, faxes and labels for the Contact directly from the Contact Card. This feature is convenient when correspondence is being sent to the Client that is not a topic related to a Matter, such as an invitation to a firm event or a congratulatory greeting. A Letter Shell with the current date and the Client's address is generated, and you can continue with the subject line and the body of the letter.





Copy a Contact



This feature is useful to add a new contact with the same address and other contact details, such as a new contact at an existing accounting firm. Click on **Copy Contact**, and a **Copy of Contact** will open. Edit the contact specific fields in the usual manner and **Save and Close**.

Copy a Contact's Information

Clicking the **Copy** button will copy the contact information to your clipboard to be pasted into a word document or email.

Digital signatures

Digital Signatures are administered in the Details tab. Use the **Link** button to find the digital signature file on your network and link it to the Contact Card.

NOTE: You may need to adjust the image file size to have it fit properly on the document signing line.

Social Networking

Social networking links for Facebook, Linked In and Twitter can be entered in the Social Networking tab of the Contact Card.

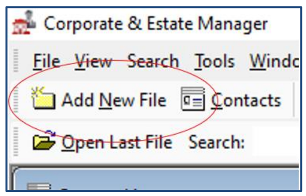
Chapter 2: Incorporate and Organize

Corporation Assistants

The Corporation Assistant are streamlined processes that allow you to incorporate and organize a company quickly and efficiently. You can complete an online incorporation (in available jurisdictions) and create an organization package for a new company in minutes.

Creating a New Corporate Matter

You can create a New Corporate Matter by selecting the **Add New File** button:

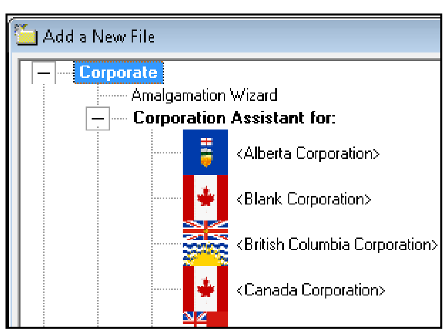


Select the type of file you wish to open. Click on the **+** beside **Corporation Assistant for:** or **Partnership Wizard for:** to display the list of **Jurisdictions**. Select the desired jurisdiction and choose **OK**.

Incorporation Wizard (Before Incorporation)

Corporate Manager ET speeds up the process of completing the filing by using information already entered into the database. For this reason, it is important the "Our Firm" Contact be set up correctly with mailing address and phone number. For supported Jurisdictions, on-line filing directly with the Government Ministry is available. Companies can be incorporated during regular government business hours using Corporate Manager ET. Once filing is completed, the Incorporation date and Corporation Number will automatically be added to the Corporate Matter as well as the Articles of Incorporation directly from the Government Ministry.

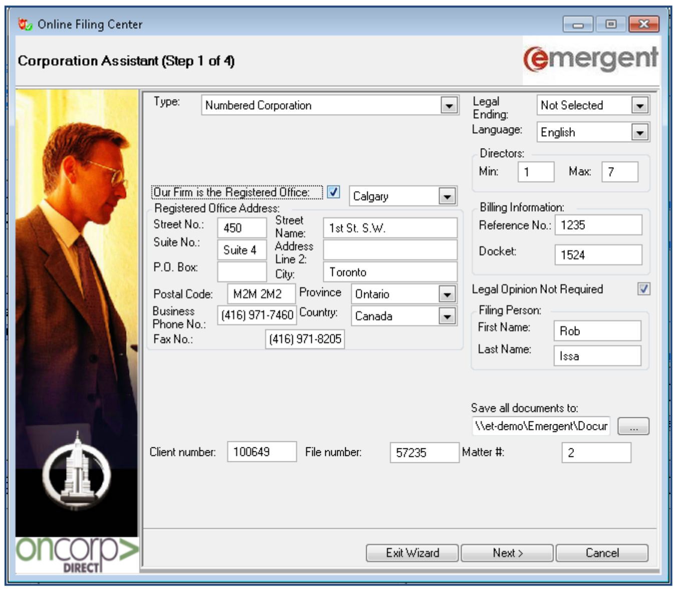
Begin this process by clicking the **Add New File** button, then clicking the **+** next to **Corporation Assistant for** and then selecting the jurisdiction (for demonstration purposes Ontario has been chosen) and **OK**.



You will be asked if the Company has already been formed. Choose **No** to begin the Corporation Assistant.

There are 4 steps to complete the incorporation.

Step 1 – Entering a New Company



This first step gathers information specific to the Company. Choose the Type of Company that is being incorporated:

- Numbered Corporation
- Corporation Name with English Only
- Bilingual Named Corporation
- Corporation Name with French Only

Legal Element

The word "Limited", "Limitée", "Incorporated", "Incorporée" or "Corporation" or the corresponding abbreviations "Ltd.", "Ltée", "Inc." or "Corp." shall be part of the name of every corporation – a corporation may be legally designated by either the full or the abbreviated form.

For a Named Company NUANS Information will also be required, including:

- Company Name
- Date of NUANS Search
- NUANS Reference Number

The Minimum and Maximum number of directors must be defined. These are numeric values and the minimum number of directors must be less than the maximum number of directors.

The Registered Office Address of the Company is required. You can either enter the address into the fields manually, or, if your firm is acting as the Registered Office, you can use the Our Firm is the Registered Office check-box to quickly enter the Registered Office Address Information.

Track Billing information by entering your Reference Number and Docket Number. This is not a required field.

For most situations, a Legal Opinion is not required, however, if the name is being duplicated, Companies and Personal Property Security Branch policy requires that a legal opinion accompany the articles being filed. The legal opinion must be by an individual lawyer **(not a law clerk of the firm).** If a Legal Opinion is required, remove the checkmark next to Legal Opinion Not Required. The Legal Opinion name will be entered in Step 2 of this process.

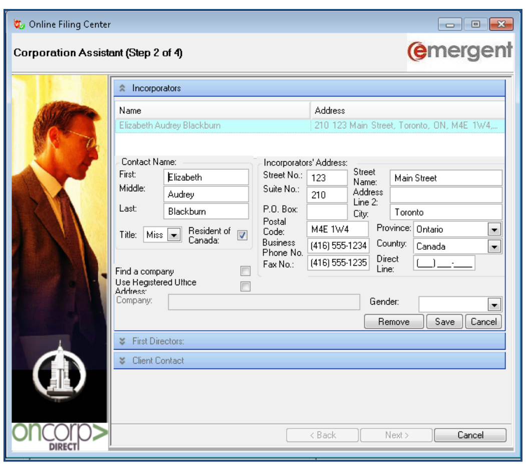
The Filing Person is the person at the firm doing the actual filing. The name entered here will be remembered and will be used the next time a filing is done. If a different person is doing the filing, simply change the first and last name.

Once Step 1 of the Corporation Assistant is complete, click **Next**.

Step 2 – Entering Client Information

Step 2 of the Corporation Assistant will ask for Incorporators, First Directors and Client Contact.

Whenever adding a principal, first search the database to see if this Contact already exists. Enter either part or all of the first name; part or the entire last name or both and click the **Search** button to search for a Contact to add the existing Contact to this corporation, or commence the New Contact Card process as explained previously. If changes are required, click on the name and choose **Edit**. Once complete, choose Save to update the information or the Contact can be deleted from this Matter.

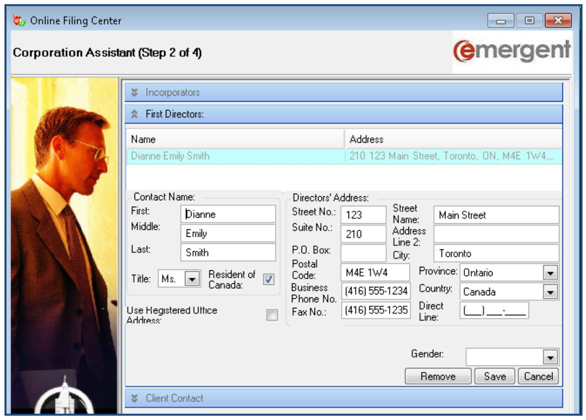


Click on any of the blue headings to add the Incorporators, Directors and Client Contact.

The Incorporator is not necessarily a director. You can enter more than one incorporator or move on to adding directors.

Adding a First Director follows the same process as an Incorporator, with the exception of choosing a Company as a director. *Only individuals can be first directors*. If a Contact does not exist, select **New**

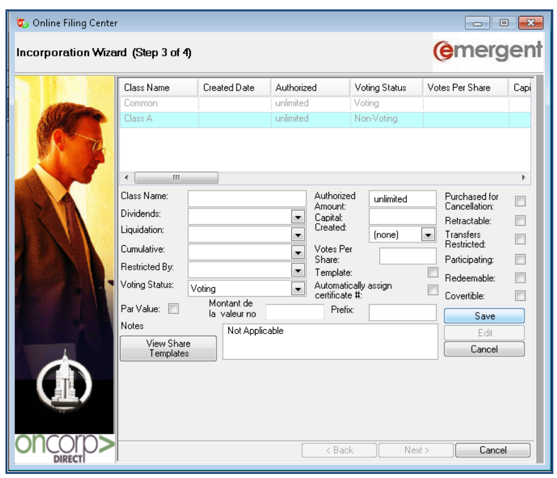
Contact and enter the name and address information for this Contact. To speed up address entry, you can use the registered office address entered in Step 1 for this Contact address.



The Client Contact is the primary contact of this Company. This is usually the person who gives the instructions or that you correspond with at the Company. The Client Contact is entered the same way as the First Director. Search for an existing Contact or add a new one.

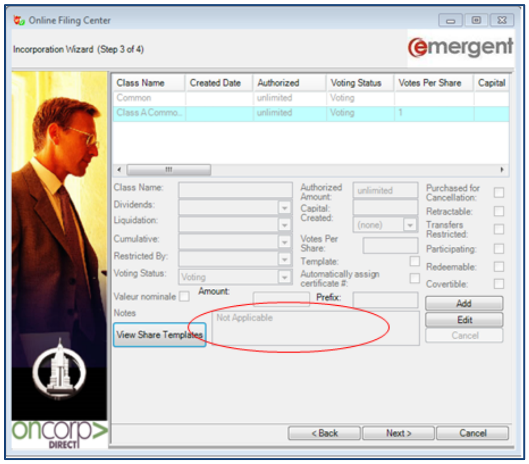
Once Step 2 is complete, click **Next**.

Step 3 – Create Share Classes

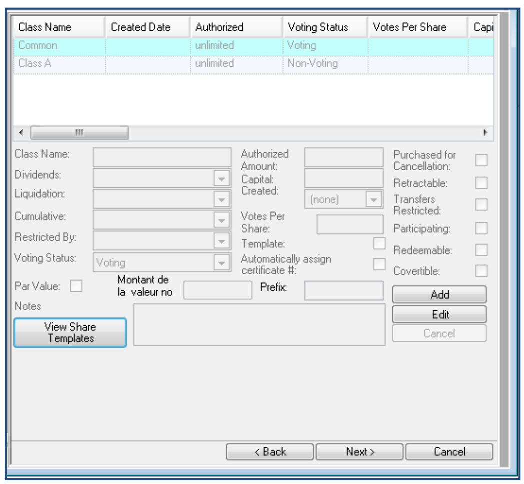


In this step of the Corporation Assistant, the share classes are created for the Corporation. There are two options for entering a share class:

1. Create a NEW Share Class: Select the **Add** button and define the class name. The **Voting Status** defaults to Voting, the **Number Authorized** defaults to unlimited and the **Date Created** is the current date. Any of the default values can be changed by the dropdown menus and any additional information can be entered. Restrictions can be entered in the text box, or, if there are no restrictions on the share class, enter Not Applicable on the Restrictions field. Click on the Template box to make this Share Class available for all future Share transactions and automatically assign certificate prefixes and numbering as discussed in Automatic Certificate Numbering. When complete, click **Save**.



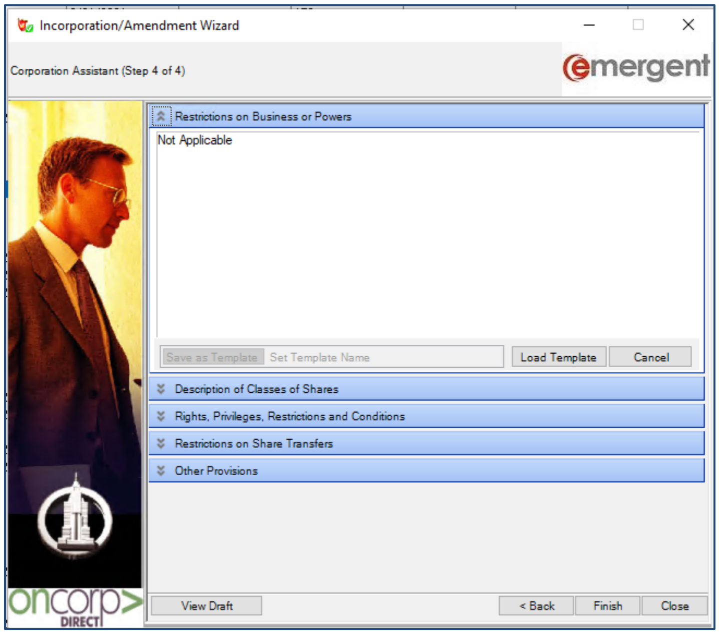
2. The other option for entering share classes is to select a class structure that already exists in the database. Choose **View Share Templates** and you will be presented with all of the share classes in the database.



Click on the desired class and choose **Select Template**. At this point, click on **Add**, **Edit** or **Delete** to add or modify any of the existing classes and then choose **Save** for each class.

Once complete, click **Next** to go to Step 4.

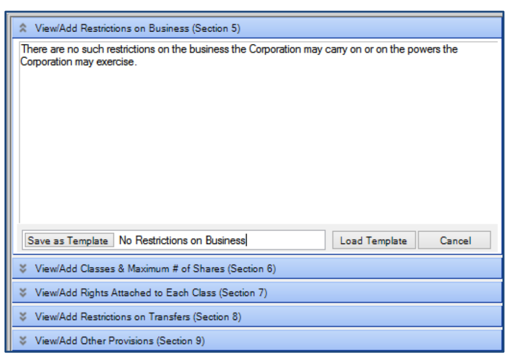
Step 4: - Enter Provisions



The final step of the Corporation Assistant is to enter the Restrictions on Transfers and Other Provisions for the company.

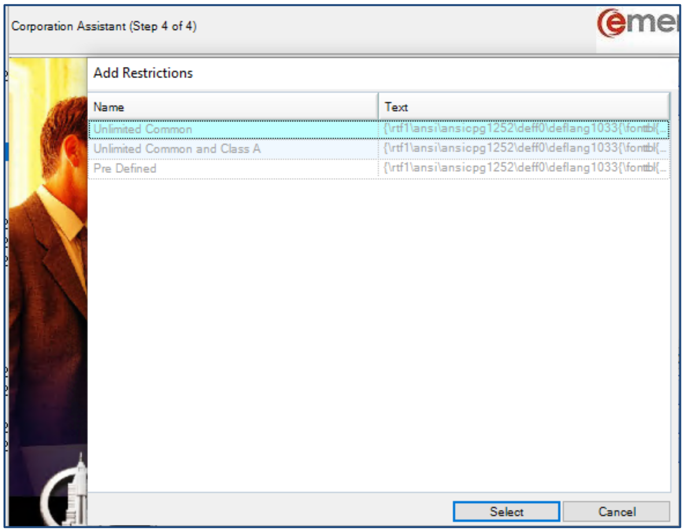
There are two ways to enter text into these fields.

1. Type, or copy and paste the text into this field. Once new text has been entered, the option to save this text as a template for other Matters in the future appears. If you choose to save this text, give the template a name and choose **Save as Template**.



This will establish the restrictions for this company, and make it available as a text template for future use in other corporations.

2. The second option is to select the item from an existing saved template. Choose **Load Template** and select the item from a saved list of templates.



This will place the text into the window.

To generate a draft copy of the articles of incorporation, simply select **View Draft** from Step 4 of the Corporation Assistant.

Click **Finish** to open the Matter to the Overview Tab.

Draft Process

Some Filings may require client approval, which may take some time for the client to provide. In this case, use the draft process to complete the filing by following these steps:

1. In Step 4 of the Incorporation Process, select **View Draft** to generate a draft copy of the articles. If you wish to view the draft articles in word format, click **No** when asked if you wish to view the draft in the Ministry format. Clicking yes will initiate the OnCorp log-in process and the .pdf will be retrieved.
2. Choose **Finish** and when asked to file the Articles of Incorporation online, click **No**.
3. Once approved, reopen the Matter from the Corporate List and proceed through **Common Tasks** to recommence the Incorporation process, make any necessary changes and then click **Finish**.

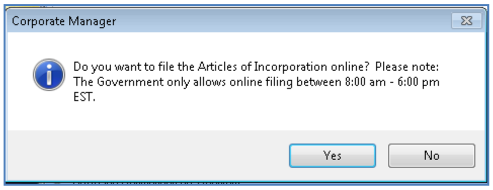
Generate Articles

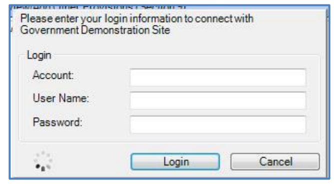
You can Generate Articles to print directly from Corporate Manager ET by clicking on the **Common Tasks** button and choosing **Generate Articles**. You may then follow your usual Provincial registration procedures.

File Online (Ontario and Federal Filings Only)

If the answer is **Yes** to filing the Articles of Incorporation online on Step 4, you then can enter your OnCorp login information and click **Login**.

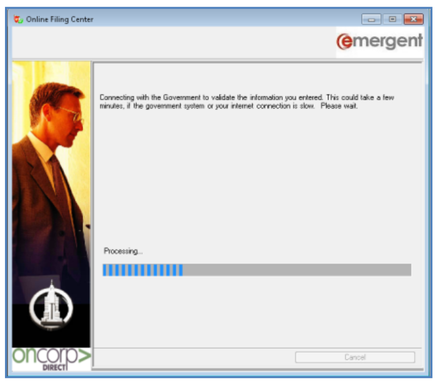
After choosing **Yes** on the next screen, you then can enter your OnCorp login information and click **Login**.





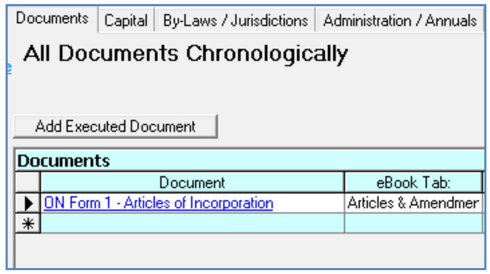
The Corporation Assistant will then review your submission for errors/omissions. If errors are found, you will be returned to the Corporation Assistant, errors will be listed at the bottom of each step, and you can fix your errors and proceed with the filing. Warnings can be fixed as well, but are not required to be fixed before submitting.

Once all errors are corrected, the filing process will begin. This may take a few minutes,. **Please be patient**. A message will appear once the filing is completed. While waiting, you can continue to work in Corporate Manager ET.



Once the Company has been incorporated, you will be notified of the incorporation number and that the process is completed.

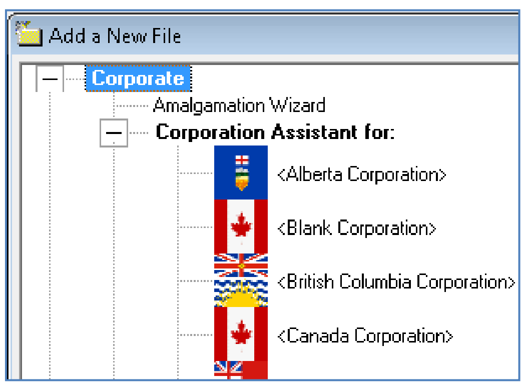
Click **Continue** to open the Articles of Incorporation in either Emergent or Government format. Corporation or select the Documents Tab and click on the Articles of Incorporation underlined in blue to view the filed documents.



Organization Wizard (After Incorporation)

If the Incorporation Wizard was used to enter the initial information, then the next step is to open the existing Corporate Matter, select **Common Tasks** > **Organize this Company**. The information entered using the Incorporation Wizard will already be entered in the Organization Wizard.

If the Incorporation Wizard was not used to create the new corporate matter, then begin this process by clicking the **Add New File** button, then clicking the **+** next to **Corporation Assistant for** and then selecting the jurisdiction (for demonstration purposes Ontario has been chosen) and **OK**.

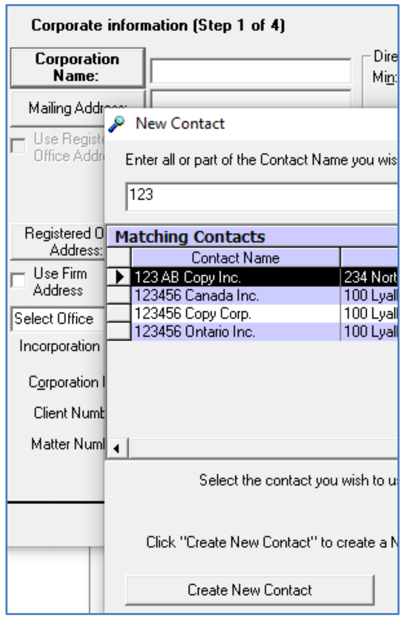


You will be asked if the Company has already been formed. Choose **Yes** to begin the Organization Assistant.

Step 1 – Address and Corporate Information

Click on the **Corporation Name** button to start the name search. Remember, the less precise your search terms, the better your results. Click on **Create New Contact** to add the new corporate name.

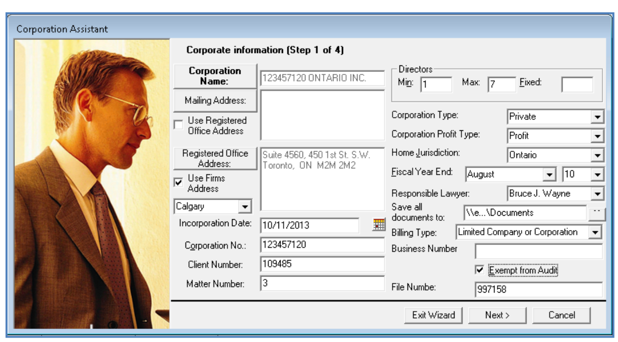
Note: *if the name is in the search results, cancel the search form AND the Organization wizard to verify the corporation has not already been added or started.*



Click on the **Mailing Address** button and enter this company's mailing details and phone numbers. Click on the **Registered Office Address** to enter the details, or check **Use Firm Address**. If there is more than one office location, set in the Office dropdown. There is also a tickbox if the Registered Office Address is the same as the Mailing Address.

Enter the **Incorporation Date** and **Corporation Number**. The Incorporation Date will be used as a default in the following steps.

Enter the **Number of directors** (Min, Max and Fixed), select if the Company is **Private** or **Public** and whether they are **Profit** or **Non-Profit**, set the **Fiscal Year End** and whether it is **Exempt from Audit**. If the Fiscal Year End is not known, it can be entered later.

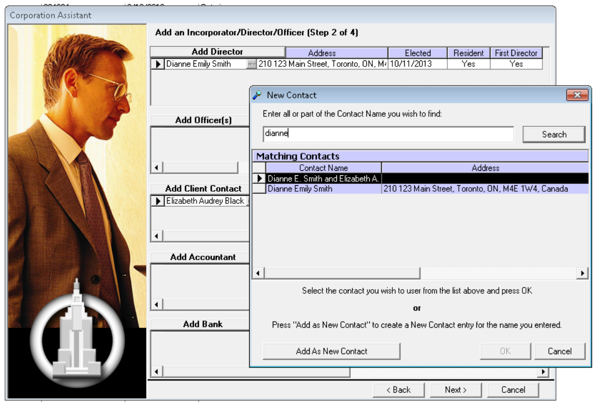


At this point, you can also enter internal firm details, such as Client, File and/or Matter Number and choose the Responsible Lawyer. The list of Responsible Lawyers is made up of all Contacts in the database that are already entered as *Employees*. If the Lawyer is not in this list, leave the field blank and add the Responsible Lawyer to the Administration tab after finishing the other steps in the Corporation Assistant. Once the Responsible Lawyer has been added as Timekeeper to a Matter, they will appear in the dropdown.

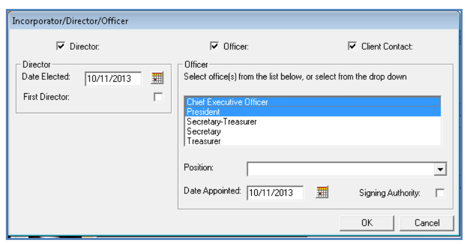
You can also have all documentation saved to a specified location, such as the client's sub-directory in the Network. ***Note***: *Long file paths will not save automatically, as there is a character limit.*

Once Step 1 is complete, click **Next**.

Step 2 – Appoint Directors and Officers



This step adds the additional Corporate Contacts. To Add a Director, click on the **Add Director** button to start the search process and enter the name of the Director being added. You can add new contacts at this point by clicking on the **Create New Contact** button and following the steps outlined in the Entering New Contacts Section. Again, the less precise your search terms, the better the results. If necessary, select whether they are a First Director. You can also choose if this person will be the **Client Contact**, and/or any **Office** held by this Director using the check boxes and dropdown menu.



To Add an Officer, click on the **Add Officer** button and enter the name of the Officer to be added. At this point, choose the **Office Position** from the dropdown list. Choose Custom Office to activate a text box for the custom office title. Check **Signing Authority** if this officer will sign for the Corporation. A person may hold more than one office at the same time, however each office will be shown separately, i.e. Secretary and Treasurer will be treated independently. This will be helpful if the person resigns as Treasurer, but stays on as the Secretary of the Corporation.

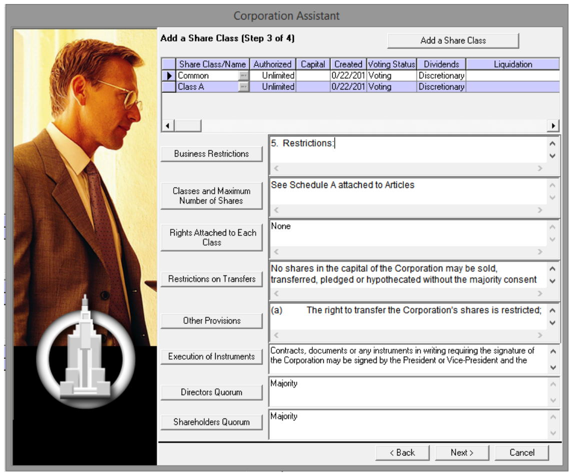
Following the same process, enter the Accountant and Bank, if known.

Clicking on the ▭ beside each of the names will give you an option to either **Edit** or **Delete** a particular entry in the Add Director or Add Officer section.

Selecting **Delete** will remove the Contact from the corporation *but will not delete the Contact from Corporate Manager ET.*

Once Step 2 is complete, click **Next**.

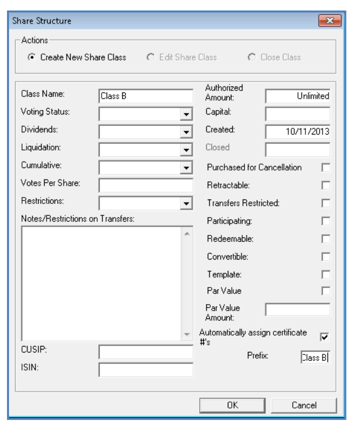
Step 3 – Create Share Classes



If you did not use the Incorporation Wizard to form the corporation, create a New Share Class, using the **New Share Class** button.

Enter the **name of the class** and select the **Voting Status** from the dropdown menu. Enter the **Number of Shares Authorized** and set the **Created Date** and any other attributes on the dropdown menus.

This is also where the share properties are fixed and any Notes and/or Restrictions on Transfers can be entered.



