

2021 Bill 62

Second Session, 30th Legislature, 70 Elizabeth II

THE LEGISLATIVE ASSEMBLY OF ALBERTA

BILL 62

RED TAPE REDUCTION IMPLEMENTATION ACT, 2021

THE ASSOCIATE MINISTER OF RED TAPE REDUCTION

First Reading

Second Reading

Committee of the Whole

Third Reading

Royal Assent

Bill 62

BILL 62

2021

RED TAPE REDUCTION IMPLEMENTATION ACT, 2021

(Assented to , 2021)

HER MAJESTY, by and with the advice and consent of the
Legislative Assembly of Alberta, enacts as follows:

Alberta Utilities Commission Act

Amends SA 2007 cA-37.2

1(1) The *Alberta Utilities Commission Act* is amended by this section.

(2) The following is added after section 17:

Time periods

17.1(1) Unless expressly provided by this Act or any other enactment to the contrary, the Commission shall issue a decision or order within any time period prescribed in the Commission rules.

(2) A failure or inability to comply with subsection (1) does not affect the Commission's jurisdiction to deal with the application, including the issuing of a decision or order, and anything done by the Commission in relation to the application remains valid.

(3) This section applies to an application filed with the Commission on or after the coming into force of this section.

Explanatory Notes

Alberta Utilities Commission Act

- 1**(1) Amends chapter A-37.2 of the Statutes of Alberta, 2007.
- (2) Time periods.

(3) Section 75 is amended

(a) by renumbering it as section 75(1);

(b) in subsection (1) by adding the following after clause (c):

(d) establishing time limits on the exercise of powers, duties and functions by the Commission;

(e) establishing time limits in respect of any process, hearing or decision for which the Commission may make rules under this Act or any other enactment.

(c) by adding the following after subsection (1):

(2) A regulation made under subsection (1)(d) or (e) prevails over any rule that is made or amended by the Commission with which it conflicts or is inconsistent to the extent of the conflict or inconsistency.

**Builders' Lien (Prompt Payment)
Amendment Act, 2020**

Amends SA 2020 c30

2(1) The *Builders' Lien (Prompt Payment) Amendment Act, 2020* is amended by this section.

(2) The following is added after section 4:

4.1 The following is added after section 1:

Application

1.1(1) This Act or a provision of this Act may, in accordance with the regulations, apply to a prescribed class of professionals acting in a consultative capacity.

(2) This Act does not apply in respect of

(a) public works as defined in the *Public Works Act*,

(b) agreements to finance and undertake an improvement in which either of the following is a party:

(i) the Crown in right of Alberta;

(3) Section 75 presently reads:

75 The Lieutenant Governor in Council may make regulations

- (a) adding to, clarifying, limiting or restricting any of the Commission's powers, duties and functions, or regulating how they are to be exercised;*
- (b) defining any word or expression used but not defined in this Act;*
- (c) prohibiting the delegation of any powers, duties and functions of the Commission under section 8(7).*

**Builders' Lien (Prompt Payment)
Amendment Act, 2020**

2(1) Amends chapter 30 of the Statutes of Alberta, 2020.

(2) Application.

- (ii) a provincial corporation as defined in the *Financial Administration Act* that is an agent of the Crown in right of Alberta,

and

- (c) any other agreement, entity, undertaking or work or class of agreements, entities, undertakings or works as may be prescribed for the purposes of this section.

(3) Subject to the regulations, this Act does not apply in respect of a prescribed person or entity, whether incorporated or not, that enters into a prescribed project agreement to finance and undertake an improvement or to a prescribed class of such persons, entities or project agreements.

(3) The following is added after section 7:

7.1 Section 20 is repealed and the following is substituted:

Posting or provision of certificate of substantial performance

20(1) A person issuing a certificate of substantial performance under section 19 shall, within 3 days from the date of issuing the certificate, ensure that the persons working or furnishing materials have a reasonable opportunity of seeing the certificate by

- (a) posting a signed copy of it in a conspicuous place on the job site to which the certificate relates, or
- (b) providing an electronic copy of the signed certificate in accordance with the applicable contract or agreement.

(2) Where the person issuing a certificate of substantial performance fails to comply with this section, that person issuing the certificate is liable for legal and other costs and damages incurred by and resulting to a person by reason of the non-compliance.