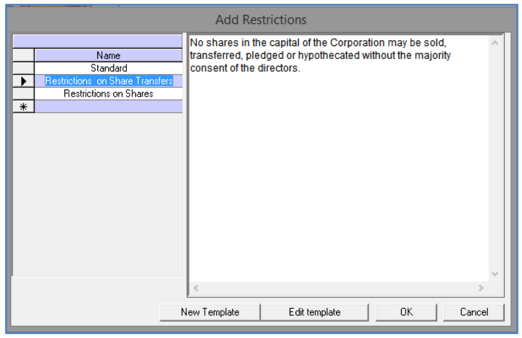
Once the share classes have been entered, then click on the buttons for

- Business Restrictions
- Classes and Maximum Number of Shares
- Rights Attached to Each Class
- Restrictions on Transfers
- Other Provisions

and enter any requirements for the Execution of Instruments and the Director and Shareholders Quorum requirements.

If the Incorporation Wizard was used, these sections are already in the Organization Wizard.

You can either enter the text manually, cut & paste from a word document or select **Load Templates.**



On the right, select the Template that you want to add and then click **OK.**

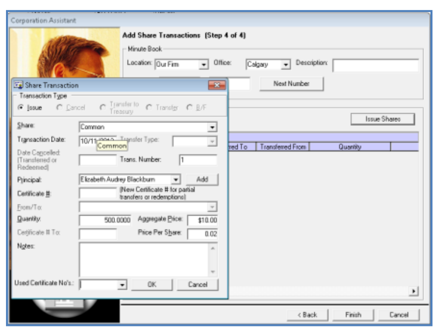
Select **OK** again to save the details.

The above information will be displayed (and can be revised) on the By-Laws/Jurisdictions Tab in the By-Law/Quorum section of the Matter.

Once Step 3 is complete, click **Next**.

Step 4 – Issue Shares

The final step of the Corporate Assistant is to issue shares.



Click the **Issue Shares** button and select the Share class in the dropdown. If you did not create a class in Step 3, cancel the Share Transaction form and go back to Step 3 to create the class.

The **Transaction Date** will default to the date of incorporation. Select an existing Contact (or add a new one). Enter the **Certificate Number** (if auto-numbering was not used) and the **Quantity**. You can also enter the **Aggregate Price**, **Certificate Location** and **Notes** if required. After entering the **Aggregate Price**, the **Price Per Share** will automatically be calculated. Similarly, entering the Price Per Share will automatically calculate the Aggregate Price.

Once completed, all of your share issuances will appear in the list displayed in Step 4.

Select the **Finish** button to close the Corporation Assistant and open the new Corporate record.

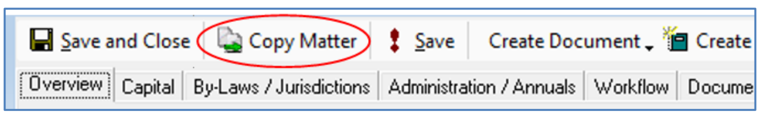
Generate Organization Package

The final step for creating this new company is to generate the organization package. Click on the **Common Tasks** button on the Toolbar and **Generate Organization Package**. All the necessary minute book documents will be produced, including by-laws, resolutions, consents, subscriptions, registers, etc.

If you are using custom documents, the Organization Package will be found in **Create Documents > All Documents > Packages**.

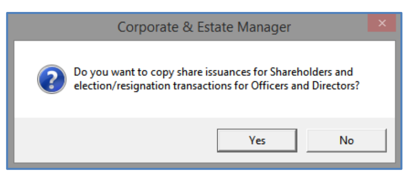
Copy Matter

There are two reasons this feature will be used. One is when a client incorporates multiple times, always using the exact same corporate structure, and the other is when a particular corporate structure is needed, such as a professional corporation, but the Principals are always different.

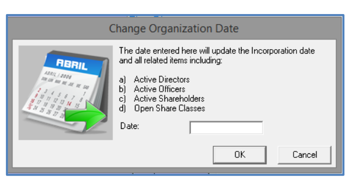


Click the **Copy** Matter to begin the process. There will be a prompt confirming that you wish to copy the Matter. After **OK** you will search the new corporate name in the usual manner.

After the corporate name is created, you will be asked whether to copy the Directors, Officers and Principals.



Yes will copy Directors, Officers, Shareholders and Share Transactions, but does **NOT** copy information specific to a corporation such as Incorporation Date and Incorporation Number, etc.



You will then be prompted to enter the new Organization Date (Incorporation Date). This will change the election and share transaction dates from the original Matter to the new Matter. After the new Matter is created, you can either enter the new incorporation date on the By-Laws/Jurisdiction Tab, and amend the information on the Administration Tab to reflect new file numbers, Minute Book Box Number, etc. or use the **Common Tasks > Organization Wizard** to enter the specific corporate information.

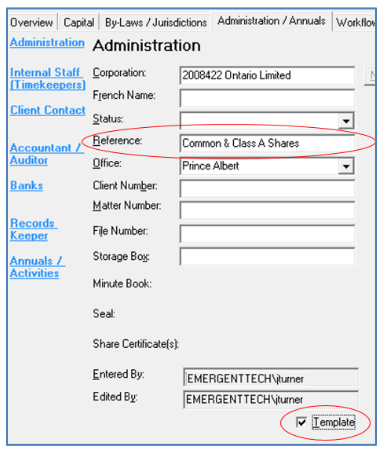
No will create a Matter with only the share structure and rights and restrictions. This is useful when a new Template Matter is needed as set out below. Entering a name and date are requirements to get to the next step, but it can be the current date and even just a single letter in the name field.

Template Matter

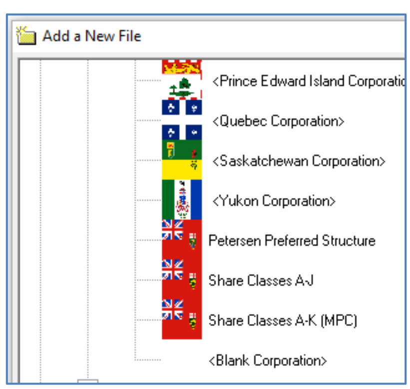
A corporate structure that is used often, such as a certain Share Class structure, can be set as a Template that will then be included in the New File List.

Either choose an existing Matter to copy as set out above without the Directors, Officers and Shareholders, or start the Incorporation Wizard as you would to create a matter, but only entering the necessary structure information in steps 1, 3 and 4 of the Wizard.

After completing the Wizard and the "blank" matter opens, go to the Administration Tab and name your template in the **Reference** field and activate the **Template** check box.



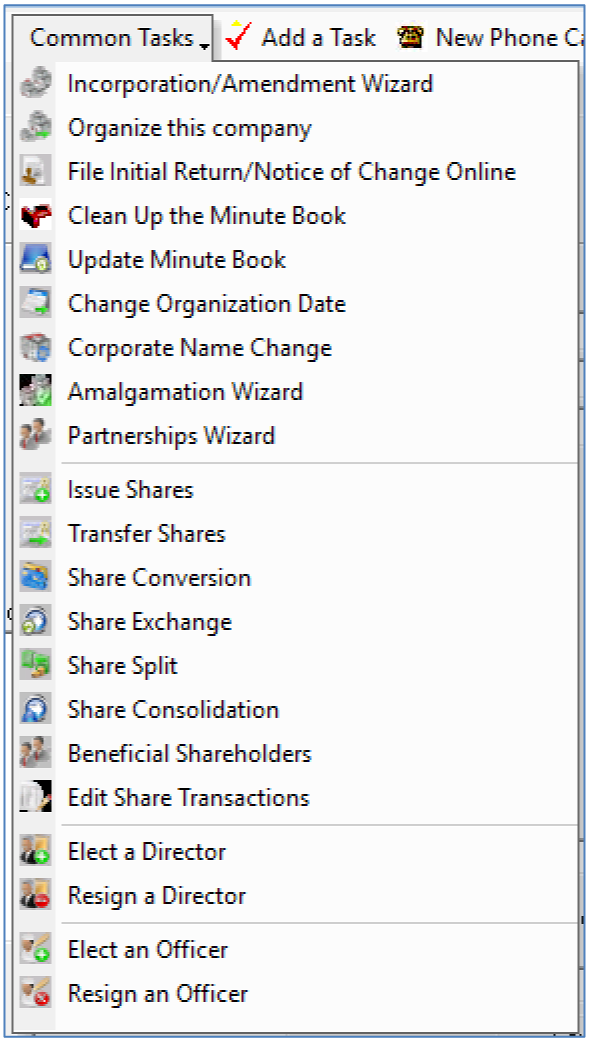
The Template has now been added to the New File list for firm-wide use. Selecting the Template will commence the new matter process in the usual manner.



Chapter 3: Common Tasks

This is the starting point for the most common actions required to organize and maintain a company. It is separated into three distinct functions.

- General Corporate Structure
- Share Transactions
- Directors and Officers



The Common Task feature allows you to quickly process any of these items with easy-to-use Wizards that simplify these steps and speed up data entry.

Note: *All date fields in these Wizards prepopulate with the current date. Ensure these are changed to the date of the transactions.*

General Corporate Structure

Note: *All date fields in these Wizards prepopulate with the current date. Ensure these are changed to the date of the transactions.*

Incorporation/Amendment

This task starts the Corporation Assistant for incorporations. This Wizard should only be started from the Common Tasks to continue the process. To start a new matter, start from Add New File. ***Note:*** *Online Filing will be available at a future date.*

Organize this Company

Continuing from the incorporation process, the Organization Wizard quickly gathers all of the information necessary to complete an Organization of a Company. This Wizard should only be started from the Common Tasks to continue the process. To start a new matter, start from Add New File.

Clean Up the Minute Book (Ontario only)

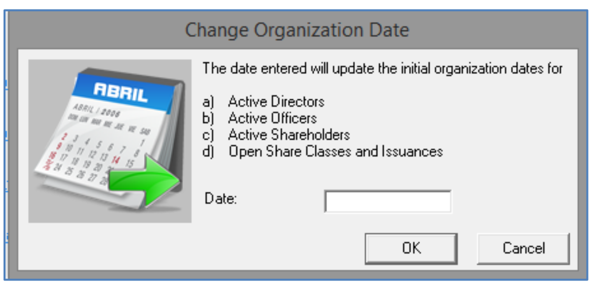
This feature will be available at a future date.

Update Minute Book

This feature will be available at a future date.

Change Organization Date

Change Organization Date will change all election and share creation/issuance dates. The organizational documents will have the signing date changed to the chosen date as well.



The Change Organization date feature will update the following Dates:

- Election Dates of Directors
- Election Dates of Officers
- Share Issuance Dates
- Share Class Creation Dates

Note: *Because changing the date has a substantial impact on data, you will only be able to change the date until any changes in shareholdings are made. Once share changes occur, Corporate Manager ET will determine that these dates are set and will not allow this change.*

Corporate Name Change

The Corporate Name Change provides the same process available through the Name Changes button on the Contact Card. Please see Name Changes in the Contact Card Section for further information regarding this feature, including steps to re-issue shares in the new Corporate name.

Amalgamation Wizard

This Wizard should only be started from the Common Tasks to continue the process. To start a new matter, start from Add New File. Please refer to the Amalgamation Wizard Section for in-depth information.

Partnerships Wizard

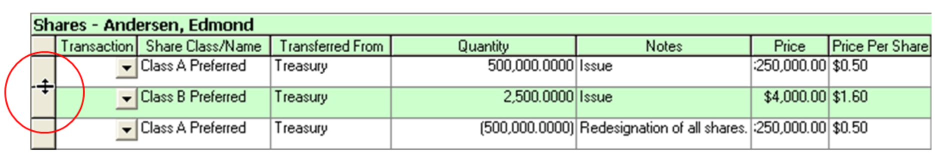
This Wizard should only be started from the Common Tasks to continue the process. To start a new matter, start from Add New File. Please refer to the Partnerships Wizard Section for in-depth information.

Share Transactions

Note: *All date fields in these Wizards prepopulate with the current date. Ensure these are changed to the date of the transactions.*

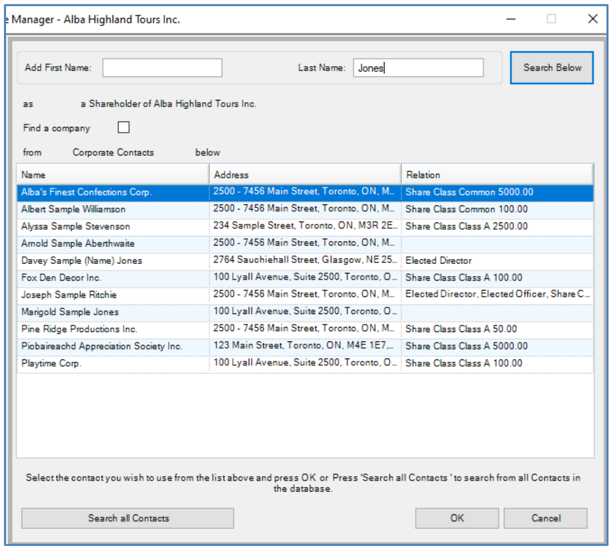
Resizing Rows

If you find the rows become difficult to read after adding a number of share transactions, put your cursor to the far left between any two rows until it turns into an up/down arrow and click and drag the row to the size you would like to view. All the rows in the grid will automatically resize to this new height for all Matters.



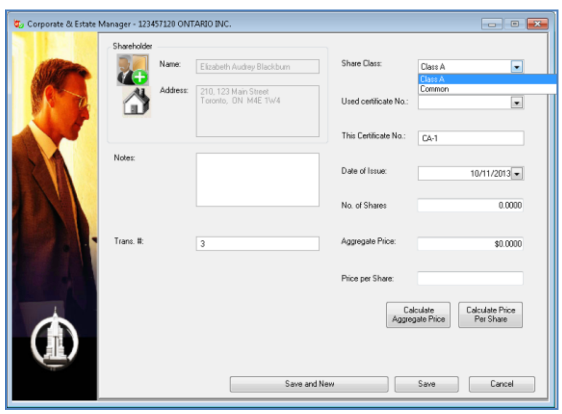
Searching and Adding Principals in the matter

All Wizards start with the list of Principals associated with the Corporation. When using the Search box, **Search Below** searches the current Principals. If the name does not appear, **Search all Contacts** to search the entire Emergent database. Once it's established the contact is not in Emergent, then **Create New Contact** and continue the process. All explanations below will start on the step after selecting/creating the Principal.



Issue Shares

Select the **Share Class** from the dropdown. Enter the **Certificate Number** (if auto-numbering is not being used)**, Date Issued** and **Number of Shares**. You can enter the **Aggregate Price** and **Price Per Share**, or let Corporate Manager ET complete the calculation of the missing item. You can continue to issue additional shares by selecting **Save and New** (this will take you back to the list of Principals) or choose **Save** to finish.



Balance Forward

The “Balance Forward” method can be used when entering information on an existing corporation transferring from another firm to your own firm. Rather than recreating the entire share transaction history of the corporation, use the Share Issue Wizard to issue the final share transaction and in the **Notes** section of the Wizard, enter “- Balance Forward, see Minute Book for transactions prior to (date)” or the firm standard phrase. This can speed up data entry but will limit the available history of the transactions.

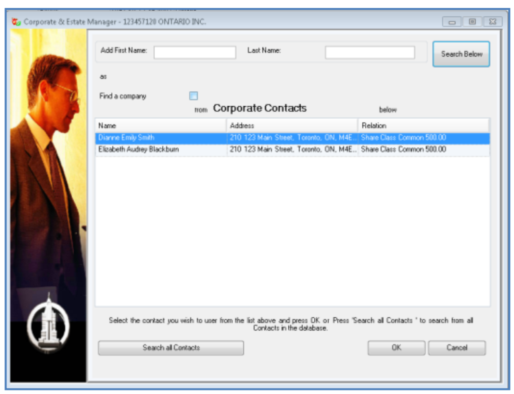
***Note**: If the decision is made later to recreate the share transaction history, the Balance Forward and any subsequent transactions must be deleted first.*

Recreating Historic Share Numbering

As set out in the Create Share Classes section, a share prefix and automatic numbering can be created. If you are re-creating an already existing corporation and the certificate prefix changes through the history of the share class (C-1; Com-2; C-3; Common 4) you can set the final form of certificate numbering during the creation of the Share Class, and then uncheck the box for auto numbering in the **Capital > Share Structure** tab. You can issue shares through the wizard using the historical prefix. After recreating all the historical transactions, turn auto numbering back on. **The next share transaction will need the certificate number input manually and auto numbering will continue from that number onward.** If the prefix is changed without disabling auto numbering, you will get a warning that the prefix doesn't conform.

Transferring Shares

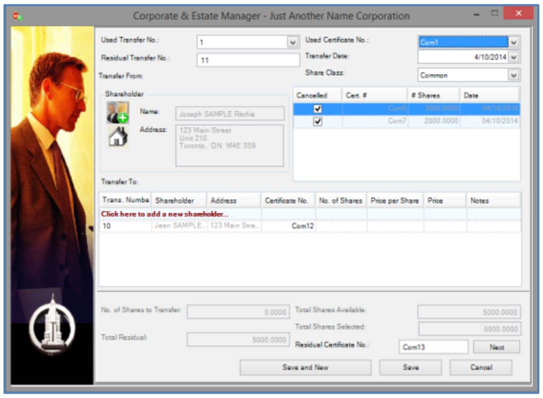
When using the Transfer Wizard, a list of all existing shareholders will be displayed, allowing for the choice of the Shareholder initiating the Transfer. New shareholders can be added as contacts in the usual manner.



The Transfer Form will then appear, allowing for the selection of **Share Class** and **Transfer Date**. Specific share certificates can also be selected for transfer if more than one exists by deselecting the tickbox.

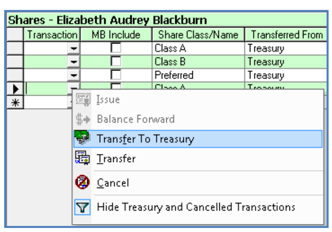
In the **Transfer To** section, **Click to Add a New Shareholder** to add recipients of the share transfer. If the desired Shareholder is not in the principal list, you can add the new shareholder in the usual manner. Enter the **Certificate Number** (if automatic share certificate numbering is not set), **Number of Shares** to be transferred and **Aggregate Amount**. Tab through the fields to activate **Add a New Shareholder** to the list of Transferees until all have been added. Then click **Save** to complete the transaction. **Save and New** will allow a transfer from the same principal, but allow the choice of a different share class.

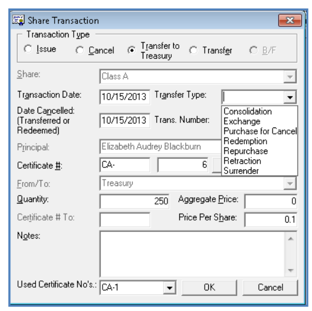
***Note**: Do not click **Save** until you see the **Click to Add a New Shareholder** available or the transfer will not take effect.*



Transfer to Treasury

This is the only share transaction that cannot be performed through the **Common Tasks/Share Transfer** wizard. Select the down arrow on the specific line for the share transaction to be returned to treasury and select **Transfer to Treasury** from the list. If more than one is being returned, or if it is a partial Transfer to Treasury, select the most recent and start the process. All will be returned in the one step, or a residual will be automatically created.



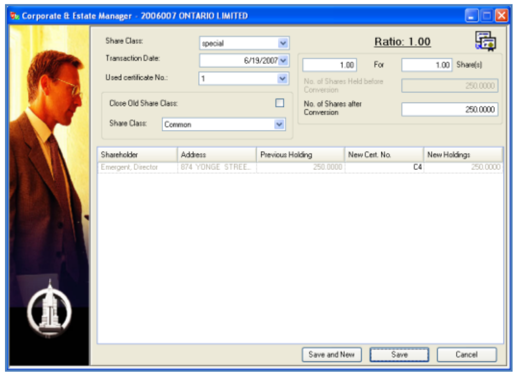


Date Cancelled (Transferred or Redeemed): Enter the date of this Transfer to Treasury transaction.

Transfer Type: Select the type of Transfer in the dropdown. (Do not select Consolidation or Exchange as there are specific Wizards for those processes.)

Share Conversion (Class Rename/Class Redesignation)

This Wizard is used when there is any form of change to a Share Class, whether Name, Rights and Restrictions, or changing from one class to another. This process can also be used to close the previous class.

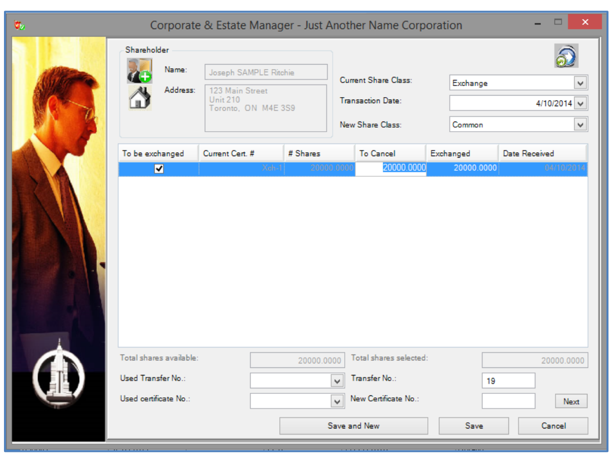


Select the share class to be converted from the **Share Class** dropdown. All the shareholders of that class will then be displayed. Select the **Name or Create the New Share Class** and whether the old class should be closed. The ratio of shares to be held after the conversion can be changed such as a “1:3” ratio. New Certificate Numbers can be entered if automatic numbering has not been activated.

NOTE: *The original share class must have the Convertible column checked for this feature to be available.*

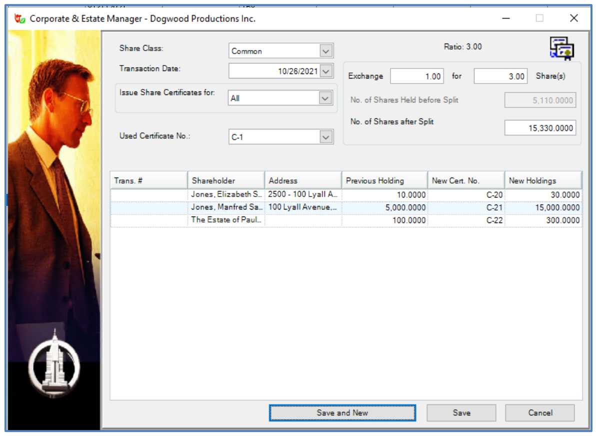
Share Exchange (S.86)

Unlike the Share Conversion, where an entire share class is changed, this is when a single shareholder is exchanging one class of shares for another. Select the Shareholder and click **OK.** Choose the Share Class to be exchanged and the New Share Class. You can then enter the number of shares being exchanged, and the number of shares being issued in the new Share Class. This can be a partial or a full exchange. The original share certificate will be cancelled and the new share certificates will be issued. Only one class can be exchanged at a time.



Share Split

Choose the **Share Class** to be split and all the shareholders of that class will then be displayed. The ratio of shares to be held after the split can be changed such as a “1:3” ratio (one share for three new shares). New Certificate Numbers can be entered if automatic numbering has not been activated.



Ratio

Enter the **Ratio** of new shares for old shares, the Wizard will perform the new shareholding calculations automatically.

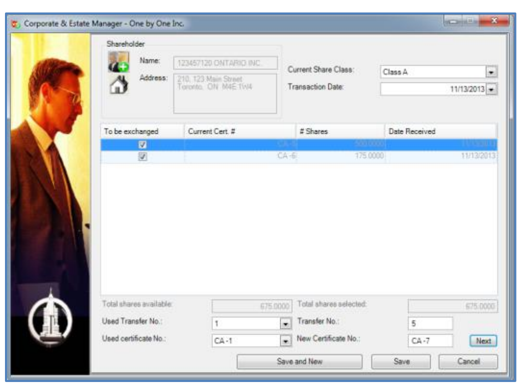
Cancel or Keep Existing Certificate

You can elect to cancel all existing certificates and issue new ones in the total number for the shareholder for that class, or keep existing certificates and issue new ones for the difference in the number of shares now held by the shareholder. If automatic share certificate numbering is not used, also enter the new certificate numbers.

Click **Save** and the Share Split will be processed. New share certificates can be issued for either the entire new number of shares or the only the difference.

Share Consolidation

If a Shareholder has a number of share certificates in a share class and wishes to consolidate them into one certificate, select the Shareholder and click **OK**. On the next screen choose the class of shares being consolidated and the **Transaction Date** and click **Next** to automatically generate the next share certificate number, then **Save**. The original share certificates will be cancelled and will show in the transaction history as "Cancellation – Share Consolidation" and the new share certificate will be issued.

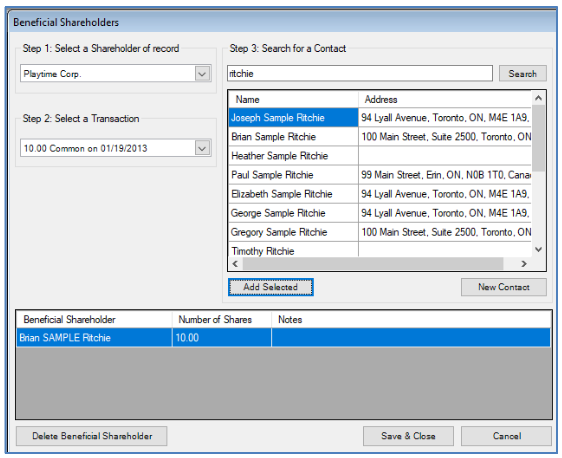


Beneficial Shareholders (Significant Control)

Once shares have been issued, it may be necessary to define the Beneficial Shareholders. This is mostly used for corporate shareholders, trusts, etc. Use the Beneficial Shareholder wizard to identify the individual(s) controlling the Shareholder of Record.

Step 1 – select the Shareholder of Record in the dropdown
Step 2 – select the share transaction
Step 3 – search for the Beneficial Owner and either select from the list or create the new contact card in the usual manner and click **Add Selected**. Repeat until all Beneficial Owners have been added, then click **Save & Close**

The number of shares will calculate automatically based on the number of Beneficial Owners, but can be manually overwritten if necessary.

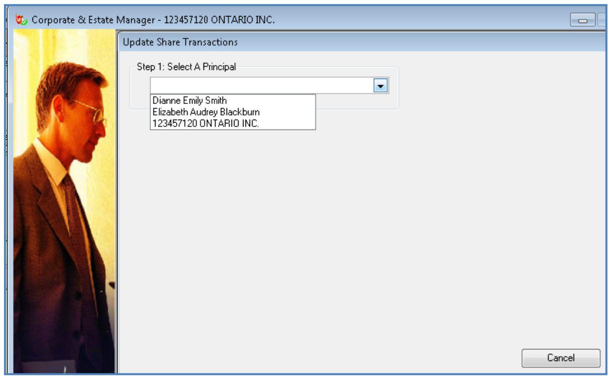


To edit or remove Beneficial Owner Transactions, open the wizard and select the transaction.

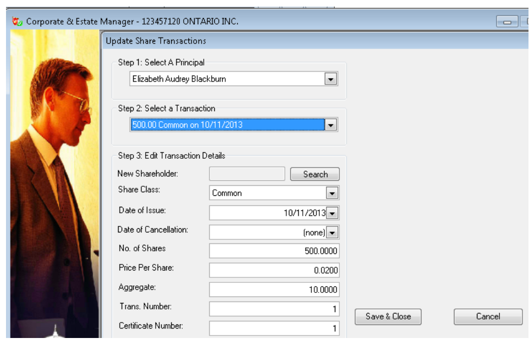
Edit Share Transactions

This feature should ONLY be used for the most basic of editing, such as to change shareholder, dates or certificate numbers on original share issuances. THERE IS NO "ARE YOU SURE" PROMPT IN THE COURSE OF EDITING. SAVE & CLOSE COMPLETES THE ACTION.