(3) Section 20 of the *Builders' Lien Act*, chapter B-7, presently reads:

20(1) A person issuing a certificate of substantial performance under section 19 shall, within 3 days from the date of issuing the certificate, post a signed copy of it in a conspicuous place on the job site to which the certificate relates so that persons working or furnishing materials have a reasonable opportunity of seeing the certificate.

(2) Where the person issuing a certificate of substantial performance fails to comply with this section, that person issuing the certificate is liable for legal and other costs and damages incurred by and resulting to a person by reason of the non-compliance.

(4) Section 17 is amended

- (a) by repealing the new section 33.4 and substituting the following:**

Adjudication of dispute

33.4(1) Provided that no party has commenced an action in court with respect to a dispute, a party to a contract or subcontract may refer to adjudication a dispute with the other party to the contract or subcontract, as the case may be, respecting any prescribed matter in accordance with this section and the regulations or the procedures established by the Nominating Authority responsible for that matter.

(2) An adjudication may not be commenced if the notice of adjudication is given after the date the contract or subcontract is completed, unless the parties to the adjudication agree otherwise.

(3) If a party commences an action in court with respect to a dispute on the same date that the dispute is referred to adjudication under subsection (1), the adjudicator shall discontinue the adjudication and the action shall proceed.

- (b) by repealing the new section 33.6(4) and substituting the following:**

(4) The adjudicator shall issue a written notice of determination accompanied by the adjudicator's order, if any, concerning the matter.

(5) The determination of a matter by the adjudicator is binding on the parties to the adjudication, except where

- (a) a court order is made in respect of the matter,
- (b) a party applies for a judicial review of the decision under section 33.7,
- (c) the parties have entered into a written agreement to appoint an arbitrator under the *Arbitration Act*, or
- (d) the parties have entered into a written agreement that resolves the matter.

(4) Section 17 presently reads in part:

17 The following is added after section 33:

33.4 A party to a contract or subcontract may refer to adjudication a dispute with the other party to the contract or subcontract, as the case may be, respecting any prescribed matter in accordance with the regulations or the procedures established by the Nominating Authority responsible for that matter.

33.6(1) Subject to subsections (2) and (3), an adjudicator may hear a dispute regarding any matter prescribed under this Part.

(2) An adjudicator may refer any matter to the court if the adjudicator does not have the jurisdiction to hear the matter or where, in the opinion of the adjudicator, the court is the more appropriate forum for hearing the matter.

(3) An adjudicator may refuse to hear a dispute if, in the opinion of the adjudicator, the dispute is frivolous or vexatious.

(4) Subject to section 33.7, the determination of a matter by the adjudicator is final and binding on the parties to the adjudication.

33.7 An application for judicial review of a determination of an adjudicator may be made in accordance with this Part and the Alberta Rules of Court (AR 124/2010).

33.8 The determination of an adjudicator may be set aside on an application for judicial review if the applicant establishes one or more of the following grounds:

- (a) the adjudicator committed a mistake of law;*
- (b) the adjudicator did not have the jurisdiction to decide the matter;*
- (c) the contract or subcontract is invalid or did not exist at the time the dispute arose;*
- (d) the determination was of a matter for which adjudication under this Part was not permitted, or of a matter entirely unrelated to the subject of the adjudication;*
- (e) the adjudication was conducted by someone other than a duly qualified adjudicator;*

(6) Except in the case of an application for judicial review under section 33.7, nothing in this Part restricts the authority of the court or an arbitrator to consider the merits of a matter determined by an adjudicator.

(c) by adding the following after the new section 33.6:

Registration and enforcement

33.61(1) If a party meets all of the following requirements, the clerk of the court shall register an adjudicator's order referred to in section 33.6(4) as an order of the court:

- (a) the order is submitted to the clerk of the court not less than 30 days after the parties have received the order;
- (b) neither party has applied for a judicial review of the decision under section 33.7;
- (c) the parties have not entered into a written agreement to appoint an arbitrator under the *Arbitration Act*;
- (d) the parties have not entered into a written agreement that resolves the matter;
- (e) the additional requirements, if any, set out in the regulations.

(2) On being registered, the order has, from the date it is registered, the same effect as if it were an order made by an Alberta court.

(3) The registration of an order pursuant to subsection (1) may not be made after the later of the following:

- (a) 2 years after the date of the written notice referred to in section 33.6(4);
- (b) if applicable, 2 years after the date of the final determination of an application for judicial review under section 33.7, if the application did not result in the adjudicator's order being set aside.