There are many background calculations that occur in most share transactions and editing one but not others will affect the accuracy of the matters. **If changes must be made to more complex share transactions, delete the affected transactions and start over.**



Select a **Principal** from the dropdown menu, then Step 2 – **Select a Transaction**, and then continue to - Step 3 – **Edit Transaction Details.**

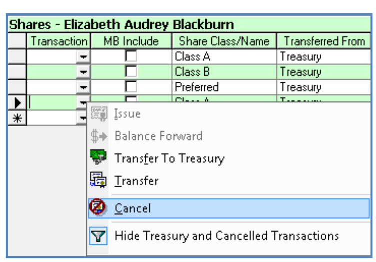


Select **Save** to save your edits.

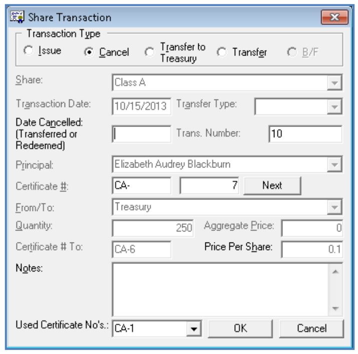
Note: *The editor will only edit one transaction at a time. If you are editing transfers, splits, etc. you must edit each individual transaction.* ***Again, it is recommended that more complex transactions be deleted and done over.***

Cancel Share Transactions

Select the **down arrow** for the transaction you want to Cancel and then select **Cancel**. Enter the reason for cancellation in the Notes section.

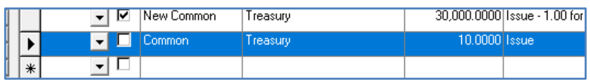


Do not use Cancel to correct a mistake in a share transaction. If you need to remove a Share Issuance because of an error, delete the entire transaction using the keyboard delete method below.

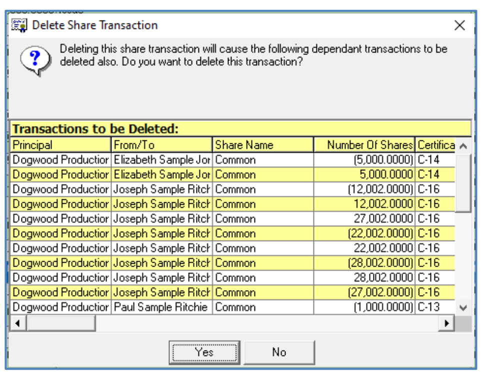


Delete Share Transactions

Share transactions can be deleted if a mistake was made. Place your mouse on the line and click to display the arrow to the left of the transaction to highlight the row and press **Delete** on the keyboard.



If there are related transactions to this transaction, such as a transfer, they too will be deleted. Corporate Manager ET will provide information about the related transactions as confirmation. When **Yes** is selected, this transaction and most related transactions will be deleted, however review the remaining share transactions to ensure all are deleted before redoing the transaction.

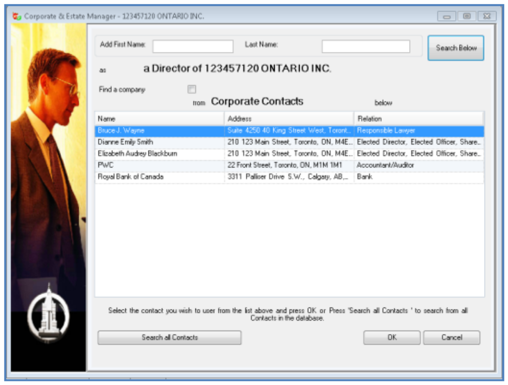


Directors and Officers

Note: *All date fields in these Wizards prepopulate with the current date. Ensure these are changed to the date of the transactions.*

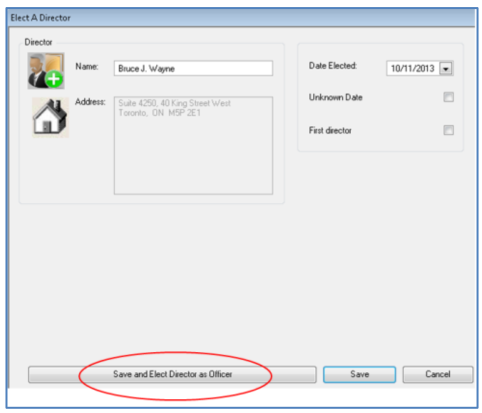
Elect a Director

To Appoint a Director, select the required **Contact** and choose **OK** or add a new contact in the usual manner.



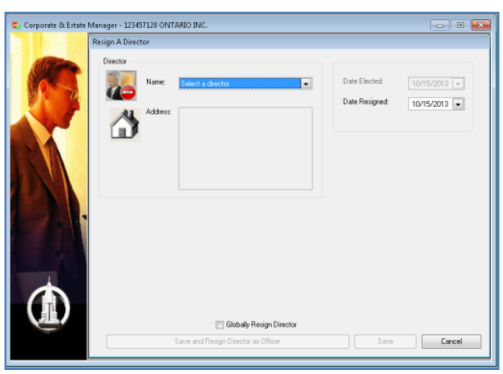
Enter the date and choose **Save**

You can also choose to add this **Contact as an Officer** at the same time by selecting **Save and Elect Director as Officer**, then choose the **Office** and **Save.**



Resign a Director

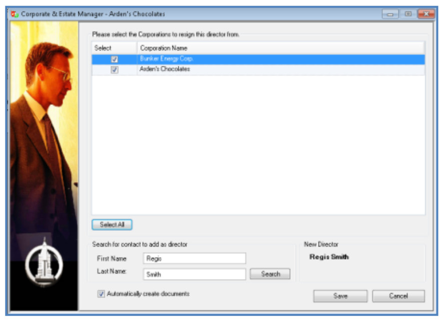
Select the **Director** from the dropdown list and complete the **Date Resigned**, then **Save** to update the changes.



Replace a Director/Global Resign

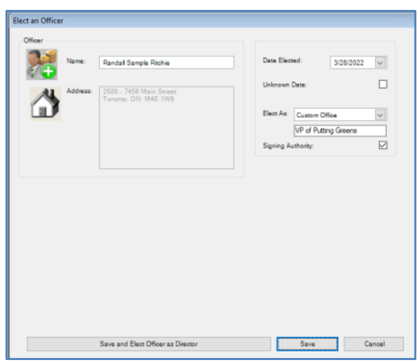
The Resign a Director feature can **Resign or Replace a Director** from all or any of the corporate Matters that they are a director of, by selecting the **Director,** check the **Globally Resign Director** and click **Save**.

The list of the Corporations they are a Director of will display. Select the Corporation(s) the Director is resigning from. A **New Director** can replace the resigning director in the selected corporations during the same procedure by searching for and choosing or adding as a new contact in the usual manner. Replacement packages can also be created at the same time for each Corporation by using the Automatically Create Documents tickbox.



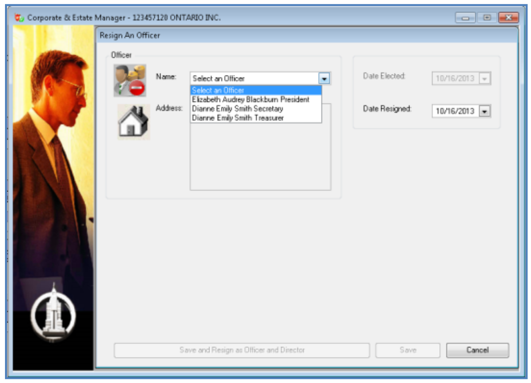
Appoint an Officer

Selecting a Contact and then **OK**, will make your selection an Officer of the current Matter, or you can choose a Contact from the database by entering the name and clicking on **Search all Contacts**. When **Custom Office** is selected in the dropdown, a text box will appear for the custom office title and **Save**.



Resign an Officer

Select an Officer to resign and enter the Resignation Date.



If this Officer is also a director, you can choose **Save and Resign as Officer and Director**.

Edit Director or Officer (Ontario)

Click in the **Notes** table cell and enter **Edit**. This is used for changes in address, etc.

Directorships - Joseph Sample Ritchie														
	Elected	First	Consent	Unknown	Resigned	Unknown	MB Include	Priority	Term	Fee	Bonus	Bonus Date	Notes	
	03/01/2021	☑	☐	☐		☐	☑						Edit	Mana
*		☐	☐	☐		☐	☐							

Removed Director or Officer (Ontario)

After using the Director/Officer Resignation Wizard, click in the **Notes** table cell and enter **Remove**. This is used if a director was appointed by mistake and must be removed from Ministry records. The Removal Date is the appointed date.

Offices - Joseph Sample Ritchie									
	Office Held	Appointed	Unknown	Resigned	Notes	Unknown	MB Include	Priority	Office Description
	President	03/01/2021	☐	09/21/2021	Remove	☐	☑	14	President
*			☐			☐	☐		

Chapter 4: Tabs

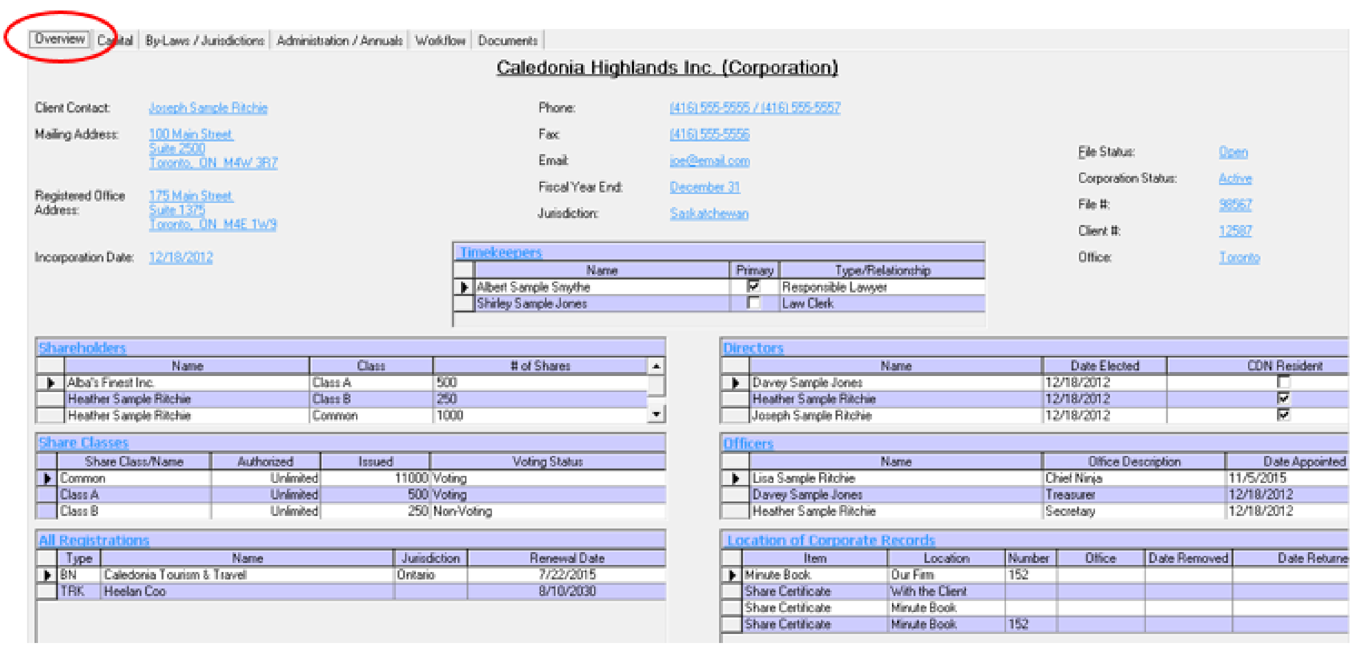
Corporate Matters

This section focuses on the data entry requirements for the Corporate Manager ET. The information required to define a corporate Matter is sorted into various Tabs, as shown in the screenshots.

Following each screenshot, you will find a summary of the type of information required for each of the data entry tabs along with tips for data entry.

NOTE: *Corporate Manager ET does not require that all, or even any, of the data entry fields be completed. However, it is beneficial to enter as much information as possible and keep it updated so that documents and reports reflect accurate corporate records.*

Overview Tab



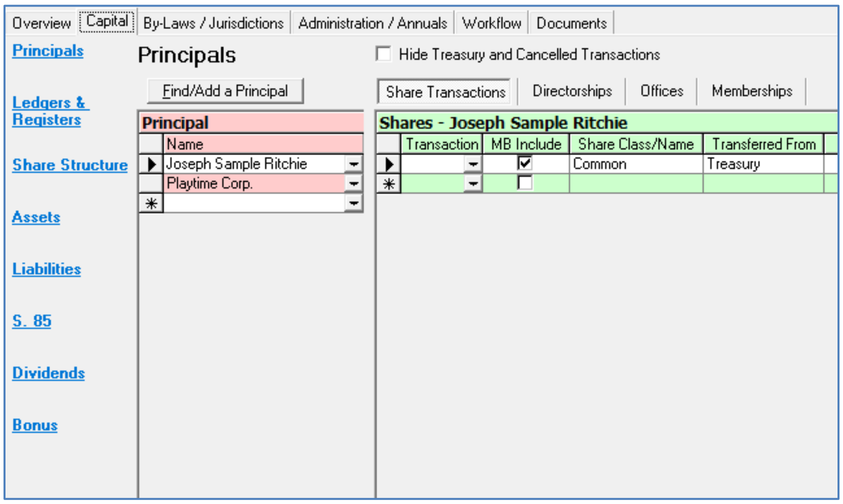
The primary purpose of the Overview Tab is to provide a summary of the corporate structure and provides navigation links using the blue headings on the various sections to the Tab containing that information.

Corporate Contact Information can be accessed by clicking on the Company's name, which opens the company's Contact Card while clicking on the Client Contact's name will open their Contact Card.

Quick links are available for Shares and Shareholders, Directors and Officers. In addition, Registrations and the Locations of Corporate Records are also quick linked. If there is more information than can be seen in the table, scroll bars appear.

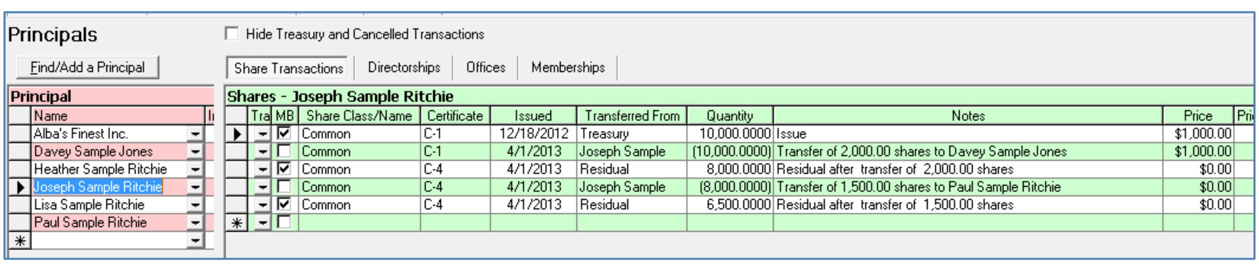
Capital Tab

The Capital Tab is where the transactional based details of the entity such as Shares and Share Structure, Officers, Directors, Members and Incorporators are available for reference. Section 85 Rollovers, Dividends, and Bonuses are also recorded here.



Note: *Column headings can be reordered by clicking on the heading to highlight and a second click/hold to drag it to a preferred position. You will only have to change the column order once, as it will then appear in this location for all Matters as your default view, even after closing and reopening Corporate Manager ET.*

Principals



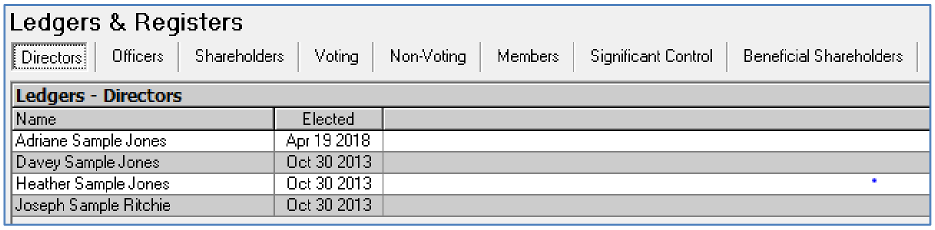
Principals are any persons, companies or other entities that hold shares, offices, directorships (or memberships for non-profits) within a Corporate Matter.

Any number of Principals can be entered for a Corporate Matter. All Principals are viewed on the left side and the details for that Principal's share transactions, as well as offices or directorships, etc. are displayed on the right side of the screen.

Director, Officer and Shareholder transactions are done through the Common Tasks Wizards.

Note*: If the Share Transactions table is lengthy, use the* ***Hide Treasury and Cancelled Transactions*** *tickbox to only display live Certificates.*

Ledgers & Registers

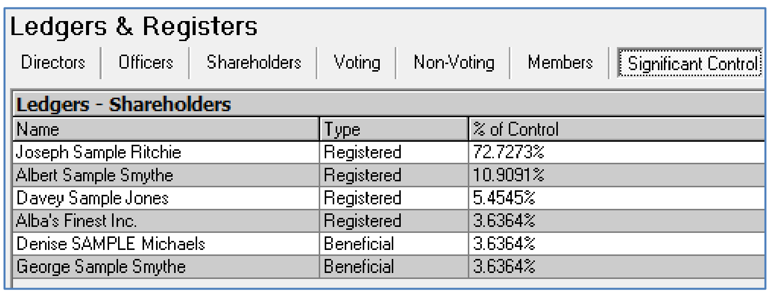


Ledgers - Directors

Name	Elected
Adriane Sample Jones	Apr 19 2018
Davey Sample Jones	Oct 30 2013
Heather Sample Jones	Oct 30 2013
Joseph Sample Ritchie	Oct 30 2013

Clicking through the various headings will display that information. For the complete list of current and resigned principals, the appropriate Ledger can be generated using the Quick Pick dropdown.

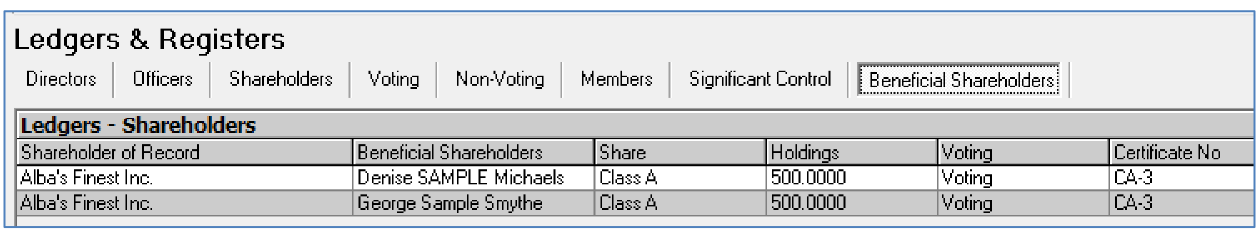
Significant Control displays the Voting Shareholders, along with the percentage of control and whether they are a registered or beneficial shareholder. Calculations are automatic based on the total number of voting shares held by that shareholder.



Ledgers - Shareholders

Name	Type	% of Control
Joseph Sample Ritchie	Registered	72.7273%
Albert Sample Smythe	Registered	10.9091%
Davey Sample Jones	Registered	5.4545%
Alba's Finest Inc.	Registered	3.6364%
Denise SAMPLE Michaels	Beneficial	3.6364%
George Sample Smythe	Beneficial	3.6364%

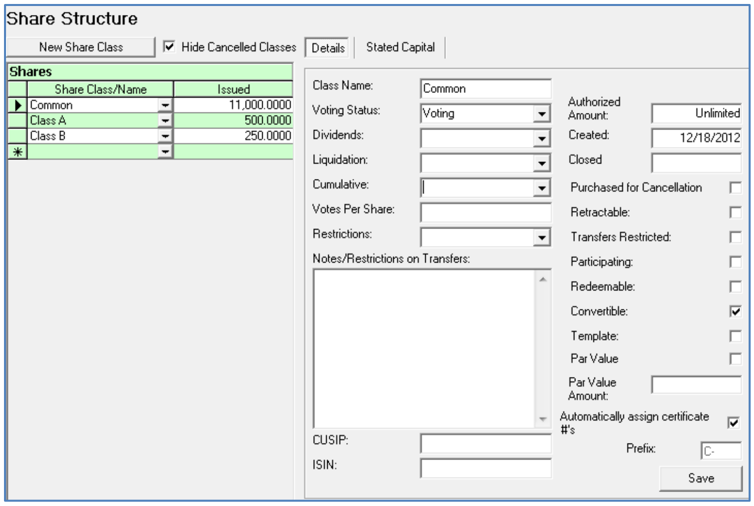
Beneficial Shareholders displays the Shareholder of Record, along with the Beneficial Shareholder, as well as details of share holdings.



Ledgers - Shareholders

Shareholder of Record	Beneficial Shareholders	Share	Holdings	Voting	Certificate No
Alba's Finest Inc.	Denise SAMPLE Michaels	Class A	500.0000	Voting	CA-3
Alba's Finest Inc.	George Sample Smythe	Class A	500.0000	Voting	CA-3

Share Structure



Share Structure is used to track the share structure of the Corporate Matter.

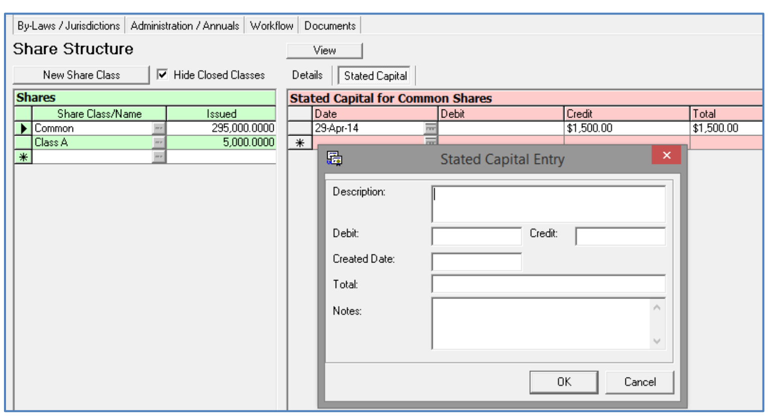
The **Issued** field shows the total of actual share issuances. *This field cannot be edited*.

By default, closed share classes will be removed from view. To see closed classes, uncheck the tickbox next to **Hide Closed Classes**.

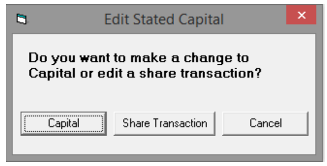
Should you need to edit a Share Class, eg, make it convertible, or turn automatic numbering on or off as discussed in Recreating Historic Share Numbering, change the necessary boxes and click **Save**.

Stated Capital

When issuing shares, Stated Capital tracks the amount paid for the shares by date. If shares are returned to the Treasury, the amount paid by the Corporation is also calculated. If an increase or decrease in the capital of the corporation needs to be made that is unrelated to a share transaction, click on the and choose **New** to open the entry form.

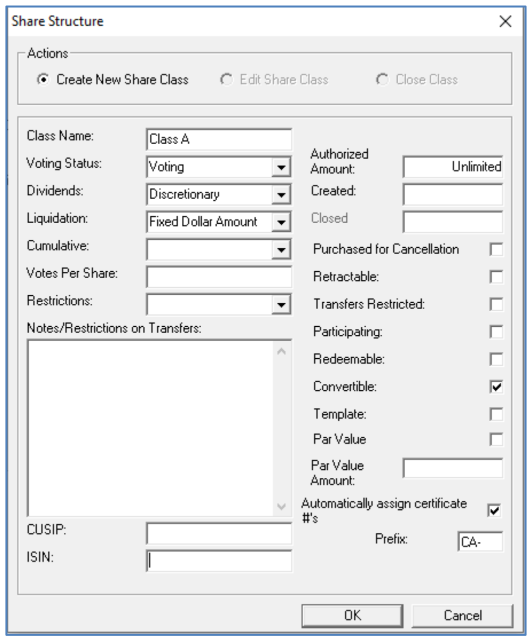


Entries on particular dates can also be edited by clicking on the . If applicable, you will be asked if you wish to make a change to Capital or edit share transaction, which will open the appropriate editor.



Creating a New Share Class

To create a New Share Class, click the **New Share Class** button.



Enter the **name of the class** and select the **Voting Status** from the dropdown menu. Enter the **Number of Shares Authorized** and set the **Created Date** and any other attributes on the dropdown menus.

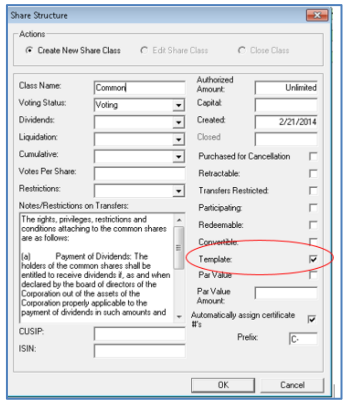
Note: *This is only used to add a* ***NEW*** *share class. If any changes are being made to an existing Share Class, use the Conversion Wizard.*

Automatic Certificate Numbering

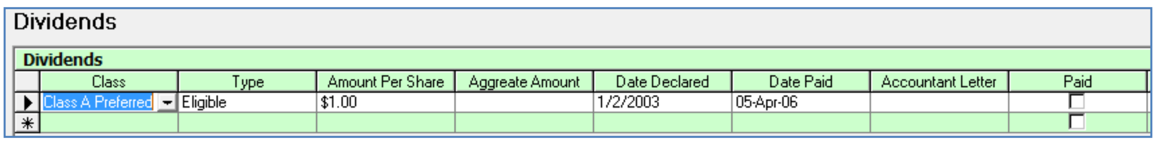
When creating a new share class, place a checkmark next to **Automatically Assign Certificate #'s** and provide a prefix for the number if necessary. Enter the EXACT prefix, including hyphen and spaces, as this will be recreated on your share certificates. To use the auto-numbering feature without a prefix, enter a space.

Template Share Classes

When creating a new Share Class, it can be defined as a Template. Once checked, it will be available as a Template in the Incorporation Wizard.



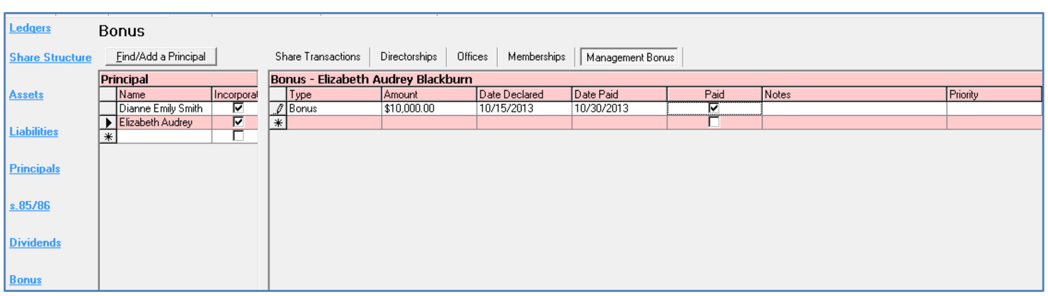
Dividends



Select the **Share Class** and the **Type** of Dividend being distributed. Enter the **Amount per Share** or the **Aggregate Amount** of the dividend. It is not necessary to enter both values. Enter the **Date Declared** and **Date Paid** depending on the style of Dividend Resolution. The date of the Accountant Letter can be entered here for history, and can also be entered in the Annuals section. After completing the Dividend resolution tick the **Paid** checkbox. This will ensure that this dividend will not appear in future documents.