(4) A party shall serve written notice on the other party no later than 10 days after the clerk of the court registers an adjudicator's order under subsection (1).

- (f) the procedures followed in the adjudication did not accord with the procedures to which the adjudication was subject under the regulations or established by the responsible Nominating Authority;*
- (g) there is a reasonable apprehension of bias on the part of the adjudicator;*
- (h) the determination was made as a result of fraud.*

33.9 An application for judicial review of a decision of an adjudicator does not operate as a stay of the operation of the determination unless the court orders otherwise.

33.91(1) No action or other proceeding lies against a Nominating Authority, an adjudicator or any employee of a Nominating Authority for any act done or omitted to be done by the Nominating Authority, adjudicator or employee, as the case may be, in good faith while exercising any power or performing any duty under this Part or the regulations.

(2) An adjudicator shall not be compelled to give evidence in an action or other proceeding in respect of an adjudication conducted by that adjudicator.

(5) If an order registered under subsection (1) requires that an amount be paid to a contractor or subcontractor, any related requirement of the contractor or subcontractor, as the case may be, to make payment to a subcontractor is deferred pending the outcome of the enforcement of the order.

(d) **in the new section 33.7 by adding “, the regulations” after “this Part”;**

(e) **by repealing the new sections 33.8 and 33.9 and substituting the following:**

Limitation

33.8 An application for judicial review of the determination of an adjudicator shall be filed with the court and served no later than 30 days from the date of the notice of determination.

(f) **by renumbering the new section 33.91 as section 33.9.**

(5) Section 25 is amended

(a) **in clause (a)**

(i) **by renumbering the new section 70(a) as (a.01) and by adding the following before the new section 70(a.01):**

(a) make regulations for the purposes of section 1.1

(i) prescribing a class of professionals acting in a consultative capacity referred to in section 1.1(1);

(ii) respecting the application of any part or all of this Act to one or more prescribed classes of professionals acting in a consultative capacity;

(iii) respecting an agreement, entity, undertaking or work or a class of agreements, entities, undertakings or works for the purposes of section 1.1(2)(c);

(iv) prescribing persons or entities, or classes of persons or entities, whether incorporated or not, for the purposes of section 1.1(3);

(5) Section 25 presently reads:

25 Section 70 is amended

(a) by renumbering clause (a) as clause (a.3) and by adding the following before clause (a.3):

(a) make regulations for the purposes of Part 2;

(a.1) make regulations for the purposes of Part 3;

(a.2) make regulations for the purposes of Part 5

(i) respecting the appointment of any officers or employees required for the administration of a Nominating Authority;

(ii) subject to section 33.2(2), respecting the powers and duties of a Nominating Authority;

(iii) respecting the payment of remuneration and expenses to the officers or employees of a Nominating Authority;

(iv) respecting qualifications for the appointment of adjudicators;

- (v) prescribing a project agreement or a class of project agreements to finance and undertake an improvement for the purposes of section 1.1(3);
- (vi) respecting the application of any part or all of this Act to a prescribed person, entity or project agreement or to a prescribed class of persons, entities or project agreements for the purposes of section 1.1(3);

(ii) by adding the following after the new section 70(a.1):

- (a.11) without limiting the generality of clause (a.1), make regulations for the purposes of Part 3
 - (i) prescribing the information referred to in section 32.1(1)(h);
 - (ii) respecting the application of section 32.1(3);
 - (iii) respecting the requirement to give an owner proper invoices every 31 days under section 32.1(6);
 - (iv) prescribing the form and manner for a notice of dispute referred to in section 32.2(2);
 - (v) prescribing the form and manner of a notice of non-payment referred to in section 32.3(5)(a) and (6);
 - (vi) respecting notices of non-payment for the purposes of section 32.4;
 - (vii) prescribing the form and manner of a notice of non-payment referred to in section 32.5(6)(a) and (7);
 - (viii) prescribing the rates referred to in section 32.6;

(iii) by repealing the new section 70(a.2)(x) and substituting the following:

- (x) respecting the additional requirements referred to in section 33.61(1)(e);
- (xi) respecting judicial reviews for the purposes of section 33.7;