Bonuses

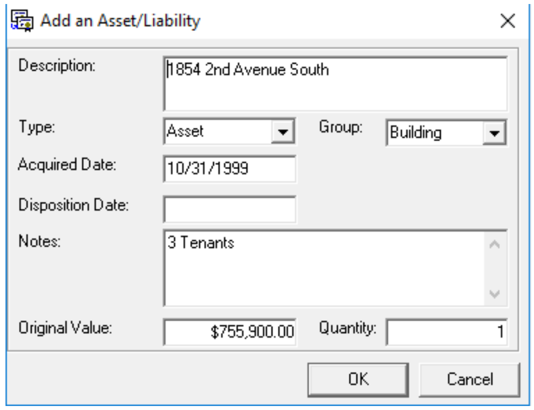
Select the **Type** of Bonus, enter the **Amount**, the **Date Declared** and the **Date Paid** either using the dropdown menus or typing in the information required. Once the Bonus Resolution has been completed, tick the **Paid** checkbox. This will ensure that this Bonus will not appear in future documents.



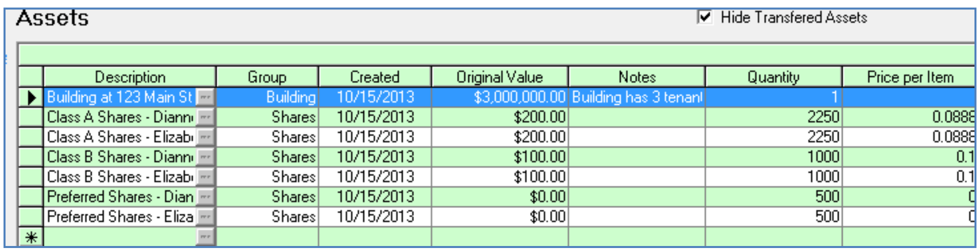
Assets and Liabilities

The Capital Structure Tab tracks the Assets and Liabilities of the Corporation. These are also used in a Section 85 Rollover. See Section 85 Rollover for more information about this feature. Share transactions are also included in this area as some S.85 can include share for shares transactions.

Select the **Asset** or **Liability** link, click the on the first available line and choose New.



Enter the **Description** and **Type** for this item. Select the **Group**, such as Building, Land Accounts, Other, etc. Enter the date of the item, **Quantity** and **Value**. Add additional notes if required.

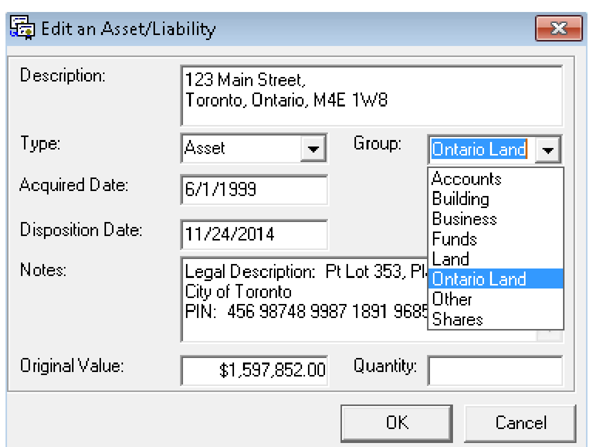


Description	Group	Created	Original Value	Notes	Quantity	Price per Item
Building at 123 Main St	Building	10/15/2013	$3,000,000.00	Building has 3 tenant	1	
Class A Shares - Dianne	Shares	10/15/2013	$200.00		2250	0.0888
Class A Shares - Elizab	Shares	10/15/2013	$200.00		2250	0.0888
Class B Shares - Dianne	Shares	10/15/2013	$100.00		1000	0.1
Class B Shares - Elizab	Shares	10/15/2013	$100.00		1000	0.1
Preferred Shares - Dian	Shares	10/15/2013	$0.00		500	0
Preferred Shares - Eliza	Shares	10/15/2013	$0.00		500	0

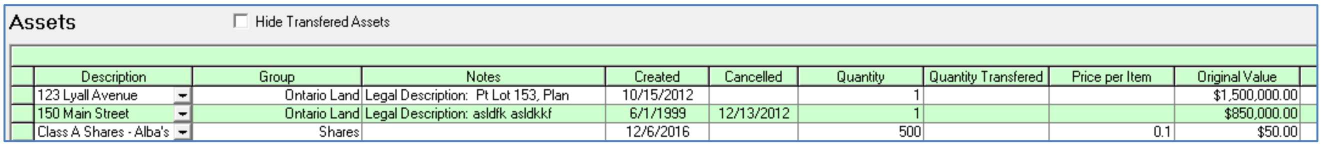
Once an item has been created, it can be transferred as described in the Section 85 Rollover section.

Interests in Land in Ontario

To create and track the ownership of **Land in Ontario** in the Capital Tab, select the **Asset** link, click the on the first available line and choose New.



Set the **Type** to **Asset** in the dropdown and select **Ontario Land** on the **Group** dropdown. Enter the **Property Location** in the **Description** field and the **Property Identifiers** in the Notes Field. Ctrl+Enter will create a new line in the field. Enter the Acquired Date and the Disposition date (if any). When all information has been entered, click **OK**.


Assets

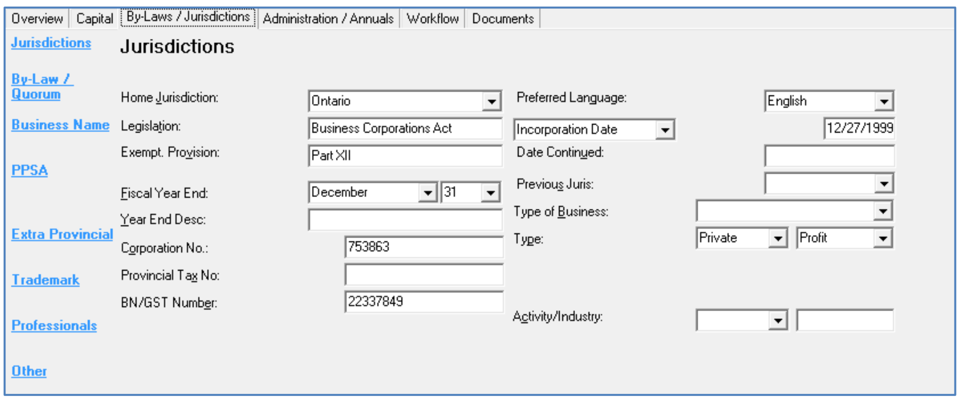
Hide Transfered Assets

Description	Group	Notes	Created	Cancelled	Quantity	Quantity Transfered	Price per Item	Original Value
123 Lyall Avenue	Ontario Land	Legal Description: Pt Lot 153, Plan	10/15/2012		1			$1,500,000.00
150 Main Street	Ontario Land	Legal Description: asldfk asldkkf	6/1/1999	12/13/2012	1			$850,000.00
Class A Shares - Alba's	Shares		12/6/2016		500		0.1	$50.00

It may be useful to also link the required documents to the Matter through the **Add Executed Documents** feature on the Documents Tab for convenient tracking or retrieval.

By-Laws/Jurisdiction Tab

Jurisdictions



Information in this section relates to the specific jurisdiction of incorporation, continuation or amalgamation.

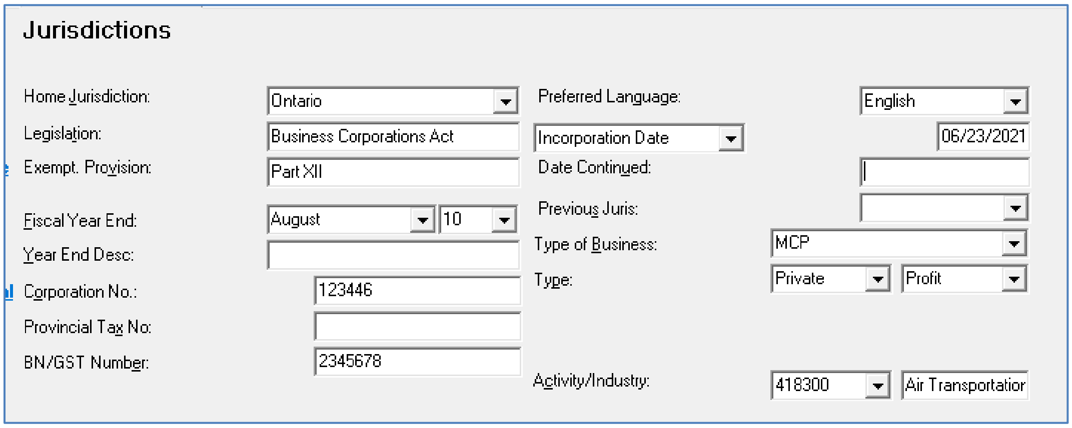
The Home Jurisdiction and Legislation is normally set when adding the new file

The Incorporation Date field will hold the Incorporation, Amalgamation, Registration or Formed Date as displayed in the dropdown. Changing the dropdown to Amalgamation Date will activate a button giving access to further amalgamation information.

Activity Code (Ontario)

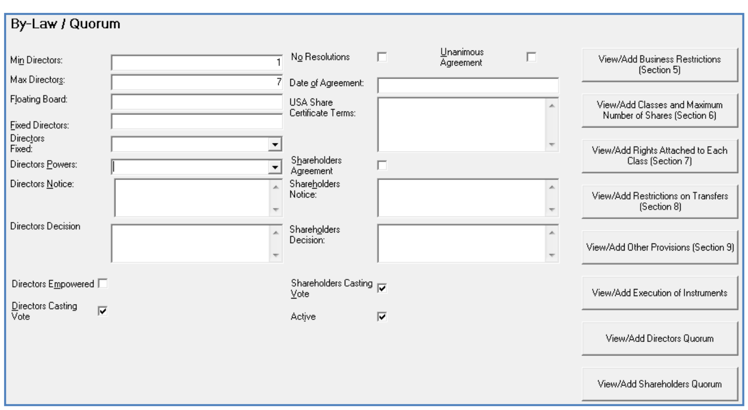
An Activity Code is now required on many of the updated forms. This number can be entered on the **Bylaws/Jurisdiction Tab**, **Jurisdictions** link. Enter the Activity Code number in the dropdown field. **Note:** Be careful entering this number as once entered it will be available to all Users in Emergent. **Typos cannot be deleted**. A short explanation can be entered in the second field. The Activity Code and Industry Code columns can be added to the Corporate File List for reference.

Activity Codes can be found at Industry codes - Canada.ca. The link is also available through the **Research** button on the Toolbar.

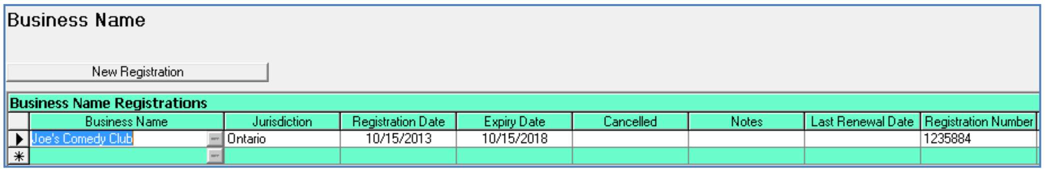


By-Law/Quorum

This area tracks the by-laws of the corporation, Directorship details, Quorum information and section by section details for the Articles of Incorporation. By clicking on the buttons you can modify the Restrictions and/or Provisions and add or modify Templates for the Restrictions and Provisions for future use in other Matters.



Registrations - Business Name, PPSA, Extra Provincial and Trademarks



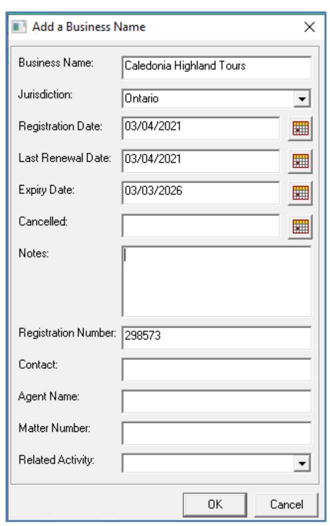
Registrations store the information on Business Names, PPSA, Extra Provincial and Trademark Registrations.

Note: *Because renewal dates or annual reporting requirements vary from Province to Province, **it is important to use the dropdown to select the Jurisdiction**. This will activate the calendar calculations for the pertinent dates based on the Jurisdiction. Corporate Manager ET will offer to calculate Renewal, Expiration, Anniversary and Grace Period dates.*

Clicking on the **New Registration** button will open the dialogue box to enter the required registration information. The process is essentially the same for all Registrations sections.

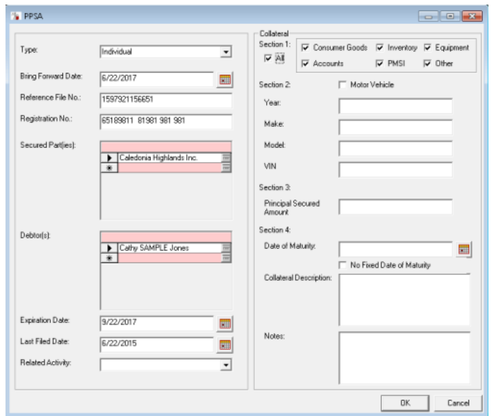
Business Names

- Enter the Business Name;
- Select the Jurisdiction from the dropdown;
- Enter or select from the calendar the Registration Date;
- Enter or select from the calendar the Last Renewal Date (for a first registration, this can be the same as the Registration Date;
- Expiry Date can be left blank to allow for the automatic calculation of the Expiry Date based on the Jurisdiction selected;
- Enter the Business Number in the **Registration Number** (this is a required field for Ontario government documents);
- Enter the Agent Name and Contact information if known and/or required.



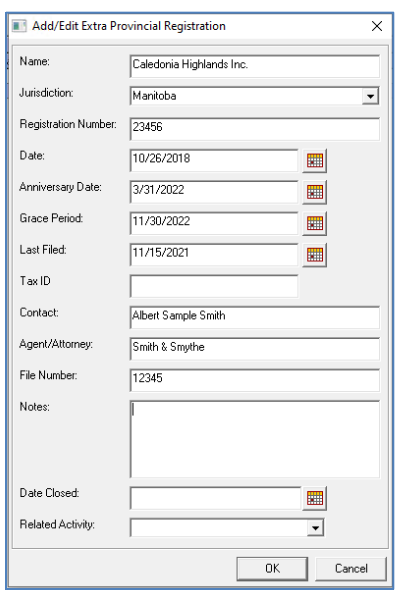
PPSA Registration

- Select the **Type** from the dropdown;
- Enter all pertinent information such as Reference File No, Registration No., dates, Collateral, etc.
- Click the to start the search and selection process for the Secured Parties and Debtors



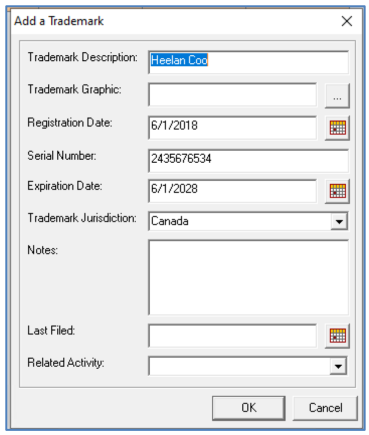
Extra Provincial Registrations

- The Corporate Name populates automatically;
- Select the Jurisdiction from the dropdown;
- Enter the Registration Number;
- Enter or select from the calendar the Date (this is the EXP Registration Date);
- Anniversary and Grace Period Dates can be left blank to allow for the automatic calculation of the Dates based on the Jurisdiction selected;
- Enter the Last Filed date;
- Enter the Agent Name and Contact information. These are required fields for Alberta government documents.

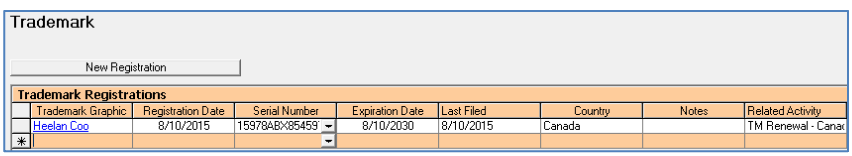


Trademark

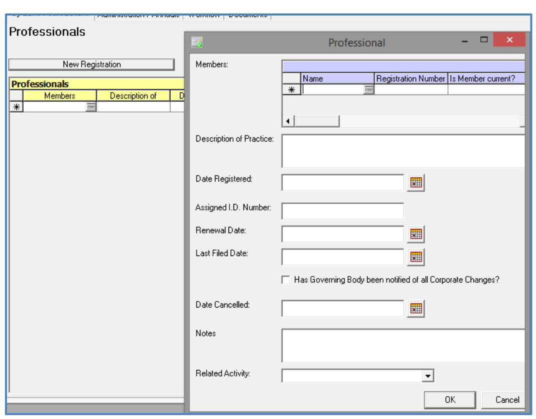
- Enter the Name or Description in Trademark Description;
- If there is a graphic, navigate to and select from the Network location;
- Enter or select from the calendar the Registration Date
- Enter the Registration (Serial) Number;
- Select the Jurisdiction from the dropdown;
- The Expiration Date can be left blank to allow for the automatic calculation of the Dates based on the Jurisdiction selected;
- Enter or select from the calendar the Last Filed Date (for a first registration, this can be the same as the Registration Date;



There is, however a slight difference in the display of the Trademark information. If a description of the trademark AND a link to a graphic is created, then the Trademark grid will display the "description" as a link. Click on the link to open the graphic file.



Professionals

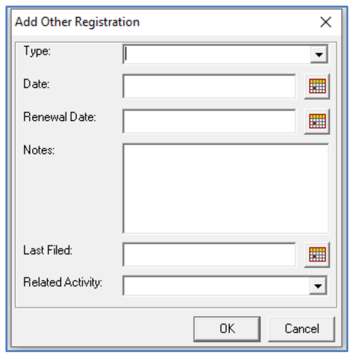


This section tracks the registrations required to maintain a Professional Corporation.

To add a new Member select the under the Name column and choose Add. Multiple members and their Governing Body Registration number can be entered here. Renewal dates should also be entered here to add the necessary Reminder Tasks.

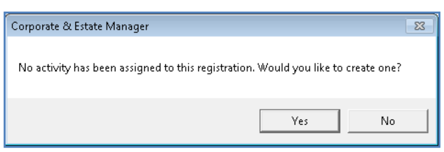
Other

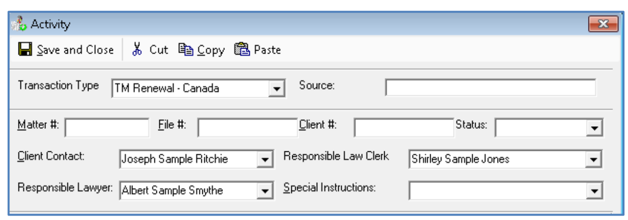
If there is a type of Registration that does now follow the standard registrations as set out, it can be added here. Types can be added to the dropdown if required.



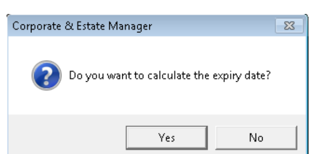
Related Activities and Tasks

After all information has been entered in a Registration, Corporate Manager ET will offer to create an Activity to be assigned if you click **Yes** and an activity form is generated. This also begins the process of creating a Reminder Task.

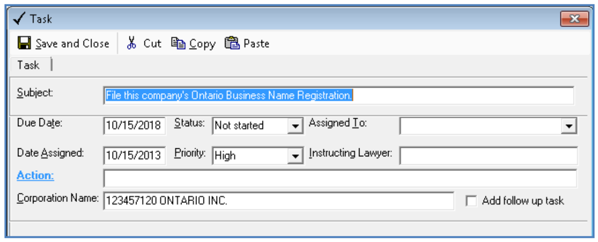




***NOTE:** It is important to use the dropdown to select the Jurisdiction to activate the calendars. Corporate Manager ET will offer to calculate Expiration, Anniversary and Grace Period dates with the following message:*



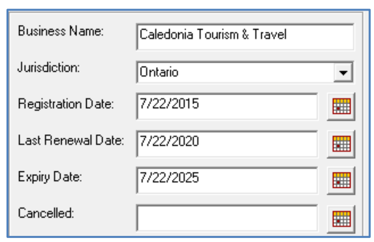
If you respond **Yes**, Corporate Manager ET calculates the renewal date and will also ask if you would like to create a Reminder Task for that date. For example, renewal of Business Names in Ontario must occur every 5 years. If a user enters a registration date of 01/Jan/2020 for a business name in Ontario, Corporate Manager ET will calculate the Expiration date as 01/Jan/2025. As the Renewal field is updated with the new registration date, Corporate Manager ET will update the Expiry date field with the new expiration date.



See the [Workflow Section](#) for further information on Tasks.

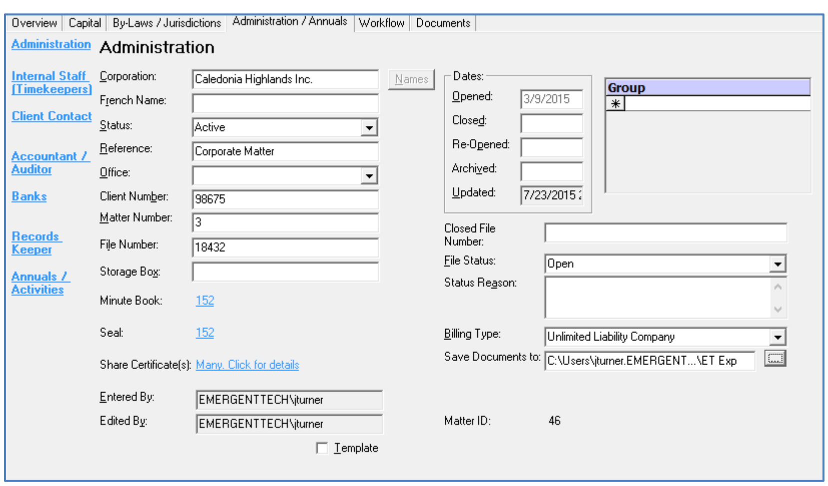
Renewing Registrations

When the time comes to renew a registration, do not click on New Registration, but rather, click on the edit button. This will reopen the registration information form. For the purpose of explanation, we will show the Business Names Registration form.



Do not change the original **Registration Date**. The **Last Registration Date** will now become the new Registration Date, most likely the original Expiry Date – in this case 7/22/2020. Clear the original Expiry Date and the program will again offer to calculate the new expiry date and set reminders when **ok** is clicked.

Administration/Annuals Tab



Administration

Most of the fields in this section relate to numbers for Client, Matter and File (these can generally be obtained through your accounting system), or date fields with respect to the life cycle of the Matter, and File Status fields.

The key data entry fields on this tab are:

Corporation This is a Contact field. The Company Name is entered here.

Reference Use of this field can be decided as needed. If this matter is to be a Template for adding new files, the Template name can be entered in this field. This is a searchable field in the Corporate List view.

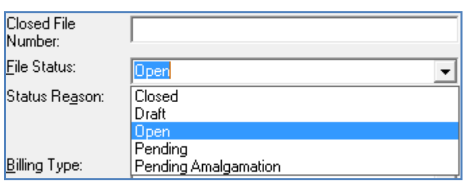
Status This drop-down menu is used for specifying the Matter Status, such as Sole Proprietor, Active, Dissolved, etc. This is entirely for internal purposes and is effective for sorting information in Lists.

Group To create a Group, type the name and confirm when prompted. To associate a Corporation with a Group, start to type the group name and select from the dropdown. The Group List can be accessed from View>Corporate>Corporate Group

Office If the firm has multiple office locations, select the Office in the dropdown to show where the file is located.

Minute Book This can be your internal numbering system for keeping track of the location of the minute book. The number can be set using the Incorporation Wizard or the Add Corporate Records. If there are multiple office locations, it can be specified, such as TOR-157, as being located in Toronto, box #157.

File Status It is this dropdown menu that populates the Matters List, which filters Matters by Open, Closed, Pending, etc. It is very important to keep this File Status current for proper information processing and sorting.



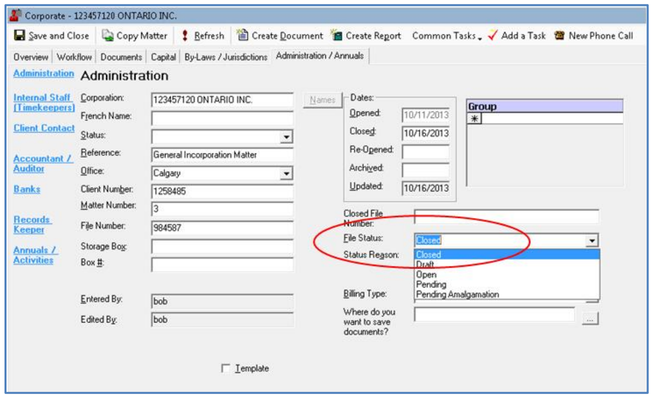
Closing Matters/ Viewing Closed Matters

As time progresses, certain Corporate Matters will become inactive, whether by Dissolution or the client taking his files elsewhere. Although you have the option of deleting Matters, you may still want to reference them from time to time.

It is recommended that you flag these Inactive Matters as Closed. This way you can still reference them if required, but they will not clutter up your Lists of Open Matters.

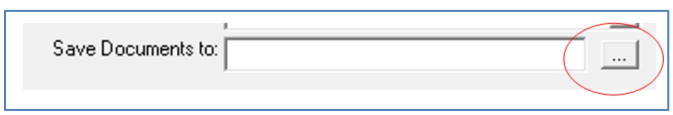
To close a corporate Matter, simply open the Matter and select Closed from the **File Status** dropdown list on the Administration Tab. This will also stop the Emergent billing process for this particular Matter.

You also have the option of entering a Closed Date and a Closed File Number if your department requires this information.

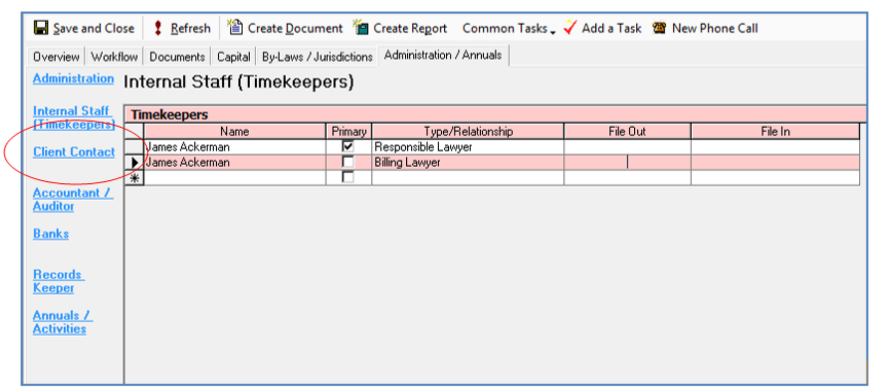


Saving Documents to Client Sub-Directory Location

Documents that are created by Corporate Manager ET can be saved automatically into the client sub-directory. To set this location on the Administration Tab click the button and navigate to the sub-directory. It's a good idea to create an "Emergent Drafts" sub-folder for the generated documents. Thereafter, the document can be acessed either through Corporate Manager ET or by navigating directly to the client sub-directory folder.



Internal Staff/Timekeepers

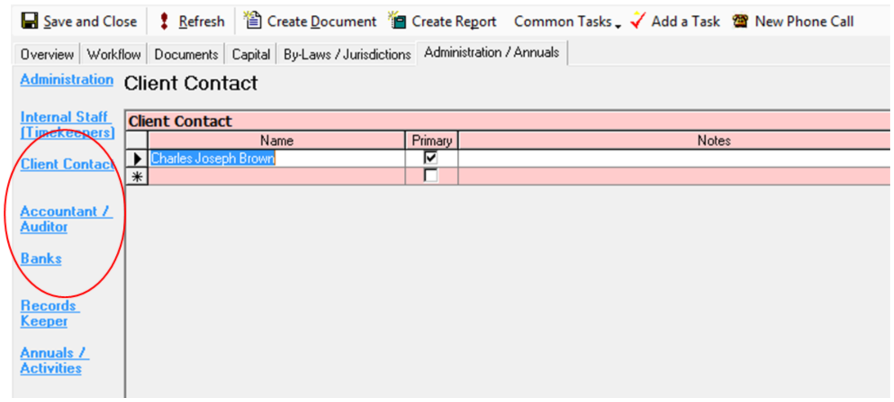


The purpose of Timekeeper is to enter the Contacts that are responsible for the corporate Matter within the firm.

This includes Lawyers, Law Clerks, Assistants, Billing Lawyers, Originating Lawyers, etc. Roles may be added specific to your firm depending on document requirements.

***NOTE:** It is important that at least one Timekeeper be entered on each corporate Matter and set to **Primary** using the tickbox. The tickbox is used to populate the signature blocks of outgoing correspondence, as well as for filtering in Lists.*

Client Contact, Accountant/Auditor, Banks and Records Keeper



These are contacts that play a role in the corporation, but are not necessarily principals. This includes Client Contacts (who may or may not be Principals within the company), Banks, Accountants or Auditors and Records Keeper. Contacts in these sections are added in the usual manner.

***NOTE:** It is important that at least one Client Contact be entered for the corporation. If there are multiple Contacts, one of these Contacts must be ticked as the Primary Contact. This is the person to whom correspondence will be addressed.*

Annuals/Activities

The Annuals Section records the information necessary to create Annual Documents. The most recent Accountants Letter date can also be recorded. In jurisdictions where yearly reporting to government is not required, many law firms use the **Last Annuals Filed** date to represent the date the annual resolutions were prepared or filed in the minute book.

Last Annuals Filed	Use this field to record the last date the Annual documents were completed and filed. Depending on Jurisdiction this will be based on Incorporation Date or Fiscal Year End. This column can be added to the Corporate File List and used to filter for due dates.

Next Annuals Due Date — Date the next Annual documents must be filed. Depending on Jurisdiction this will be based on Incorporation Date or Fiscal Year End. This column can be added to the Corporate File List and used to filter for due dates. When the date is altered, Corporate Manager ET offers to create a Reminder Task.

Notice of Change and Initial Return — Date Initial Return or Notice of Change Forms were sent to the respective Ministry or done by online filing (if available) are recorded here. The dates in these fields control the director and officer changes for the next Notice of Change to be filed.

Exempt from Audit — When the **Exempt from Audit** checkbox is checked, then the corporation is exempt from audit and the corporation has Accountants, or if the Exempt from Audit checkbox is not checked, then the corporation has Auditors. The appropriate resolutions are generated for the organizational documents and subsequent Annuals. The appropriate Exempt from Audit provisions under the Act the company was incorporated under are also automatically recorded.

Last Annual Meeting Re — Enter the subject of the last annual meeting.

Last Annual Meeting — Enter the date of the last annual meeting.

Annual Filing Fee — Can be recorded as reference.

Document Preparation — Dropdown can be used to indicate whether to contact lawyer prior to commencing work, or other information.

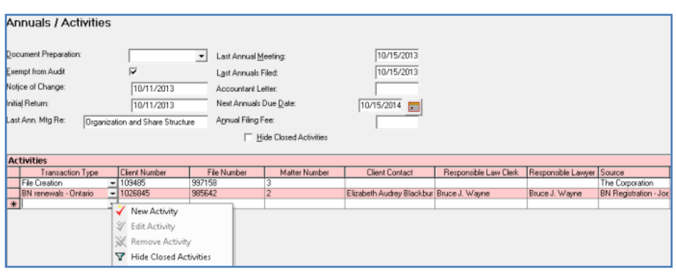
View Dates Button — Dates and reasons for Articles of Amendment can be entered here.

Activities

Events in the management of a corporation can be processed through Activities. From file creation to annuals production or Business Name Registrations, each activity can be tracked by activity type, clerk or any other item in the Activities List.

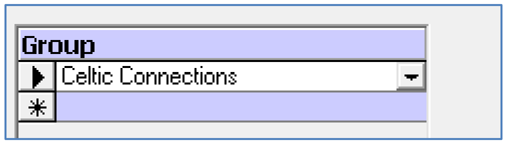
Add an Activity

Activities are added while creating Registrations, or can be added by selecting the dropdown menu under the **Transaction Type** column. Activities can be edited or removed from this list depending on the selection from the dropdown menu.



Activity Types can be edited or removed from this list by Tools > Options > Data Maintenance > Corporate > Activity Transaction Type.

Creating and Using Groups



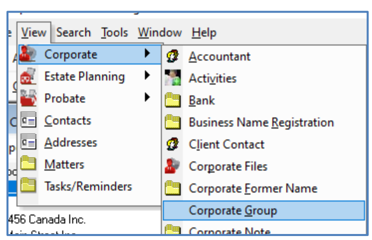
Groups can be created to track related matters, such as parent and subsidiaries, or all Matters connected to the same Client.

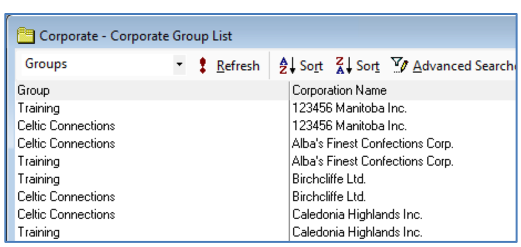
For example, let's assume you have five individual Corporation Matters within the program. You want to link all of these Matters because all five corporations are subsidiaries of a corporation called Celtic Connections Inc.

In this case you would create a group called Celtic Connections. To do this, simply type in the name of the group you want to add. If the group does not already exist, Corporate Manager ET will add it as a new group.

Now open each of the five individual corporate Matters and add this group to them by typing Celtic. in the **Group** field and selecting it from the dropdown menu.

To see the Groups a Corporation is associated with, open the Group List through **View > Corporate > Groups** and filter using the group field to create a listing of those corporate Matters contained within the desired group.





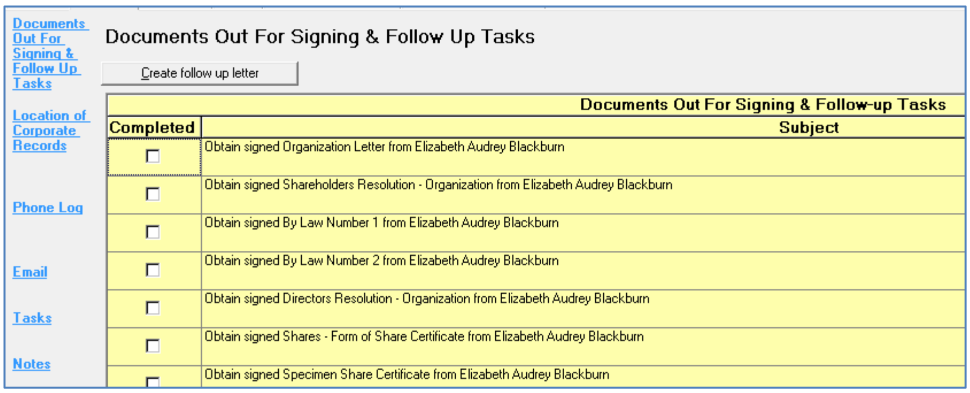
NOTE: *A Corporation can be assigned to many groups.*

Workflow Tab

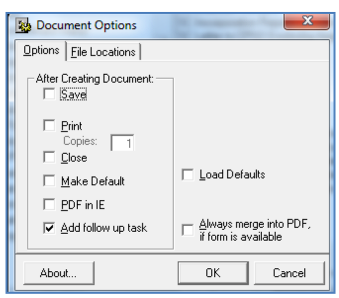
Tasks and events are recorded here. If used to its full potential, the result is Tasks, Client Instructions and Location of Corporate Records/Items are held in a single location for the Matter.

Documents Out for Signing

Corporate Manager ET can track documents sent to client for signing, confirmation when the signed document has been returned and can create a follow up letter.



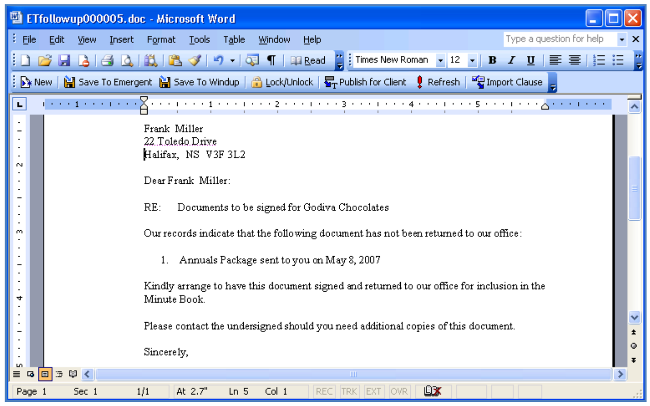
The follow-up task for documents sent for signing must be turned on to automatically track the document. Select **Create Document** and **Options**. Place a checkmark next to **Add Follow Up Task**. When this option is checked, all documents created will be tracked for follow up by adding a task to the Corporate Workflow Tab.



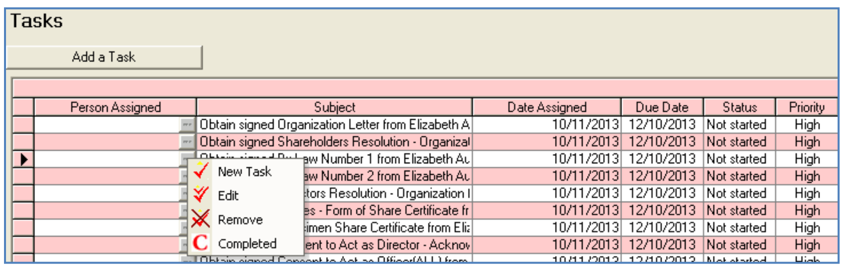
To turn this feature off, remove the checkmark from **Add Follow Up Task**.

Once the signed document has been received, use the **Completed** tickbox to this will remove the item from the list and the accompanying task will be set to **completed**.

For documents that have not been returned, **Create A Follow Up Letter** to remind your client of the outstanding documents. Documents that have been checked as returned will not be included in the follow up letter.



When a document is generated by the Wizard, it also creates a Task. The due date of the Task is two months after the document has been sent to your client. To change the due date, edit the Task and insert the new due date.

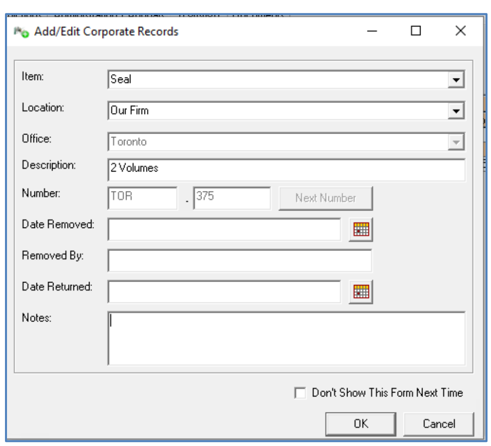


This Task will also appear on the Reminder Report and the Task List that this document must be returned by the client.

Location of Corporate Records

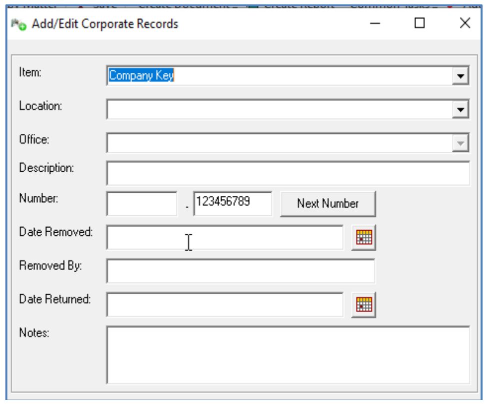
Corporate Records are tracked by Item, Location and, for firms with multiple offices, the Office where the record is kept. To Add a Corporate Record, select the **Add Corporate Records** button.

***Note**: This option of adding a Corporate Record will also be available when issuing a share certificate.*



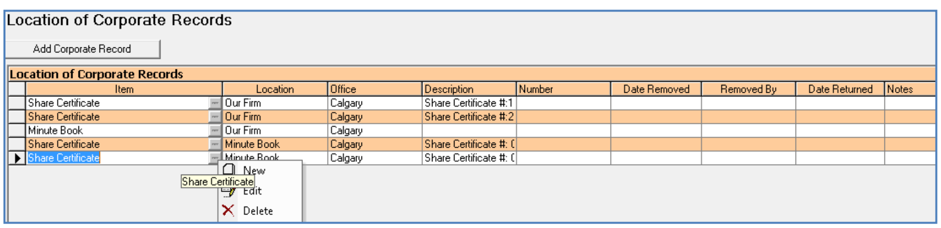
Company Key (Ontario)

On the **Workflow Tab/Location of Corporate Records** and click the **Add Corporate Record** button. Select **Company Key** in the Item dropdown. Enter the Company Key Number in the Number Suffix field.



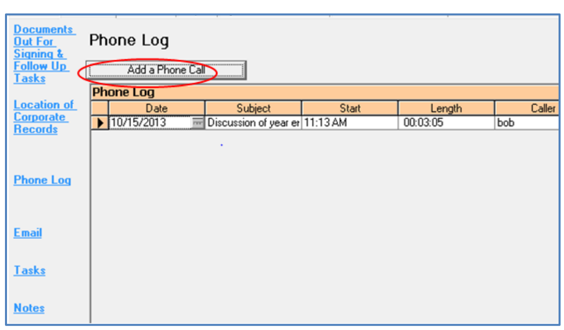
New Values for **Item** and **Location** can be added through **Tools > Data Maintenance > Corporate**. For Multiple offices, Offices can be added in Office/Municipality/Region under Matter.

Items can be added to the Corporate Records by selecting the **Add Corporate Records** button. They can be **edited** or **deleted** by selecting the option from the in the Item Column.



When adding the Minute Book, Corporate Manager ET can automatically generate the next available number for that Minute Book. This is can be your internal number for tracking or the minute book box number.

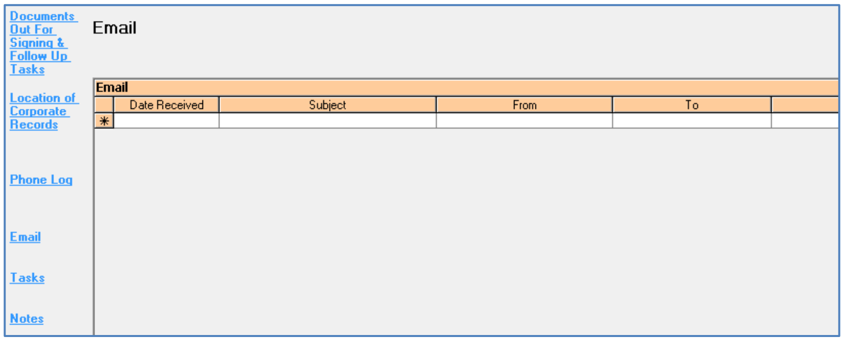
Phone Log



Track all phone calls associated with this Matter, including the date, start time and duration of the call, as well as details of the discussion. The **Add a Phone Call** button will begin the timer. Press **Save** when the call finishes and update the subject and details. Press **OK** to save the information to the log.

Remove or edit a phone call by selecting the  beside the date.

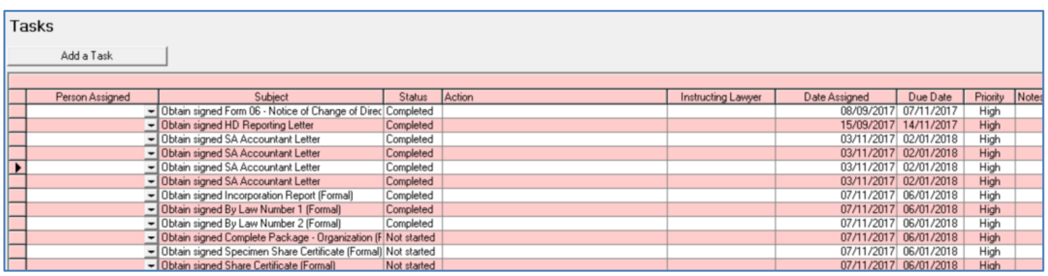
Email



If Outlook Integration is enabled, Corporate Manager ET stores emails to/from your client under their appropriate Matter, making it easier to see all communication to/from your client regarding that Matter. Even historical emails that were removed from your mailbox will continue to be available.

Tasks

Tasks can be created and assigned to users, and will populate the Reminder Reports and the Tasks/Reminders List. Similar to Follow-up Tasks, these can also be created automatically with document creation, or created separately.

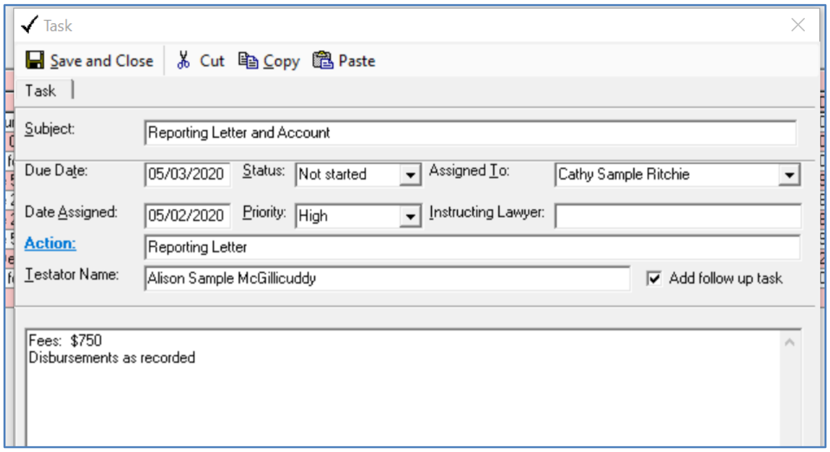


Tasks

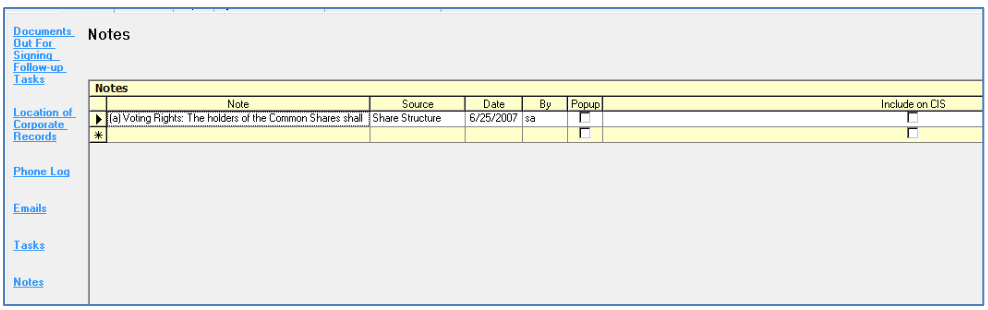
Add a Task

Person Assigned	Subject	Status	Action	Instructing Lawyer	Date Assigned	Due Date	Priority	Notes
	Obtain signed Form 06 - Notice of Change of Direc	Completed			08/09/2017	07/11/2017	High	
	Obtain signed HD Reporting Letter	Completed			15/09/2017	14/11/2017	High	
	Obtain signed SA Accountant Letter	Completed			03/11/2017	02/01/2018	High	
	Obtain signed SA Accountant Letter	Completed			03/11/2017	02/01/2018	High	
	Obtain signed SA Accountant Letter	Completed			03/11/2017	02/01/2018	High	
	Obtain signed SA Accountant Letter	Completed			03/11/2017	02/01/2018	High	
	Obtain signed Incorporation Report (Formal)	Completed			07/11/2017	06/01/2018	High	
	Obtain signed By Law Number 1 (Formal)	Completed			07/11/2017	06/01/2018	High	
	Obtain signed By Law Number 2 (Formal)	Completed			07/11/2017	06/01/2018	High	
	Obtain signed Complete Package - Organization (F	Not started			07/11/2017	06/01/2018	High	
	Obtain signed Specimen Share Certificate (Formal)	Not started			07/11/2017	06/01/2018	High	
	Obtain signed Share Certificate (Formal)	Not started			07/11/2017	06/01/2018	High	

To add a new task, click on the **Add a Task** button and enter the necessary information, such as Due Date and Priority. Tasks can be assigned to a particular person by using the **Assigned To** dropdown, and if necessary, clicking the **Action** link will display the Create Document form so that the required document can be selected. If the **Add Follow Up Task** tickbox is selected, the task will appear on the Follow-Up section of the Workflow tab.



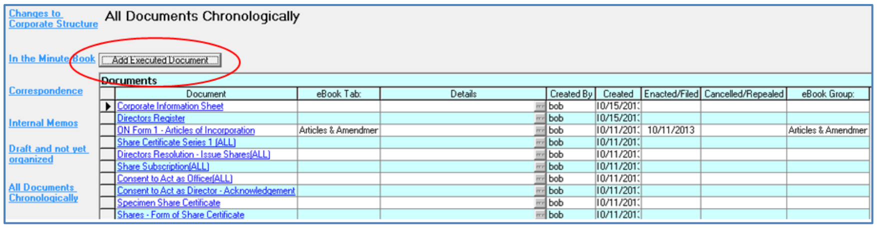
Notes



The Notes Tab allows users to enter special notes relating to the corporation. Simply click on the next blank line and start typing the information to be contained in your Note. Check the **Include on CIS** checkbox if you want a particular note to print on the Corporate Information Sheet.

If you want to call attention to a specific note, check the **Popup** box. Once checked, this note will pop up like a yellow "sticky note" each time the file is opened until this box is unchecked. You can change the colour of your notes by clicking on the push pin and selecting Background Colour. There is no limit on the length or number of notes that can be created.

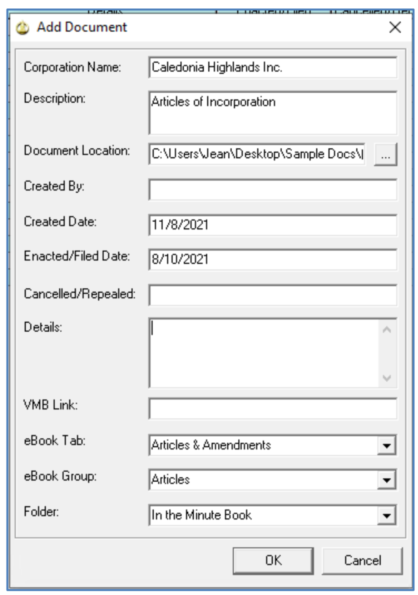
Documents Tab



The **Documents Tab** displays the link to any document related to the Matter and makes it immediately available to all Users of Corporate Manager ET. Thereafter, the document can be acessed either through Corporate Manager ET or by navigating to the client sub-directory. The display defaults to **All Documents Chronologically**.

Add a Document Link

The **Add Executed Document** button will launch the form to collect information needed to link Word, Excel, or PDF documents to the Documents Tab.



Scan and save the document to the sub-directory in the usual manner;

On the **Documents Tab** click on **Add Document** and fill out the required information, such as description, date and any details;

Lastly, identify the Minute Book tab and group that the document is related to;

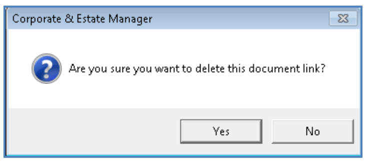
Click **ok** to finish.

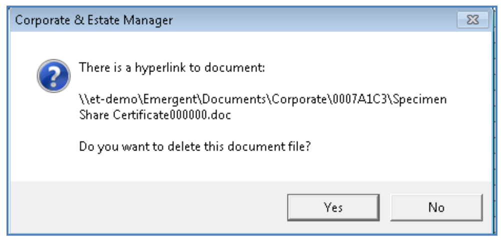
The document will now be available for viewing by anyone with access to Corporate Manager ET or the Legal Kiosk$^{tm(v2)}$.

Deleting a Document Link

If a document needs deleted from the Document Tab, simply click on and choose **Delete**. Click on **Yes** to delete the hyperlink to the document. The next prompt will give the option of deleting the document file itself. **ONLY CHOOSE YES TO THIS PROMPT IF YOU WANT THE DOCUMENT DELETED FROM YOUR SYSTEM COMPLETELY.**

NOTE: Choosing to delete the document file will completely remove the file. It will not go to a recycle bin. If the document is deleted in error, your IT department will have to try to recover it.



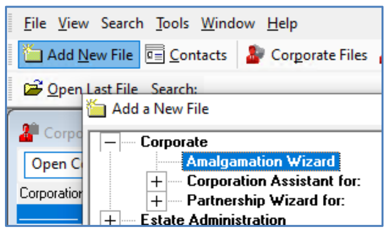


Chapter 5: Amalgamation, Partnership, Section 85 Rollover

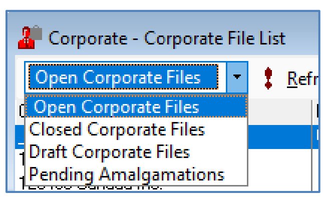
Amalgamation Wizard

The Amalgamation Wizard is used to combine two or more corporations ("PreCo"). This 7-step process gathers the necessary information for the new Company ("NewCo"). If the Amalgamation Wizard was started accidentally, cancel at this point and a new file will not be created.

Always start the process by selecting **Add New File > Corporate > Amalgamation Wizard** and **ok**. This protects the history of the amalcos, including previously amalgamated corporate information.



It may be necessary to **Save & Close** the Wizard during the Amalgamation process. In that case, the Draft NewCo will be found in the Corporate File list while the pre-amalgamation corporations will be available under Pending Amalgamations. To recommence the process, open any of the PreCos and use Common Tasks.



Step 1 of the Wizard, search for the PreCos and select until all are added to the list.