- (v) *specifying the matters in respect of which an adjudicator may hear a dispute;*
 - (vi) *respecting the powers and duties of adjudicators;*
 - (vii) *respecting the determination of disputes, including the making of orders and any relief or remedies an adjudicator may order;*
 - (viii) *respecting procedures for making applications for adjudication, including any procedures, fees and forms required;*
 - (ix) *respecting the service of notices, documents and orders for adjudication;*
 - (x) *respecting any other matter that the Lieutenant Governor in Council considers necessary or advisable to carry out the intent and purposes of Part 5.*
- (b) *by adding the following after clause (c):*
- (d) *prescribe rules for the purpose of remedying any confusion, difficulty or inconsistency in applying any provision, including transitional issues, of this Act and any regulation prescribed under this Act.*

- (xii) respecting the management and administration of the adjudication process;
 - (xiii) respecting any other matter that the Lieutenant Governor in Council considers necessary or advisable to carry out the intent and purposes of Part 5.
- (b) in clause (b) by adding the following after the new section 70(d):**
- (e) define terms used but not defined in this Act.

Business Corporations Act

Amends RSA 2000 cB-9

3(1) The *Business Corporations Act* is amended by this section.

(2) The following is added after section 257:

Orders re section 3(3) or 151(a)

257.1(1) Subject to subsection (2), the Commission may make an order respecting any class or classes of persons, companies, corporations, distributions or securities relating to any matter in respect of which the Commission is permitted to make a determination under section 3(3) or an order under section 151(a), whether or not an application has been made under section 3(3) or 151(a).

(2) The Commission may make an order under subsection (1) respecting section 3(3) only if the Commission is satisfied that the order would not prejudice any security holder of a corporation whose securities are distributed under that order.

Commission orders, decisions or determinations

257.2(1) An order, decision or determination made by the Commission under this Act may be made subject to those terms and conditions or either of them that the Commission considers necessary.

(2) The Commission may make an order revoking or varying any order, decision or determination made by the Commission under this Act.

Business Corporations Act

3(1) Amends chapter B-9 of the Revised Statutes of Alberta 2000.

(2) Orders re section 3(3) or 151(a); commission orders, decisions or determinations.

Employment Standards Code

Amends RSA 2000 cE-9

4(1) The *Employment Standards Code* is amended by this section.

(2) Section 14 is amended

- (a) in subsection (1)(a) by adding “for each work day” after “hours of work”;
- (b) by repealing subsection (3).

Family Property Act

Amends RSA 2000 cF-4.7

5(1) The *Family Property Act* is amended by this section.

(2) Section 15(b) and (c) are repealed and the following is substituted:

- (b) by a beneficiary under Part 3 of the *Wills and Succession Act*, or
- (c) by a family member under Division 2 of Part 5 of the *Wills and Succession Act*.

(3) Section 18 is repealed and the following is substituted:

Rights under Wills and Succession Act unaffected

18(1) Nothing in this Act affects the right of a surviving spouse to make an application under Division 2 of Part 5 of the *Wills and Succession Act*.

(2) An application referred to in subsection (1) that is made by a surviving spouse may be joined with an application under this Part.

Employment Standards Code

4(1) Amends chapter E-9 of the Revised Statutes of Alberta 2000.

(2) Section 14 presently reads in part:

14(1) Every employer must keep an up-to-date record of the following information for each employee:

(a) regular and overtime hours of work;

(3) The hours of work of an employee, maintained by an employer under subsection (1)(a), must be recorded daily.

Family Property Act

5(1) Amends chapter F-4.7 of the Revised Statutes of Alberta 2000.

(2) Section 15 presently reads in part:

15 Money paid to a living spouse or living adult interdependent partner or property transferred to a living spouse or living adult interdependent partner under a family property order is deemed never to have been part of the estate of the deceased spouse or deceased adult interdependent partner with respect to a claim against the estate

(b) by a beneficiary under the Intestate Succession Act, or

(c) by a dependant under the Dependants Relief Act.

(3) Section 18 presently reads:

18(1) Nothing in this Act affects the right of a surviving spouse to make an application under the Dependants Relief Act.

(2) An application by a surviving spouse under the Dependants Relief Act may be joined with an application under this Part.

(4) Section 39 is amended by adding the following after subsection (2):

(2.1) Despite subsection (2), sections 15 and 18 of the former Act do not apply, but sections 15 and 18 of the new Act apply, to spouses referred to in subsection (2) if a matter described in subsection (2)(a), (b), (c) or (d) occurred on or after February 1, 2012, or if the spouses commenced living separate and apart on or after that date.