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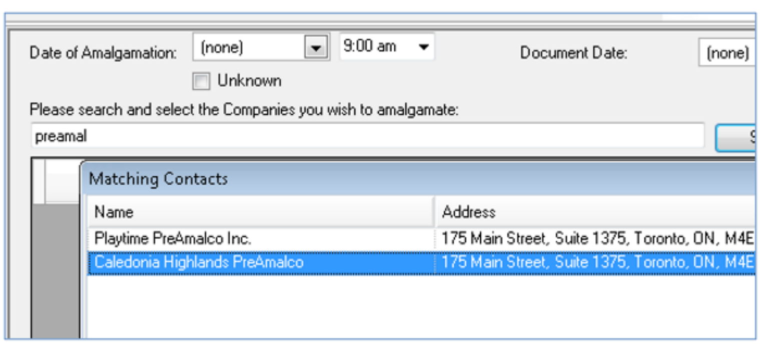
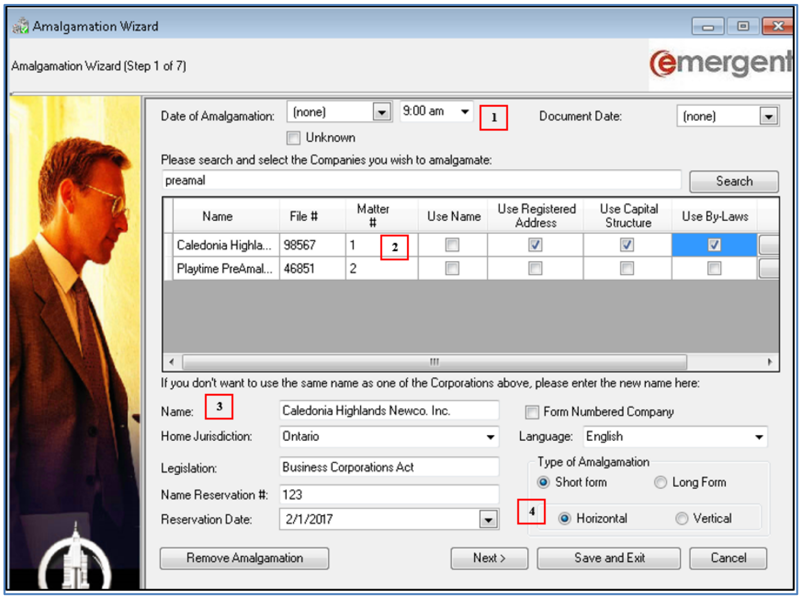


Once all the PreCos have been selected, further entries, such as:

1. Date of Amalgamation;
2. Select the corporate structure being used;
3. If a new name is being used, the name and NUANS information;

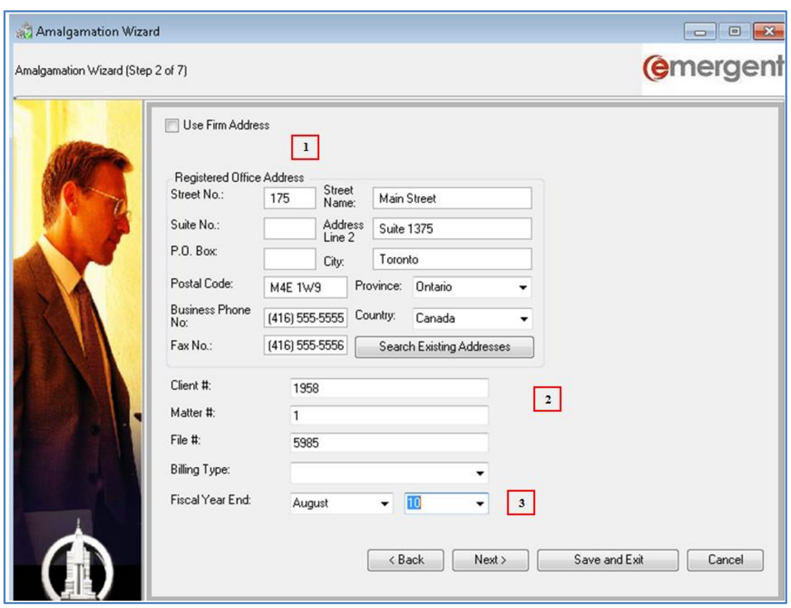
4. Type of amalgamation – Short or Long, Horizontal or Vertical



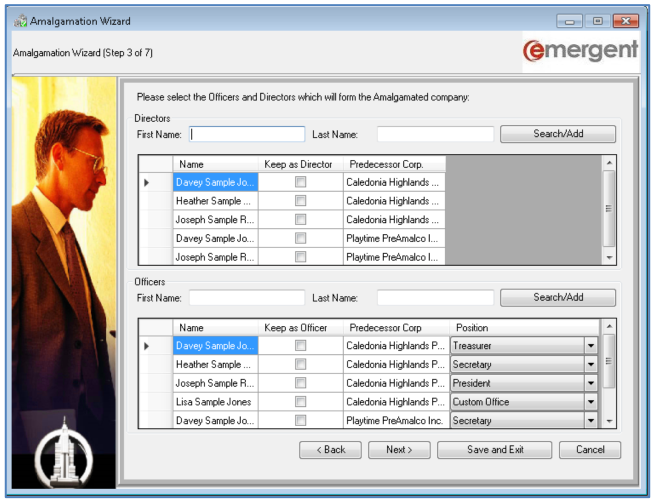
Note: *The remaining steps will use the information in the Matter selected for Capital Structure in Step 1.*

Step 2 enter the following information:

1. Registered Office Address. If there are no changes to the Registered Office, **DO NOT** make any changes to the information. If the firm is remaining as the Registered Office, **DO NOT** select the Use Firm Address tickbox- this will "break" the RO association.
2. The Client, File and Matter numbers as assigned by accounting;
3. The Fiscal Year End.



Step 3 select the Director and Officers for the Newco using the tickboxes. New principals can be added by searching in the usual manner. Office types can be changed on the dropdowns.

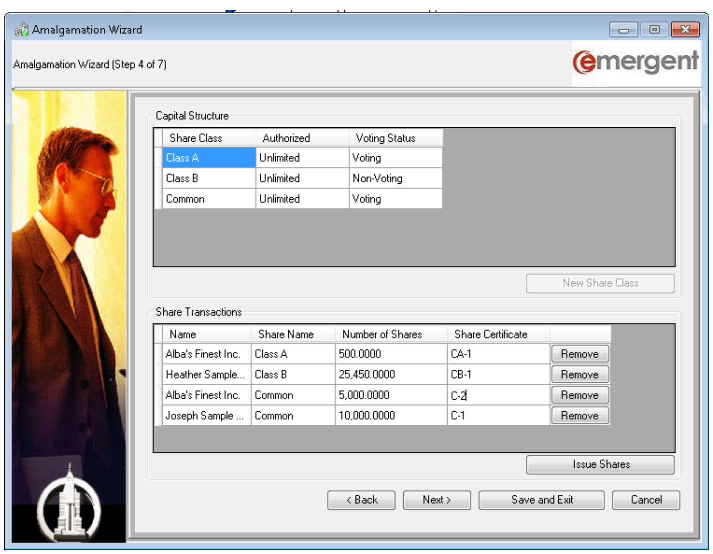


Step 4 is related to the share structure of the Newco. The available share classes are determined in Step 1 by selecting the capital structure to be used. This also dictates the shareholders appearing on the Share Transactions table.

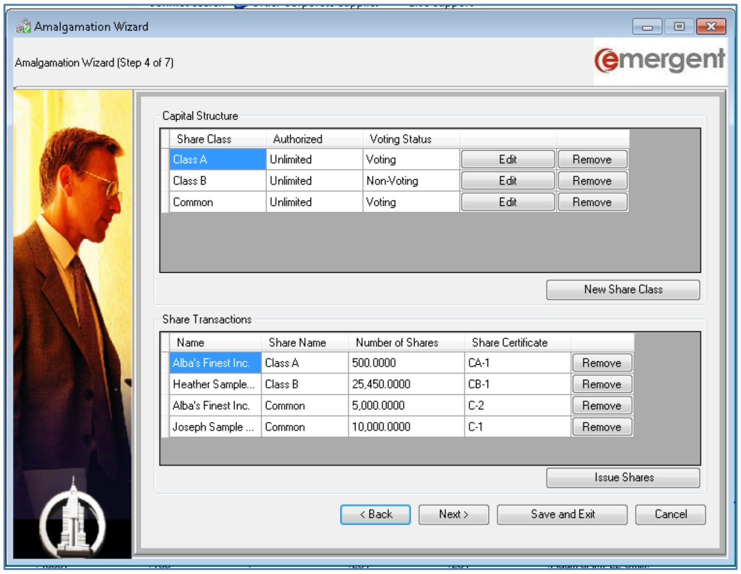
Share Classes can be added, edited or removed in a **Long Form Amalgamation**, but no changes to share structure can be made in a Short Form Amalgamation.

Shares can be issued to shareholders that are not contained in this list in the usual manner. New Share Certificate numbers can be added during this step. If the number of shares of the Newco differs from the PreCo shares, the shareholder must be removed and the new number of shares issued.

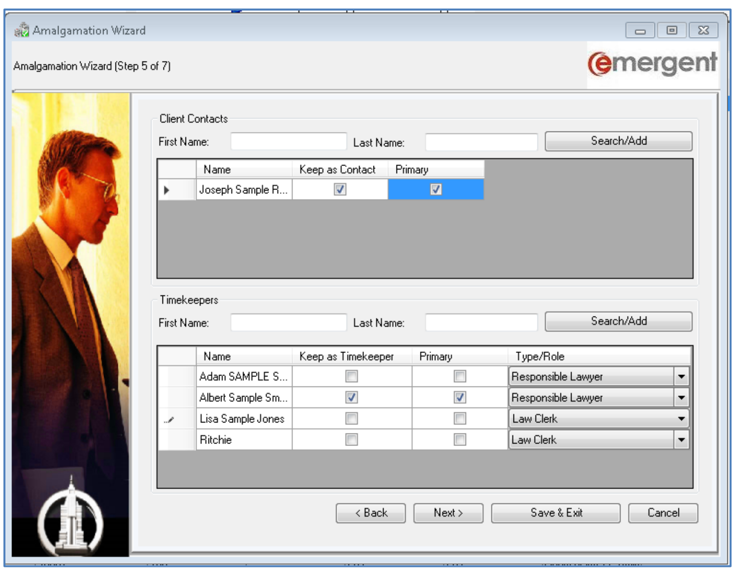
Short Form Amalgamation



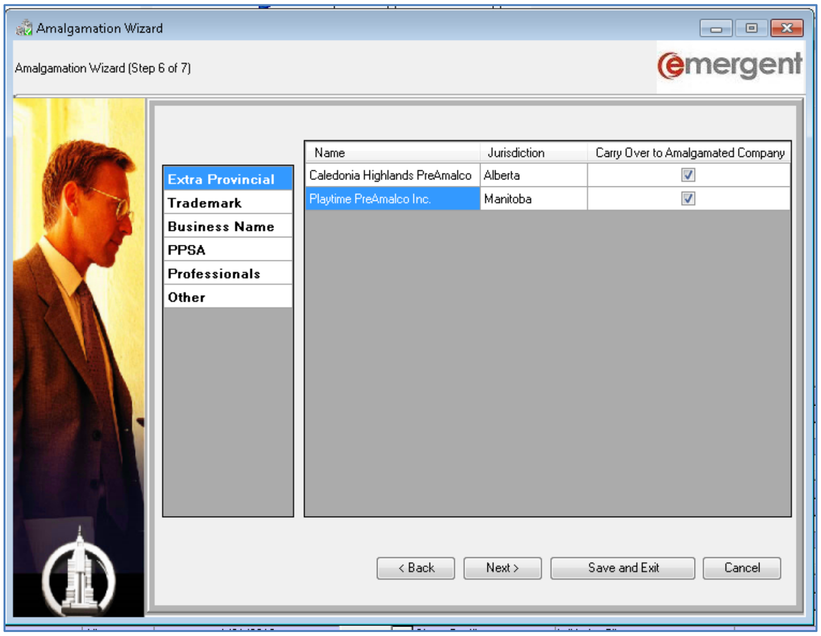
Long Form Amalgamation



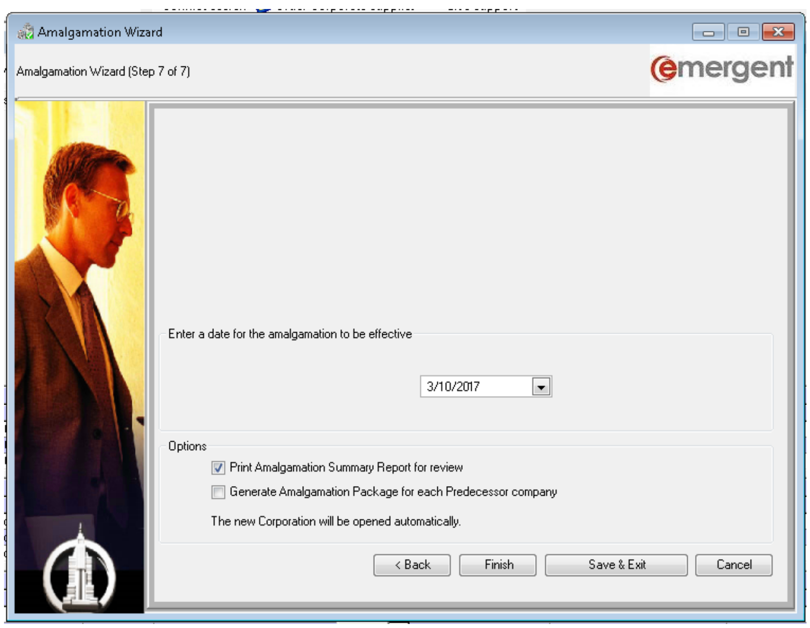
Step 5 of the Wizard is for adding or selecting the **Client Contact** at the Company and your firm **Timekeepers** on the Matter.



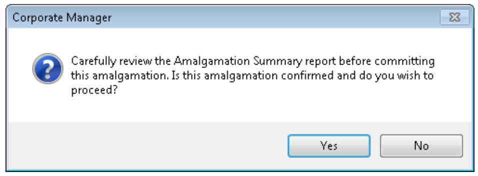
Step 6 provides the opportunity to select Extra-Provincial Registrations, Business Name Registrations, Trademark Registrations and Other Registrations that will be retained by the Newco.



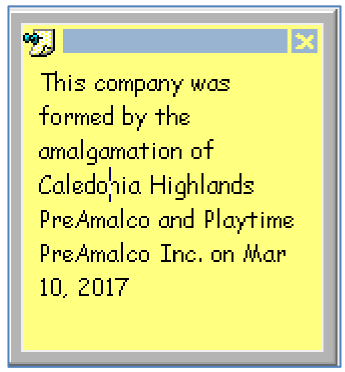
The Final Step asks for the effective date of the amalgamation and will print an **Amalgamation Summary** and, if chosen, **Generate Amalgamation Packages** for all predecessor companies and continue on with the organization of the Company.



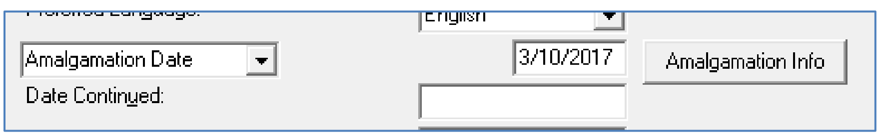
Once the Wizard is complete, an Amalgamation Summary will be created for review. If acceptable, select **Yes** to the confirmation message to complete the amalgamation. **No** will exit the Wizard and it can be activated again by clicking on the **Common Tasks** button to make any required changes.

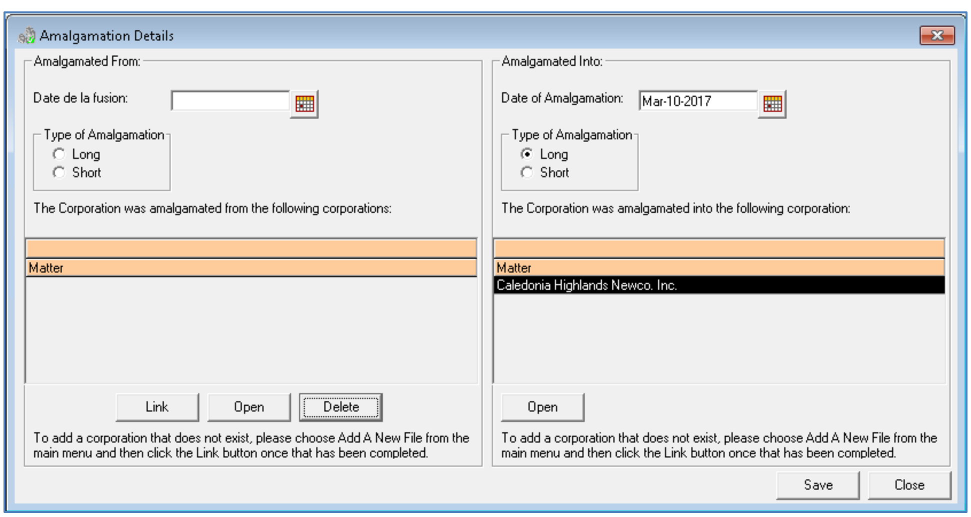


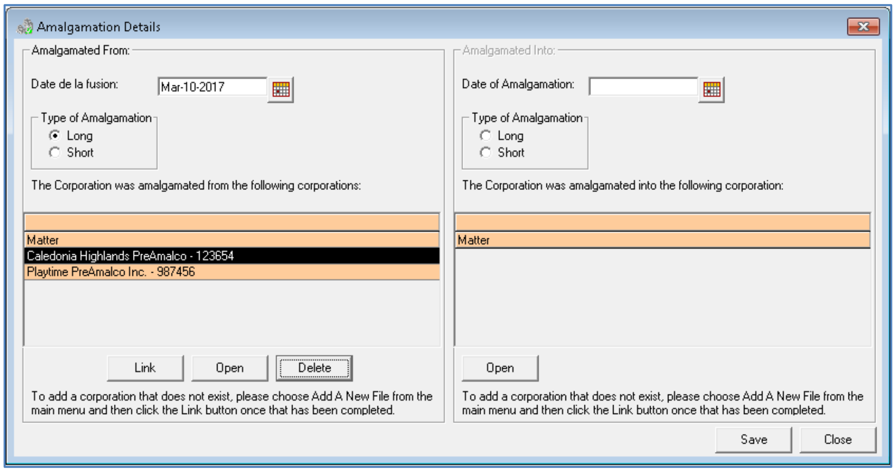
The final result of using the Amalgamation Wizard is that the PreCo records are set to closed and popup notes are created with the amalgamation information as reference. The Newco is created as a new matter and a popup note is also created with the amalgamation information for reference.



On the By-Laws Tab, the dropdown displays the Amalgamation Date, with an **Amalgamation Info** button. Clicking this button on a preamalco will display the Newco information and from the Newco, will display the PreCo information. The matters can be opened for reference from this screen.







Notes:

1. Always start the amalgamation process from **Add New File;**
2. Save & Exit button allows completing the process later;
3. Restart the Amalgamation Wizard from the Common Tasks of a PreCo.

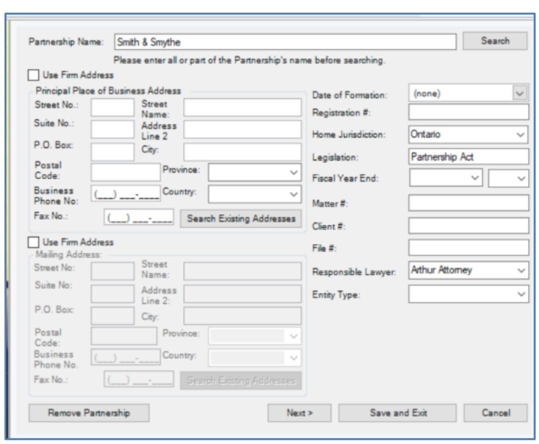
Amalgamated Corporation as Shareholder in Another Matter

If the newly amalgamated corporation is a Shareholder in another Matter in Corporate Manager ET, the new corporation will be visible in the Principals List – no further steps need to be taken.

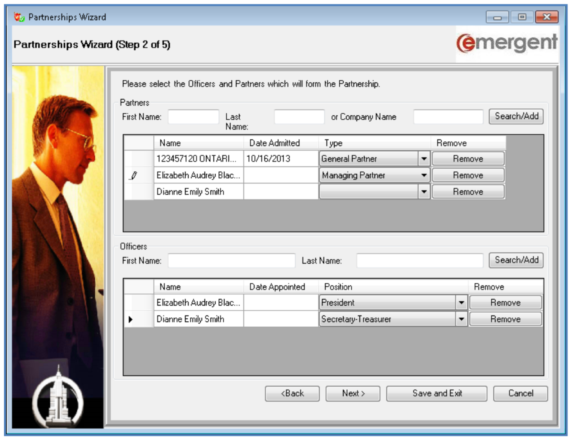
Amalgamations, once completed, cannot be undone.

Partnerships Wizard

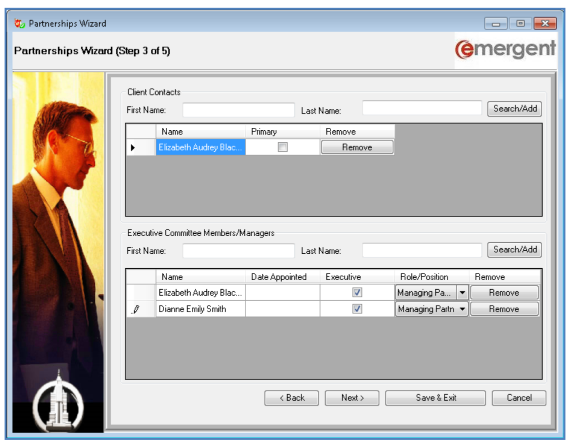
An easy-to-use wizard guides you through the Partnership formation process. The first step gathers information concerning the new entity, including the **name** and **address of the partnership**. *If the Partnership Wizard was started accidentally, cancel at this point and a new file will not be created*.



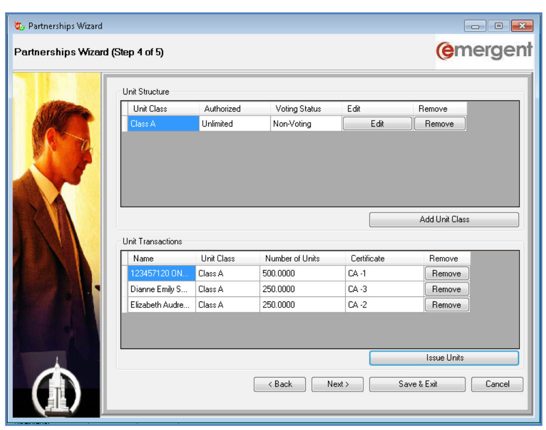
Step 2 of the wizard allows for the Addition of Partners and Officers of the Partnership.



Step 3 involves the inclusion of the **Client Contact** at the Partnership and **Managers** and **Executive Committee Members.** Executive Committee Members are Managers that have the Executive checkbox checked.

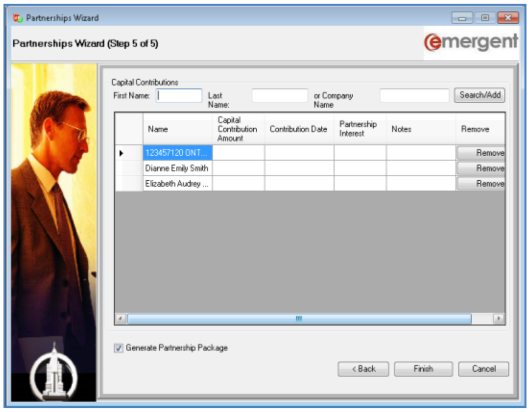


Step 4 allows for the creation of **Unit Classes** and the **Issuance of Units**.



***Note**: Even if no Units are being issued, it may be useful to create a Unit Class limited to 100 shares and issue them to reflect partnership percentages. Units can then be transferred for the purposes of documentation, etc.*

The Final Step of the process allows for the setup of **Capital Contributions** and **Partnership Interest** as well as **Generating a Partnership Package**.



Section 85 Rollover

Rollovers can include the sale of assets or shares in the vendor company for a promissory note or shares from the purchaser.

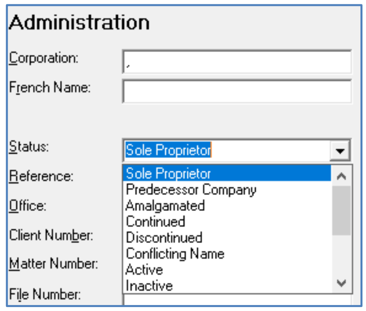
There are different types of Rollovers that can be processed:

- Assets for Shares/Promissory Note
- Shares for Shares/Promissory Note
- Part of Estate Freeze Process (S.85/S.86)

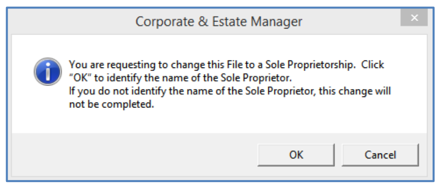
To begin the process, two Corporate Matters must be in Emergent Corporate Manager – the Vendor and the Purchaser.

Creating a Sole Proprietor Vendor

If an individual is transferring assets to a purchasing corporation, the "Vendor" must be a Sole Proprietor. To start the process of adding a new Matter to Emergent Corporate Manager, add a temporary name (this can even be a single letter) and enter an incorporation date to click through steps 2 – 4 of the Organization Wizard. Although a name and incorporation date are mandatory fields, there is no need to add Directors, Officers, Share classes, etc. After the final step of the Organization Wizard, change the Vendor **Corporate Status** to Sole Proprietor by setting the **Status** of this Matter to **Sole Proprietor** on the **Administration/Annuals Tab**.



You will then be prompted to search for the name of the Sole Proprietor. Click **ok** to select an existing Individual Contact or add a new Contact in the usual manner, and confirm **ok** at the prompt.

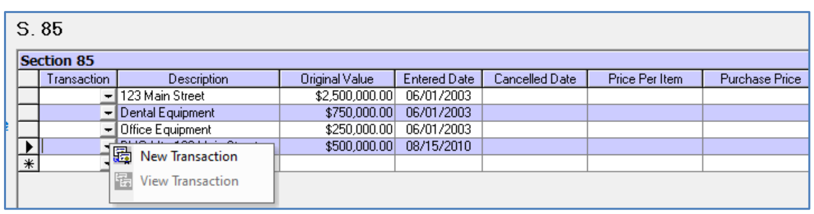


Entering Assets and Liabilities

Click on the **Capital Tab**, **Assets** or **Liabilities** sections and enter the assets and/or liabilities owned by the Vendor as described in the Assets, Liabilities section above.

Assets and Liabilities for Shares/Promissory Note

Switch to the **Section 85** section on the **Capital Tab** and select any Asset to be transferred and select **New transaction** on the dropdown menu to start the Rollover Wizard.



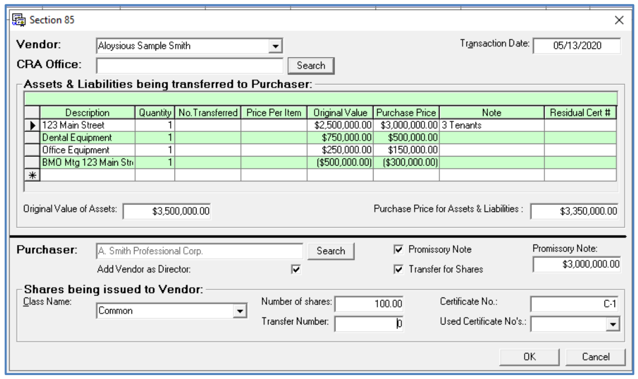
Select the Vendor in the dropdown. In the case of an asset rollover, the Vendor will be the Sole Proprietor. Original Value and Purchase Price will display automatically.

***Note**: Items that have no Quantity or Purchase Price entered will not be transferred.*

Select the tickboxes for Transfer for Shares, and/or a Promissory Note. You can create a new Share Class in the Purchasing Corporation or select a class of shares to issue. Issue the number of shares and enter the Certificate Number. It is also possible to view any used certificate numbers for this class.

If a Promissory Note is part of the transaction, enter the amount.

The Vendor can also be added as a Director in the Purchasing Corporation.



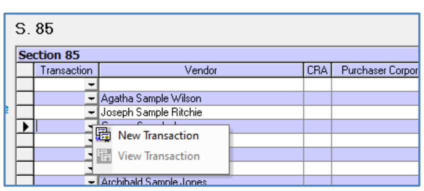
The results of this transaction are:

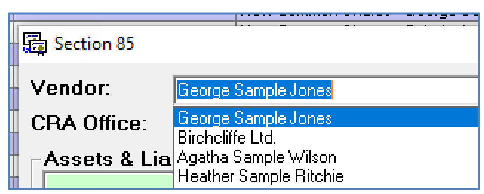
- The Vendor will no longer hold the Assets;
- The Assets of the Vendor will be transferred to the Purchaser;
- If a Promissory Note was given as part of the transaction, it will show as an Asset in the Vendor Matter and a Liability in the Purchasing Corporation;
- The Vendor will become a Shareholder in the Purchasing Company;
- If **Add Vendor as Director** was checked, the Vendor will become a Director of the Company elected as of the Transaction Date.

Shares for Shares/Promissory Note

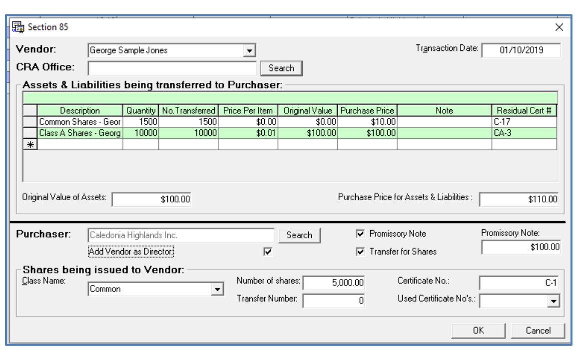
Corporate Manager ET will also process a Rollover of Shares by a Principal from one Company to another Company. To complete this transaction, a Principal must exist in a Corporation (Not Sole Proprietor) and hold shares of that Company.

Switch to the **Section 85** section on the **Capital Tab,** select any Asset to be transferred and select **New transaction** on the dropdown menu to start the Rollover Wizard.





Enter the number of shares and Purchase Price of the Shares being rolled over to the Purchasing Corporation. If there are residual shares, enter the Residual Certificate Number.



Select the tickboxes for transfer for Shares, and/or a Promissory Note. You can create a new Share Class in the Purchasing Corporation or select a class of shares to issue. Issue the number of shares and enter the Certificate Number. It is also possible to view any used certificate numbers for this class.

If a Promissory Note is part of the transaction, enter the amount.

The Vendor can also be added as a Director in the Purchasing Corporation.

The results of this transaction are:

- If there are residual shares, the Vendor will remain a shareholder in the originating company.
- If a Promissory Note was given as part of the transaction, it will show as an Asset in the Vendor Matter and a Liability in the Purchasing Corporation
- The Vendor will become a Shareholder in the Purchasing Company.
- If **Add Vendor as Director** was checked, the Vendor will become a Director of the Company elected as of the transaction date.

Combination S.85/S.86 Share Exchange/Estate Freeze

There are a number of steps in this process, starting with both Corporate Matters must be entered in Corporate Manager ET.

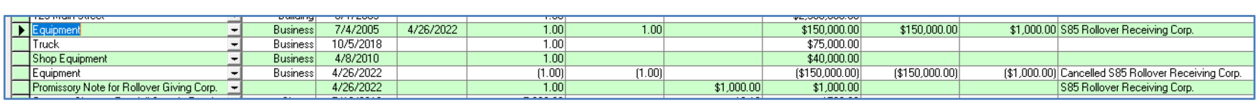
- Perform the S.85 as set out in Shares for Shares above
- Issue Shares in the Originating Corporation to the Purchasing Corporation
- Exchange the Shares held by the Originating Corporation using the **Common Tasks/Exchange** Wizard

Deleting Rollover Transactions (Returning to Original in Case of Error)

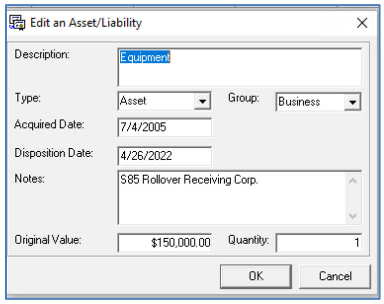
If a Section 85 transfer needs to be deleted because of a mistake or typing error, it is important to remove the history of the entire transaction in both Matters.

For a Shares for Shares transaction, open the Principal tab of the Originating Vendor.

Select the transaction row so that it is highlighted. Ensure that this will be the row where the quantity is in brackets (). Delete the transaction of the transfer. The most effective way to delete this entry is to **select the entire row** by highlighting with your mouse and press **Delete** on the keyboard. Click **Yes** to the confirmation message. If there are any residual shares, they will need to be deleted also. This will return the shareholders to their original holdings. Delete the Purchaser Company from the Principal list. In the Section 85 tab, delete the transferred transaction. **Select the row** where there is a quantity transferred and press **Delete** on the keyboard. In the Purchasing Company, **Delete** the Vendor from the Principal list by selecting the Vendor and choosing **Delete** on the keyboard.



For Asset Transactions, delete the “cancelled” entries in the Section 85 tables from the Vendor Company. The Assets and Liabilities will need further editing to remove the Disposition dates and Notes to return to the original Asset. The Transferred Assets will also need to be deleted from the Assets Tables in the Purchaser Company.



If the Vendor was set as a director in the Purchaser's Company, the Vendor will need to be deleted from the Principal list of the Purchaser's company.

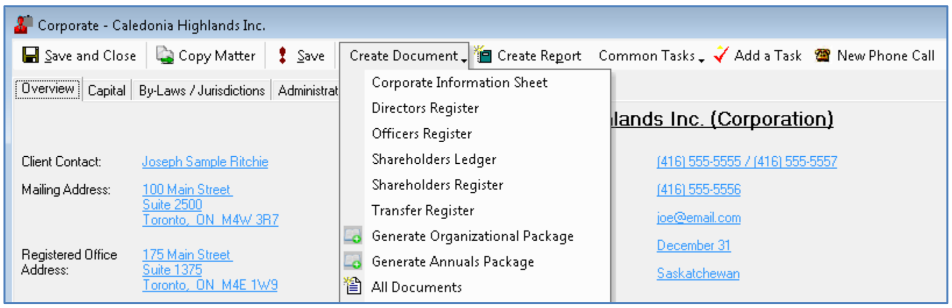
Chapter 6: Documents and Reports

Generating Documents/Reports

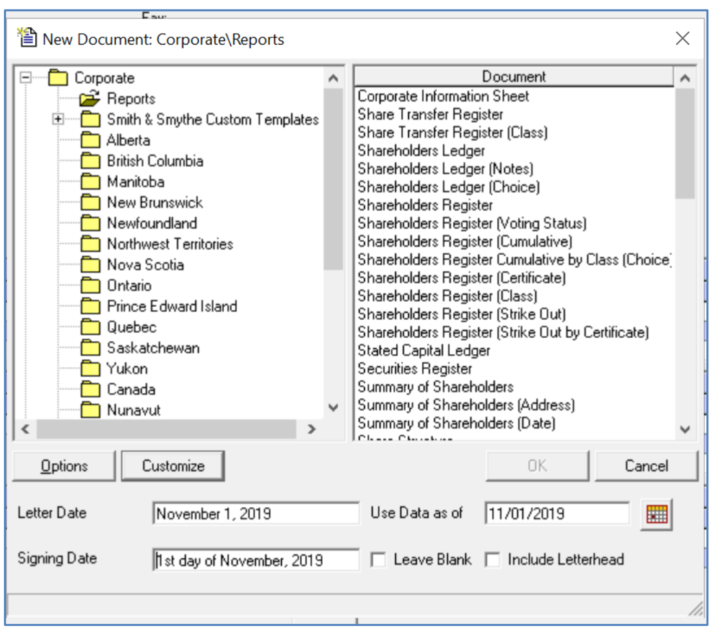
All documents from Corporate Manager ET are generated as Word documents.

Documents

Click on the **Create Document** button while in the open matter.



You will then be able to access the most commonly used documents. Click on **All Documents** to access the rest of the documents provided by Emergent.



Documents are grouped into folders on the left of the Document window. Select a folder and then highlight the desired document(s). Hold the <Ctrl> key to select multiple documents.

The date fields automatically populate with the current date. If you wish to use different dates, enter the date to override the current date in the Letter Date field. Leaving the Signing Date blank or activating the Leave Blank tickbox will populate the legal date with "the Day of <Current Month>, <Current Year>". If you prefer to post- or pre-date your legal signing date, or use a different format, insert it here. The **Use Date as of** field will create documents reflecting that point in time. Directors and shareholders after that date will not appear on documents or reports.

Note: Some documents require specific conditions to generate properly, for example, the First Director Resolutions need the **First Director Tick box** activated, or gender specific documents require the gender to be set on the **Details Tab** of the **Contact Card.** If names, addresses or gender are inaccurate, check your entries to ensure all required fields are entered.

Packages

Packages are a combination of documents and reports bundled together to create one comprehensive item. In addition to the Organization and Annuals Packages accessed by the Create Documents Quick Pick button, clicking on **All Documents > Packages** gives many more options such as a Dividend Package or Share Transfer Package. For example, the Organization Package can include Directors Resolutions, Shareholders Resolutions, By Laws, Share Subscriptions, and Directors, Officers and Shareholders Registers as well as the Reporting Letter.

Custom Packages can be setup through data maintenance. Please see the Administration Manual for instructions to create Custom Packages for your firm.

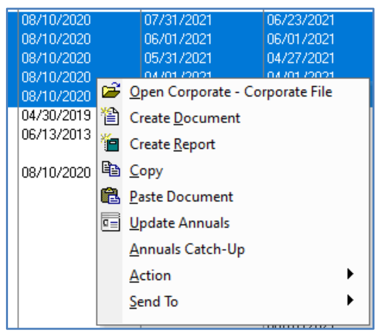
Update Annuals and/or Registrations

Update Annuals allows you to update the Last Annuals Filed date for one or many Matters at one time.

Open the **Corporate Files** List.

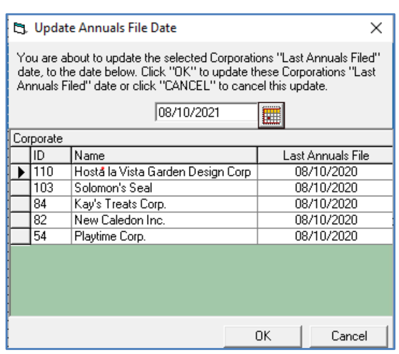
Make sure that the columns Corporation Name, Annuals Filed and Annuals Due are included in the List.

You can sort the Corporations into date order by highlighting either the Annuals file or Annuals Due column and doing a Z-A sort. Select the Corporation to update the last Annuals Filed date. Use the Shift key or Ctrl to make multiple selections.



Right-click and then select **Create Document** to open the New Document dialogue box. Navigate to the document or Package to generate the Annuals as Word documents ready for printing for <u>each and every</u> corporation that has been selected in the list. The created Annuals will then be added to the Documents Tab if the save feature is being used.

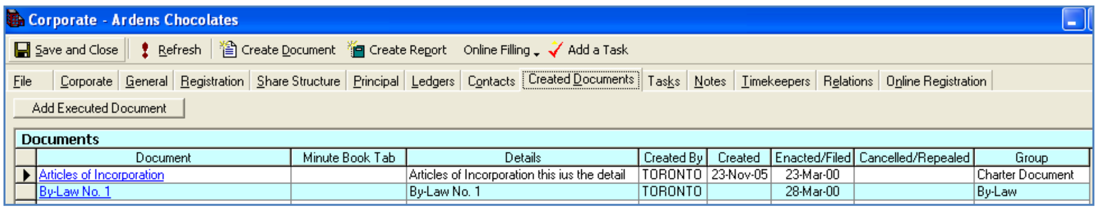
Next, right click and select **Update Annuals**. Enter the **New Annuals Filed** date (mm/dd/yyyy) in the textbox and select **OK**. The Next Annuals Due Date will be calculated based on jurisdiction



Remember to Refresh the Corporation File List to view the updates.

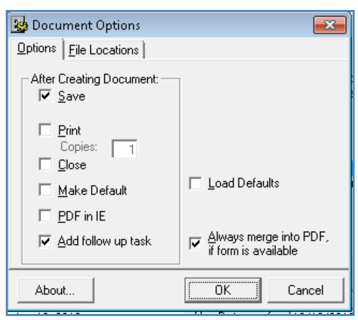
Saving a Document

As discussed in the Documents Tab section, Corporate Manager ET has document management built into the application. If you selected **Save** in the **Document Options,** the document is automatically saved in the location specified on the Administration Tab and a link created on the Documents Tab. By clicking on the blue link, the document will open. Any User with Corporate Manager ET on their system will be able to retrieve documents saved by other Users. In addition, the Documents Tab provides an exact history of what documents already created for this matter. The name of the document will also be added to the Workflow Tab for tracking and follow-up.



Options

Select the **Options** button from the Document Window to set further options for the documents. For example, you may wish to automatically **Save, Print** and **Close** the document(s) once they are created and **add a follow up task**. When all choices have been made, click **OK** to generate the documents to Word. You can also choose to make these choices your default choice so that these actions are performed for all documents created in Corporate Manager at that workstation.

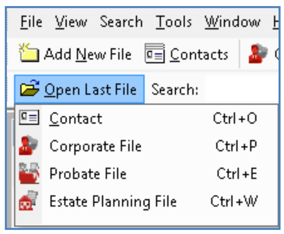


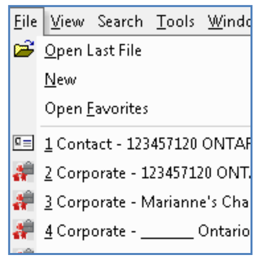
Chapter 7: Lists

Using Lists

Opening Matters

From the Toolbar, select **Open Last File** and **Corporate File** or **Contact**. Or select **File** from the top menu and a list of recently opened Matters and Contacts will be available for selection.



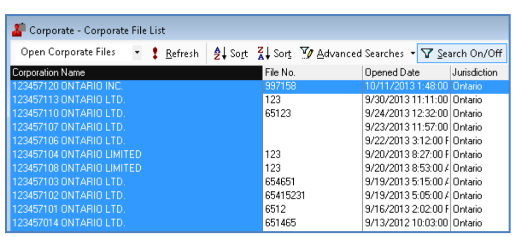


Type all or part of the name in the Search Box on the Toolbar and **Enter**. If there is only one Matter containing the name, it will open. If there are more than one, click the dropdown arrow to see the search results and make your selection.

Finding Contacts or Matters in Lists

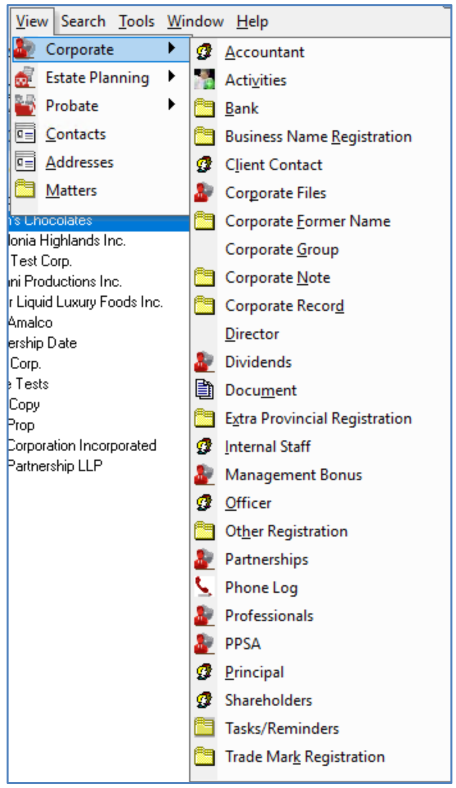
Searching for Matters is easy using the Corporate File List. After clicking the **Corporate Files** button on the Toolbar, a list of all open Matters and other related information will appear. To search for a corporation, simply highlight the **Corporate Name** column heading and type part or the entire name that is being searched.

NOTE: *There is no start or stop button for this search feature. After you finish typing, the database will be searched for all matches to the text just entered. Toggle the **Search On/Off** button to clear the search results.*



Double Click on the corporation name to open the Matter.

To open the list of corporate files, select the **Corporate Files** button on the Toolbar. All other Lists are available by selecting **View > Corporate** and the appropriate List.

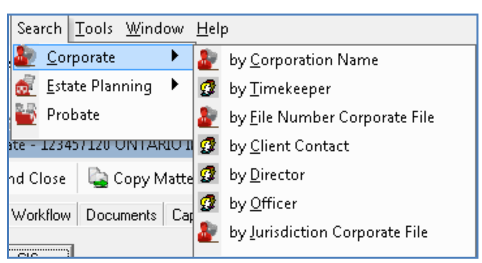


Sorting Lists by Columns

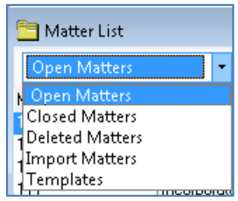
Users can also sort Lists alphabetically within the various columns shown. For example, to sort the Contact List by the city field, simply click on the City column header until it turns blue, then click on the **Sort** buttons to sort alphabetically in ascending Sort or descending Sort order.

Finding Matters using Search

Quickly limit a list of Matters by using the **Search** feature. Select the desired field to be searched and enter your search term. Choose **OK** and the appropriate List will open already filtered with suggested files.



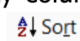
Matters List

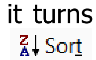


This List accessed by **View > Matters** and is driven by the **File Status** dropdown menu on the Administration Tab and you can view Matters by Open, Closed, Inactive, Draft and Pending.

Note: *Although both **File Status** and **Status** are fields on the Administration Tab, they are unrelated. **File Status** has a direct effect on the behavior of Matter Lists and the Billing Status of the Matter, whereas **Status** (of the corporation) is a reference field for internal firm use.*

Sorting Lists by Columns

Users can also sort both Contact and Matter Lists alphabetically within the various columns shown. For example, to sort the Contact List by the city field, simply click on the City column header until it turns blue, then click on the **Sort** buttons to sort alphabetically in ascending 

or descending 

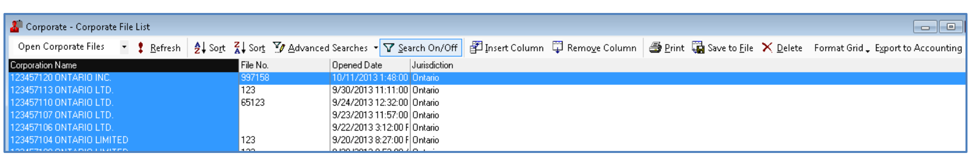
order.

Note: By design, some columns are not searchable or do not sort.

Activities List

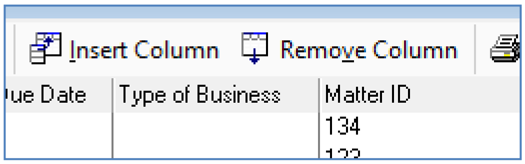
The **Activities** button on the main toolbar displays a List of all Activities that have been entered on the Annuals/Activities section of the Administration/Annuals Tab for all Matters. By sorting the columns the user can display, for example, all extra-provincial registrations. By creating a custom search using the Advanced Searches Filter, the user can display all extra-provincial registrations in Alberta with a renewal date of November, 2020 or any other variation of search fields.

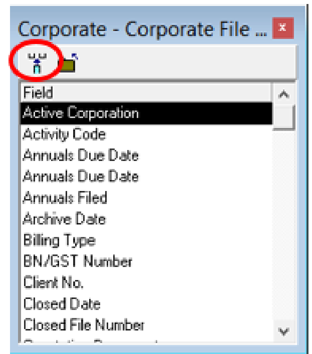
Add/Remove/Reorder List Columns



Emergent Lists are completely customizable to fit your needs and retains your preference settings specific to your computer. You can organize the List to provide the most important information where you want it to be for quick viewing.

Columns can be added, moved or removed from a List to customize the information on the screen. To add or remove a column, select the **Insert Column** or **Remove Column** buttons respectively (use the **Control** key to make multiple selections) and then click the small blue **Insert Column** button or the **Remove Column** button.



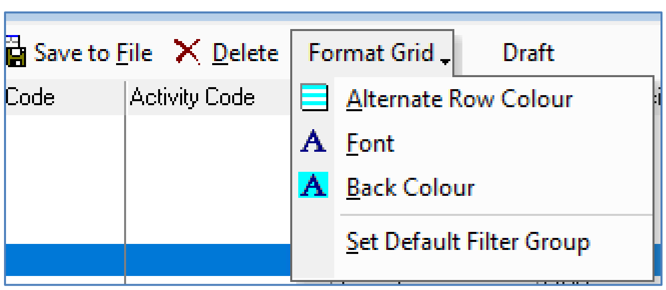


To remove a column, highlight the column you want to remove by clicking on its title. Click the **Remove Column** button.

Highlight the column you want to move by clicking on its title. Click the column heading a second time and hold your mouse button. The column heading will look detached from the column. Drag the column to the desired position and drop it in place by releasing your mouse button

To move a column, highlight the column you want to move by clicking on its title, then click and hold the column heading a second time. The column heading will look detached from the column. Drag the column heading to the desired position and drop it in place by releasing your mouse button.

Changing Fonts in List Columns



Select the **Format Grid** button on the List Toolbar.

To change the background colour of a list, select **Back Colour** and select a colour. This feature can let you easily tell one list from another.

To change the font size or syle, select **Font** and choose the size and/or style of font.

Resetting a List

To reset a List, hold the shift key while opening the List. This will reset the background colour and font changes, and remove all columns and prompt you to select new ones.

Saving and Printing List Reports

Printing List Reports

Customized lists can be easily printed by simply selecting the **Print** button from the List Toolbar. At this point the Page Setup window appears. Here you can set paper size, orientation, margins, etc. When you are ready to print, click OK. The list will be sent to your *default* printer. All columns in the List will print. If it is a large list or has many columns it may spread across many pages. In that case, Save and Print the List as set out in Saving and Printing Lists Reports.

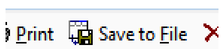
Saving and Printing List Reports

List reports can be saved as an HTML file, and once saved, they can be emailed as an attachment or used in a Word Mail Merge. They can also be imported to Excel for printing or other uses.

Step One

Open the Filelist and ensure all columns are contained in the List. If not, add more columns using the **Insert Column** button and selecting the new columns to be added. **Ctrl+click** to select multiple columns.

Step Two

Click Save to File 

and save in the proper location. Leave the "type" as HTML Document as this format is the most versatile. ***Note**: Save the file to the desktop to easily find in the next step.*

Step Three

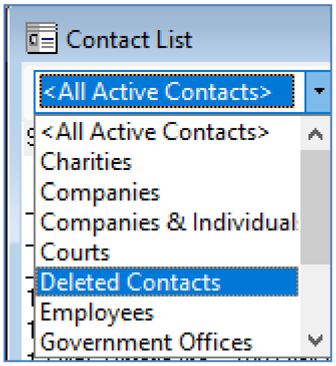
Open Excel, and to open a new worksheet, chose **Browse** and navigate to the saved HTML file, double-click to select and open.

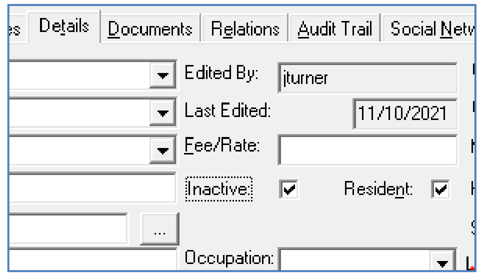
The list can now be printed from Excel.

Deleting and Retrieving Matters or Contacts

Although we talk about "deleting" a Contact Card or a Matter, it's never really deleted. It's just hidden from sight so it doesn't clutter up your Lists. Delete a Matter by highlighting the desired Matter and clicking the **Delete** button on the Toolbar on the Corporate Files List and confirming the deletion. It is then placed in the **Deleted Matters List** section of the Matter List.

To delete a Contact Card, use the **Inactive** tickbox on the Details tab.



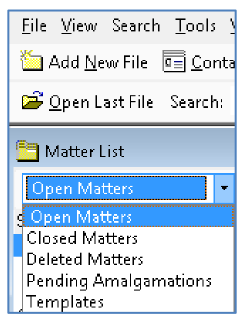


To retrieve a deleted Contact Card or Matter, click on the Contact or Matter List and change the dropdown menu to show **Deleted Contacts** or **Deleted Matters**.

Open the Contact Card, go to the **Details Tab** and uncheck the **Inactive** box.

Double clicking on the Matter on the Deleted Matters list will return it to the Open or Closed Matters list.

Matters List



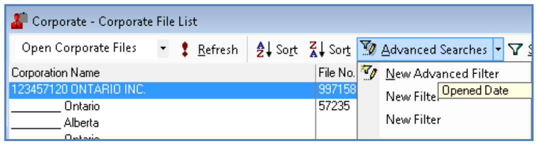
This List is accessed by **View > Matters** contains all Matters in Emergent, whether Corporate or Estates and is driven by the **File Status** dropdown menu on the Administration Tab.

Advanced Searches – Creating a Customized Search

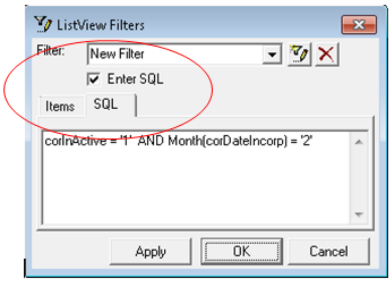
Corporate Manager ET allows you to create your own customized searches and list them on a dropdown menu for quick and easy access. Searches are useful for narrowing a particular List down to items to meet specific requirements. To create a customized Search, open the List of your choice. When selecting a List, keep in mind that different Lists have different columns to select.

Let's create a search that will sort your List for all Corporations with an Ontario Jurisdiction **and** Year End of January. In this case we will select the Corporate Files List from the main Toolbar.

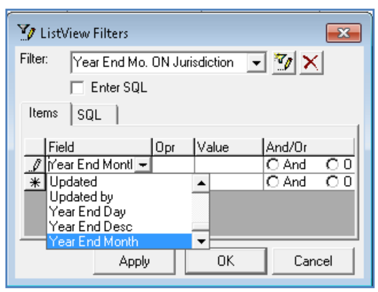
On the open Corporate File List Toolbar, click the arrow beside the **Advanced Searches** button and select **New Advanced Filter**.



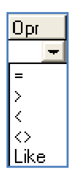
The List Search window appears.



Enter the name for your customized search in the **Filter** field. Uncheck the **Enter SQL box** and change the Tab from **SQL** to **Items** tab. In the **Field** box, make your selection in the dropdown the column to be searched. ***Note:*** *When applying a search to a particular column, i.e. Jurisdiction, make sure you have added the column for Jurisdiction in your List.*



In the **Opr** field, select the symbol for the search you would like to create.



The meanings for the symbols available in the operator field are the following:

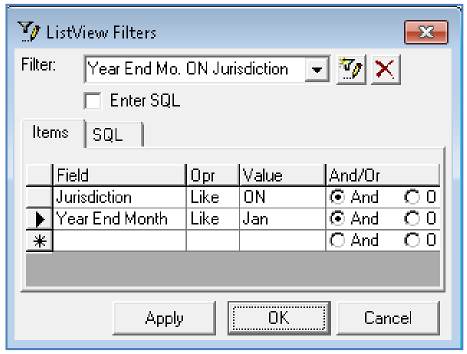
=	- equal to	<>	- does not equal
>	- greater than	Like	- similar to (used for text data fields)
<	- less than		

Note: *When searching text, it is recommended you use "like" instead of "=" since "="" specifies an exact match.*

Enter the value for the search in the **Value** field. These can be words, dates or numbers, however, when searching a number column such as Incorporation Date, it's best to use the short form of months ("Sept" instead of "09" as your results will return both "September" and "2009").

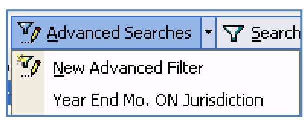
In the **And/Or** field, select which statement is appropriate for your search.

For our example, your final search terms would look like this:



To translate what our search above says: Find all corporate files with a Jurisdiction of Ontario, **and** with a Year End Month of January.

You can sort by more than one criteria by adding the desired Fields and Values on the next lines. Once you have entered all the criteria for the search, select the **Apply** button. Check the List to confirm your search is correct, then select **OK**. Your customized search name will now appear on the dropdown list.



The next time you want to use this Search, simply click on the Search Name on the dropdown list.

To delete or edit an Advanced Search, slow-click the **Advanced Searches** button until the window appears, and select the **Search Name** to edit or click the red X beside the name to delete the Search.

Chapter 8: Tasks and Reports

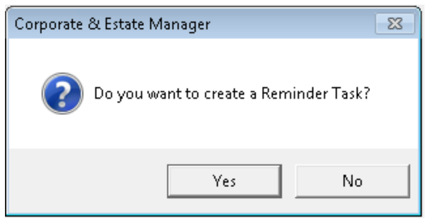
Workflow

The Workflow task reminder system is an integrated task management tool within Corporate Manager ET. Users are assigned tasks that populate Reminder Reports to manage the processing of Matters.

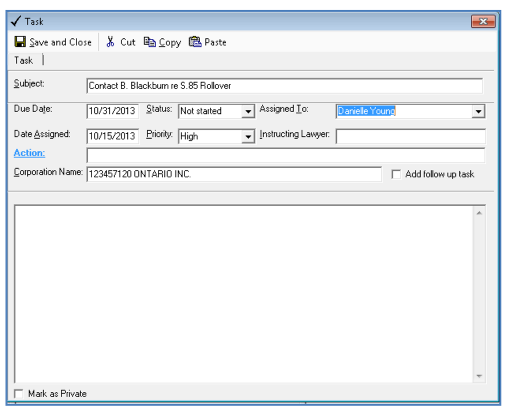
Create or Add a Task

There a number of ways to create or add a task.

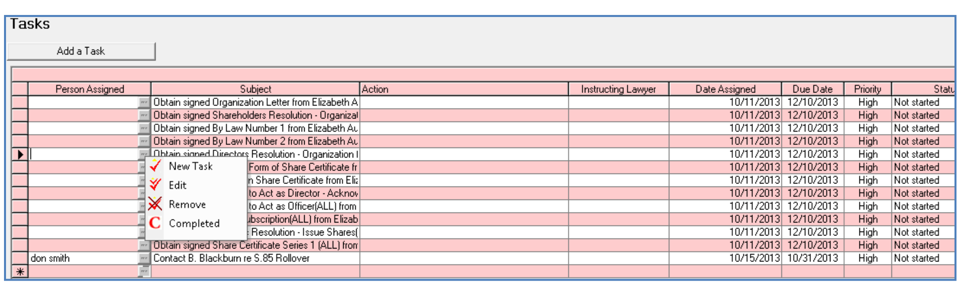
Associate the Task with a Matter. For example, when you are creating a new Extra Provincial Registration which will expire in three years, you can elect to create a reminder:



You can also manually add a New Task by clicking on the **Add a Task** button on the Toolbar and enter the necessary information, such as Due Date and Priority. Tasks can be assigned to a particular person by using the **Assigned To** dropdown, and if necessary, clicking the **Action** link will display the Create Document form so that the required document can be selected. If the **Add Follow Up Task** tickbox is selected, the task will appear on the Follow-Up section of the Workflow tab.



You can navigate to the Task section in the Workflow Tab and click on the and choose **New Task**, or click on the **Add a Task** button.



Adding a Task from within a Matter will automatically associate the Task to the Matter, or you can delete the Corporation Name in the task window to create a general Task not linked to any given Matter.

An unlimited number of Tasks can be assigned to a Matter. Tasks can be made private by selecting the **Mark Task Private** checkbox during the creation of the task. A Private Task will only appear on *your* Task List – it will not be accessible to any other users and will not appear on the All Users Task List.

Completing a Task

To mark a Task Completed on the Task List, click on the and set the Status to **Completed**.

Editing a Task

A Task can be edited by clicking on the , selecting Edit, making the necessary changes, and clicking **Save and Close**.

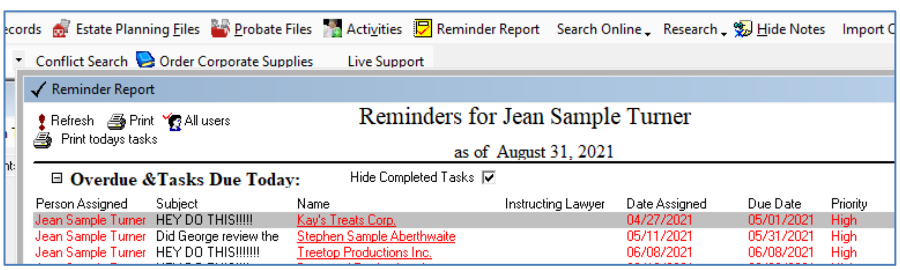
Removing a Task

If the Task is not associated with a Matter, generate the Reminder Report and double-click on a selected Task to open. It can be deleted by selecting the **Remove Task** button on the Task Toolbar.

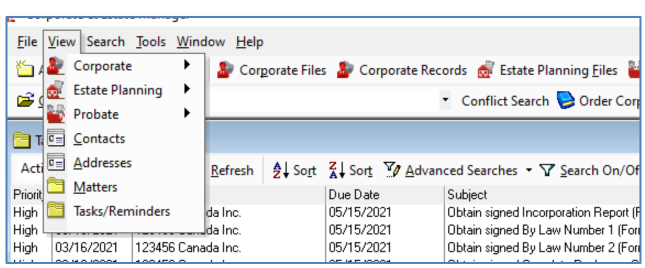
To remove a Task from the Task List on the Workflow Tab of a particular corporation, click on the and click **Remove**.

Tasks and Reminders Lists

Once a Task has been added it will appear on the Reminder Report and on the Tasks/Reminders List. Depending on your settings, the Reminder Report may open each time you open Estate Planning & Vault Manager, or it can be opened using the **Reminder Report** button. All Tasks and Reminders can be viewed by clicking the **All Users** button.

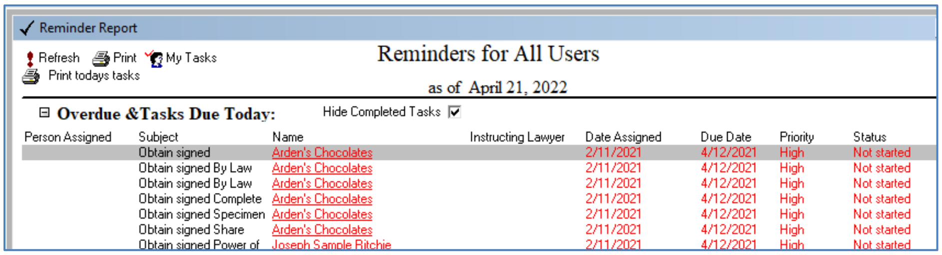


You can also view all Tasks and Reminders by **View > Tasks/Reminders**.



Reminder Report

Once a Task has been added it will appear on the Reminder Report and on the Tasks/Reminders List. Depending on your settings, the Reminder Report may open each time you open Corporate Manager ET, or it can be opened using the **Reminder Report** button. All Tasks and Reminders can be viewed by clicking the **All Users** button.



Open Matters and Tasks

Double Click on the Task row to open and update a Task item, or double click on the corporate name to open the associated Matter.

View Tasks

View Tasks for all users or your own tasks by toggling the button between **My Tasks** or **All Tasks**.

Only Show the next 2 month(s)

The Task report will display all upcoming tasks for the next two months.

Hide Completed Tasks

Completed Tasks are removed from the task list. They can be viewed by removing the checkmark next to Hide Completed Tasks.

Adjusting Columns in Reminder Report

All columns can be adjusted by placing the cursor between headings and changing the width when the cursor appears as a two-sided arrow.

Sorting tasks

Tasks can be sorted by right-clicking a column heading. Select the order for the report to be sorted.

Find a Company in the Task List

Right-click on the Corporation Name column and select **Find**. Enter the company name to find.

Printing Task Reports

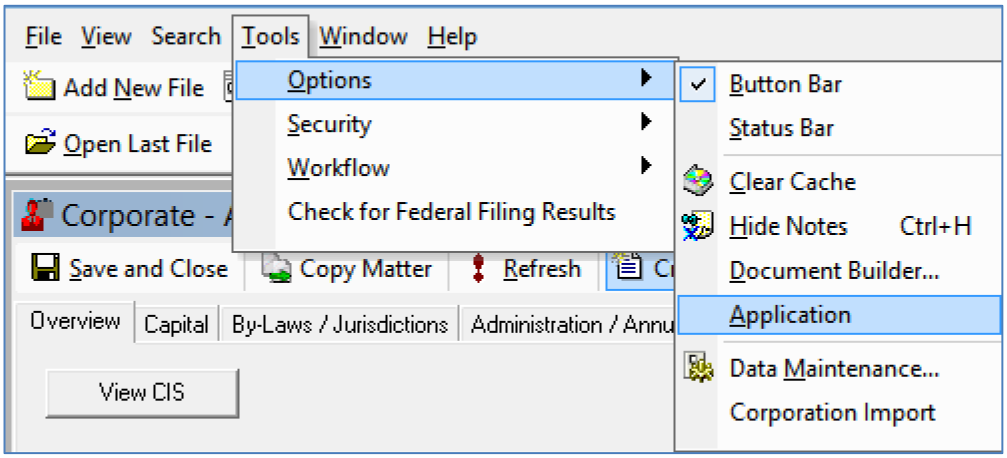
Task Reminder Reports can be printed by selecting the print icon. To display a list of only today's tasks, select **Print today's tasks.**

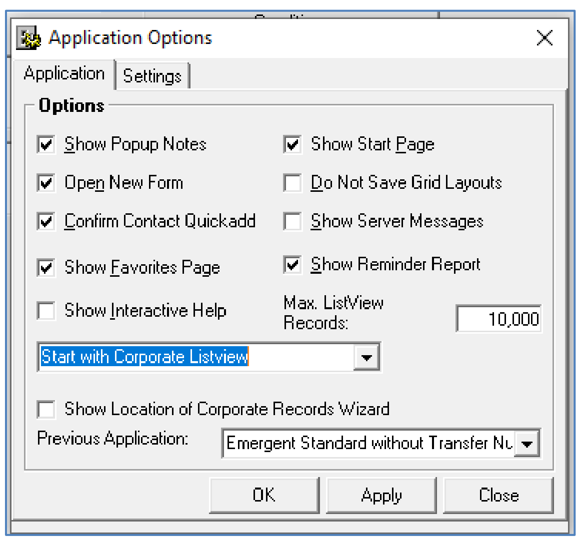
Chapter 9: Advanced Options

Application Startup Options

Corporate and Estate Manager ET can be customized to start the program with your preferred view

Select Tools > Options > Application and select from the dropdown list. In this location you can define the List that will appear at start up, as well as whether the Reminder Report will open. These Options are specific to the workstation computer and will not affect the settings of other users in the firm.





- Start with a file (the last opened file)
- Start with the Corporate Listview
- Start with the Corporate Records Listview
- Start with Estate Planning Listview
- Start with Probate Files Listview

Turn Reminder report off during Application Startup

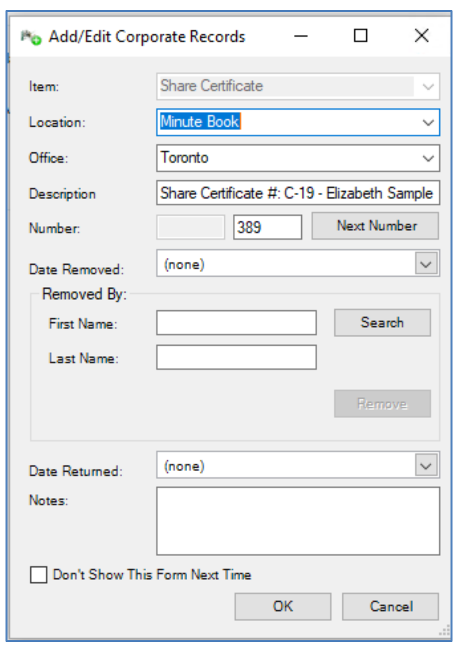
Select Tools > Options > Application and select from the drop down list. In this location you can define whether the program will start with the last file worked on or a List will appear at start up These Options are specific to the workstation computer and will not affect the settings of other users in the firm.

The Reminder Report appears when Corporate Manager ET is opened. If this is not needed, uncheck the **Show Reminder Report** tickbox.

It is not recommended to deactivate the **Show Popup Notes** because of the potential of missing important information.

Reactivating Location of Corporate Records Wizard

When Share transactions are completed, the Location of Corporate Records Wizard will appear so that the location of the Share Certificate can be recorded. Once the Don't show This Form Next Time tickbox is checked, this form will not show again on that specific computer. It can be turned on again by going to **Tools > Options > Application** and reactivating the check mark next to **Show Location of Corporate Records Wizard**.



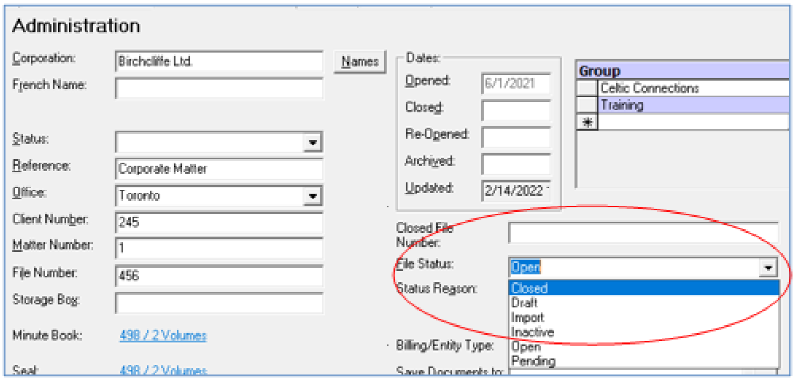
Closing Matters/Viewing Closed Matters

As time progresses, a Corporate Matter may become inactive, whether by Dissolution or the client taking their files elsewhere. Although you have the option of deleting Matters, you may still want to reference them from time to time.

It is recommended that you set these Inactive Matters as Closed. This way you can still access them if required, but they will not clutter up your Lists of current Matters. Once a Matter is closed, the Common Tasks and Create Documents are deactivated.

To close a Corporate Matter, select Closed from the **File Status** dropdown list on the Administration Tab. This will also stop the Emergent billing process for this particular Matter.

You also have the option of entering a Reason for Closing, Closed Date and a Closed File Number.



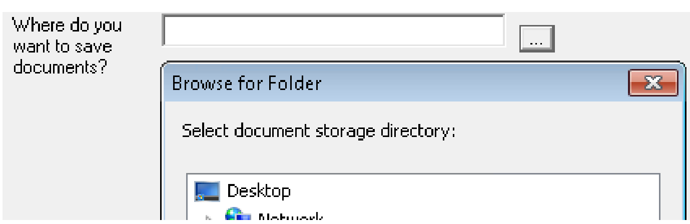
Deleted Matters

Delete a Matter by highlighting the desired Matter and clicking the **Delete** button on the Toolbar on the Estate Planning List or Probate List. It is then placed in the **Deleted Matters List** section of the Matter List. To retrieve a Matter from the Deleted List, double-click on a Matter to open it and set the **File Status** to **Open** on the Administration Tab to return it to the active Matter list.

Update Saved Document Folder Locations

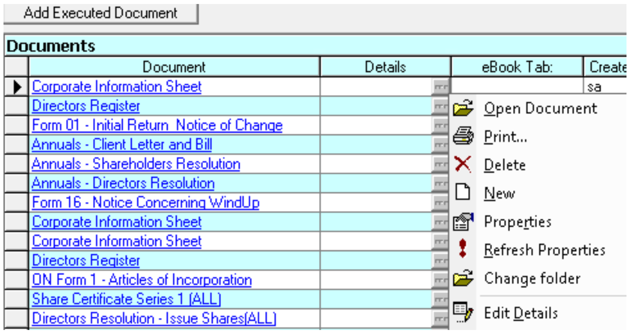
It may be necessary to change the folder name for saved documents in custom folder locations. First, change the name of the current folder. To then update all saved documents for this matter, follow one of these two steps:

On the **Administration/Annuals Tab** at the text window for **Where do you want to save documents?** Click on and point to the new folder.



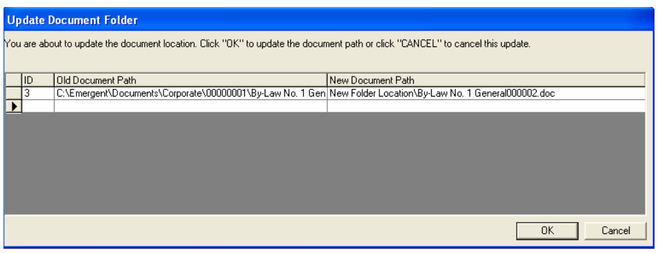
OR

In the **Created Documents Tab**, click on any document row and select change folder.



Point to the renamed folder.

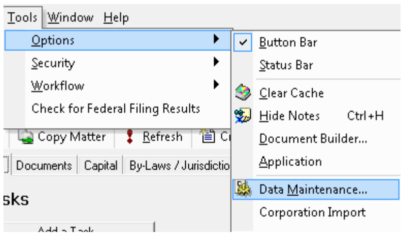
Confirm that the information is correct and choose OK to update the document path.

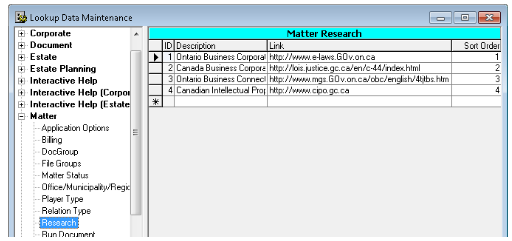


Research

Corporate Manager ET provides easy access to the Research sites you use most. Click the **Research** button on the Toolbar and the browser will open to the chosen search site. There is no need to leave Corporate Manager ET to open a browser window.

Adding items to this list is done through **Tools** > **Data Maintenance** > **Matter** > **Research**.





Add the following Values in the corresponding fields:

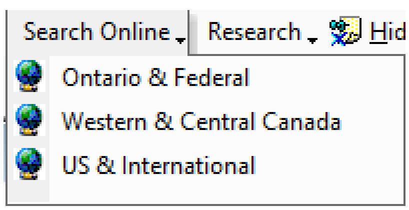
Description – The text that best describes this website.

Link – The link to this website. NOTE: The link must begin with http://

Sort Order – Determines the order in which these items are displayed in the list.

Note: The Research links are available across all practice areas, which means all users have access to and will be updated with the same Research links.

Search Online

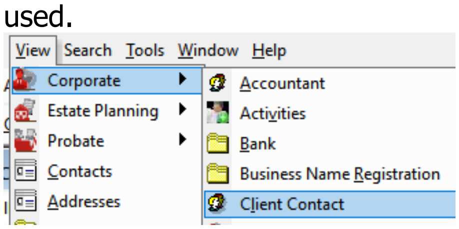


Corporate Manager ET also provides quick access to your most used online provincial search engines. There is no need to leave Corporate Manager ET to open a browser window. Click the **Search Online** button and the browser will open to the chosen search site.

Creating a Mail Merge from Lists

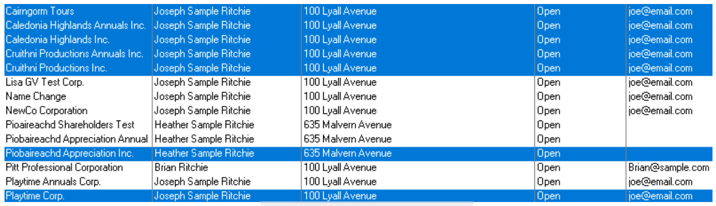
Choose the List that the Mail Merge will be created from. The Corporate Client Contact List will be used for demonstration purposes.

1. View > Corporation > Client Contact to open the list. View > Probate > Trustee, View > Probate > Estate Planning > Representative or the Estate Planning File Lists can also be used.

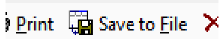


4.

2. Ensure the required columns are contained in the list. In this case, the **Corporation Name**, the **Client Contact** and the **Full Address** columns.
3. Choose any or all the Corporations to be included in the mail merge.

5. 

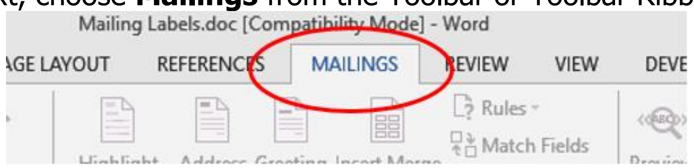
Cairngorm Tours	Joseph Sample Ritchie	100 Lyall Avenue	Open	joe@email.com
Caledonia Highlands Annuals Inc.	Joseph Sample Ritchie	100 Lyall Avenue	Open	joe@email.com
Caledonia Highlands Inc.	Joseph Sample Ritchie	100 Lyall Avenue	Open	joe@email.com
Cruithni Productions Annuals Inc.	Joseph Sample Ritchie	100 Lyall Avenue	Open	joe@email.com
Cruithni Productions Inc.	Joseph Sample Ritchie	100 Lyall Avenue	Open	joe@email.com
Lisa GV Test Corp.	Joseph Sample Ritchie	100 Lyall Avenue	Open	joe@email.com
Name Change	Joseph Sample Ritchie	100 Lyall Avenue	Open	joe@email.com
NewCo Corporation	Joseph Sample Ritchie	100 Lyall Avenue	Open	joe@email.com
Pioaireachd Shareholders Test	Heather Sample Ritchie	635 Malvern Avenue	Open	
Piobaireachd Appreciation Annual	Heather Sample Ritchie	635 Malvern Avenue	Open	
Piobaireachd Appreciation Inc.	Heather Sample Ritchie	635 Malvern Avenue	Open	
Pitt Professional Corporation	Brian Ritchie	100 Lyall Avenue	Open	Brian@sample.com
Playtime Annuals Corp.	Joseph Sample Ritchie	100 Lyall Avenue	Open	joe@email.com
Playtime Corp.	Joseph Sample Ritchie	100 Lyall Avenue	Open	joe@email.com

4. Click **Save to File** 

and save as **HTML**. Saving as an HTML file is the most versatile format. There is no need to convert to Excel or a CSV file.

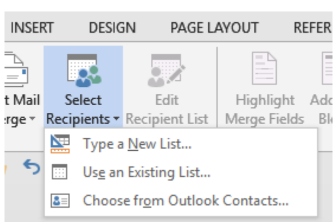
The most common use of the Mail Merge feature is mass mailings to a client list, whether an annual information bulletin or to advise of new legislative requirements. Most firms also have an existing style of mailing labels with logos and return address. ***Before beginning the mail merge, either draft the correspondence or open the mailing labels.***

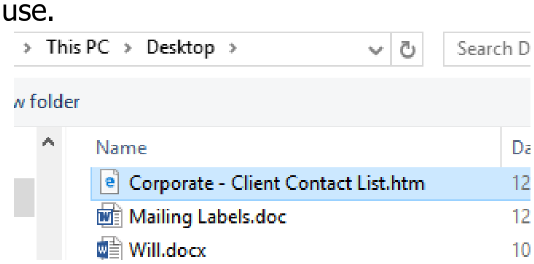
1. Next, choose **Mailings** from the Toolbar or Toolbar Ribbon to start the Mail Merge.

6. 

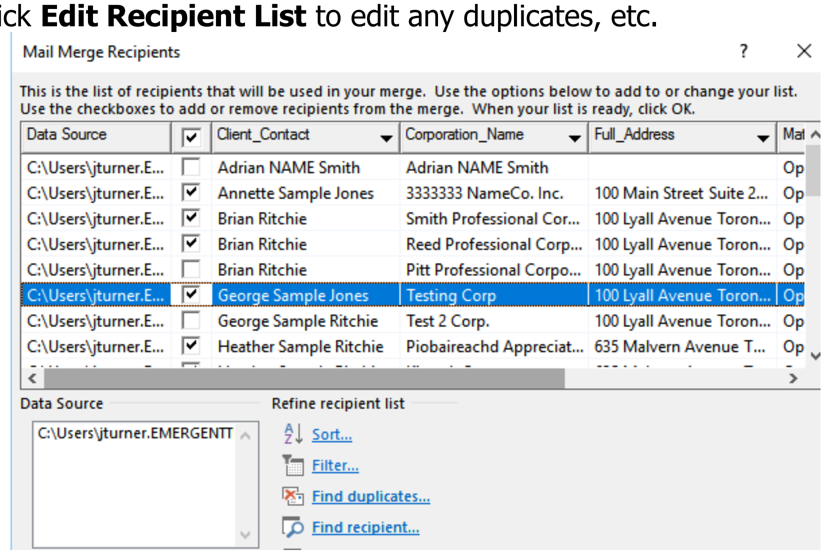
7. On the **Start Mail Merge** dropdown, select the starting document. If Labels is the starting document, there will be a further step to choose the type of labels. Click **OK** and then **Cancel**. This triggers the proper actions for the next steps in creating the labels.

2. Click on **Select Recipients** and choose **Use an Existing List** and then **Browse** to the saved HTML file and select for use.

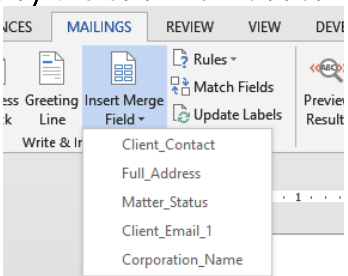
8. 



3. Click **Edit Recipient List** to edit any duplicates, etc.

9. 

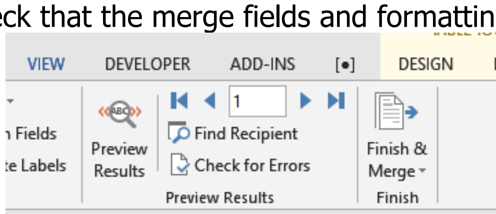
4. Next, add the fields that will be used for the Mail Merge. Click **Insert Merge Field** to display the columns included from the **Client Contact List**.

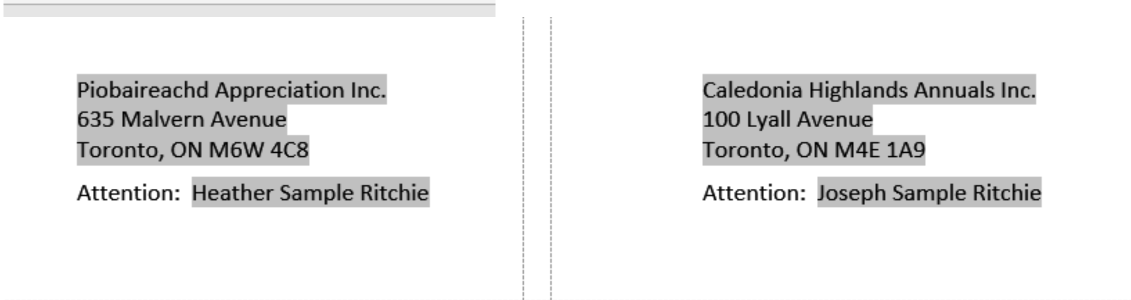
10. 

5. When satisfied with the spacing, fonts and layout of the labels, click **Update all Labels** to create a full page of individual labels.*

11. 

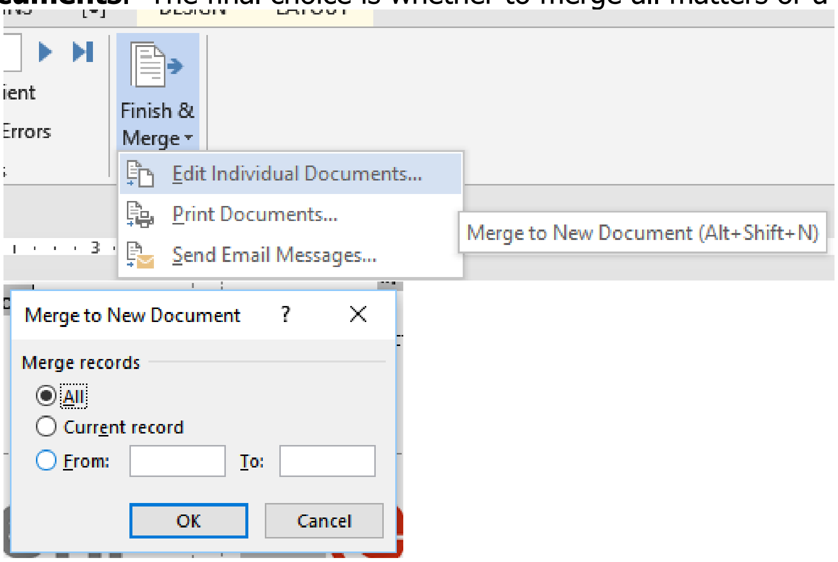
6. You can then preview by clicking **Preview Results**, which will display the end result, either the correspondence or, if a full page of mailing labels, the first page. This allows you to check that the merge fields and formatting are correct.

12. 



13.

7. When the results are satisfactory, click on **Finish & Merge** and select **Edit Individual Documents.** The final choice is whether to merge all matters or a selection

14. 

8. The end result will be the merged document for final editing and printing.

*Note: if the logo and return address are in separate cells from the merge fields, use the following procedure:

As in step 4 above, select the merge fields and arrange the label formatting. When satisfied, click **Update Labels. You will note NEXT RECORD** appears in the logo/return address cell of each label.

15. Copy and paste the merge fields into the blank cells. Continue with step 6 above.
16.