(5) Subsections (2) and (3) have effect on February 1, 2012.

(6) Subsection (4) has effect on January 1, 2020.

Fatal Accidents Act

Amends RSA 2000 cF-8

6(1) The *Fatal Accidents Act* is amended by this section.

(2) Section 9(2) is repealed and the following is substituted:

(2) The Minister determined under section 16 of the *Government Organization Act* as the Minister responsible for this Act shall make the result of the review referred to in subsection (1) available to the public by publishing it on a government website and by any other means the Minister considers appropriate.

Real Estate Act

Amends RSA 2000 cR-5

7(1) The *Real Estate Act* is amended by this section.

(2) Section 6 is amended

(4) Section 39 presently reads in part:

(2) Subject to subsection (4), the former Act continues to apply to spouses

(a) in respect of whom a judgment of divorce is granted,

(b) in respect of whom a declaration of nullity of marriage is made,

(c) in respect of whom a judgment of judicial separation is granted, or

(d) in respect of whom a declaration of irreconcilability under the Family Law Act is obtained

before January 1, 2020, or who were living separate and apart immediately before that date.

(5) Coming into force.

(6) Coming into force.

Fatal Accidents Act

6(1) Amends chapter F-8 of the Revised Statutes of Alberta 2000.

(2) Section 9 presently reads:

9(1) The Executive Council shall review the levels of damages set out in section 8(2) once in every 5 years from June 1, 2002 to determine the adequacy of those levels.

(2) A member of the Executive Council shall inform the Legislative Assembly of the result of the review referred to in subsection (1) at the earliest opportunity after the completion of the review.

Real Estate Act

7(1) Amends chapter R-5 of the Revised Statutes of Alberta 2000.

(2) Section 6 presently reads in part:

- (a) **in subsection (2) by striking out** “the term of office of a member appointed under subsection (1) is 3 years” **and substituting** “a Board member may be initially appointed for up to 3 years, and subsequent reappointments may be for up to 3 years”;
- (b) **by striking out subsection (3);**
- (c) **in subsection (4) by adding** “6 years of consecutive service and” **before** “12 years of total service”.

(3) Section 7.1 is amended

- (a) **in subsection (3) by striking out** “the term of office of a member of an Industry Council is 3 years” **and substituting** “an Industry Council member may be initially appointed for up to 3 years, and subsequent reappointments may be for up to 3 years”;
- (b) **by striking out subsection (4);**
- (c) **in subsection (5) by adding** “6 years of consecutive service and” **before** “12 years of total service”.

(4) Section 11 is amended

- (a) **in subsection (1)**
 - (i) **in clause (a) by striking out** “officers” **and substituting** “members and officers”;
 - (ii) **by adding the following after clause (a.2):**
 - (a.3) governing the requirements that a licensee must meet in order to qualify as an election candidate for the purposes of section 7.1(2)(b);
 - (iii) **by adding the following before clause (m):**
 - (l.1) respecting the approval of and ongoing oversight with respect to
 - (i) education materials to be used in respect of the acquisition, maintenance, reinstatement or renewal of a licence,

(2) Subject to section 9(11) and Part 6, the term of office of a member appointed under subsection (1) is 3 years.

(3) A person may be reappointed to the Board, but no person may serve more than 2 consecutive terms as a member of the Board.

(4) No person may serve as a Board member for more than 12 years of total service as a Board member.

(3) Section 7.1 presently reads in part:

(3) Subject to section 9(11) and Part 6, the term of office of a member of an Industry Council is 3 years.

(4) A person may be reappointed or re-elected to an Industry Council, but no person may serve more than 2 consecutive terms as a member of the Industry Council.

(5) No person may serve as an Industry Council member for more than 12 years of total service as an Industry Council member.

(4) Section 11 presently reads in part:

11(1) The Board may make bylaws

(a) respecting the appointment and election of officers of the Board or an Industry Council;

(a.2) respecting the conduct of elections under section 7.1(2)(b);

(m) respecting the appeal of a decision to refuse to issue, to cancel or to suspend a licence, or to refuse to reinstate a licence;

(2) Subject to the regulations, except for a bylaw made under section 67, a bylaw or the amendment of a bylaw shall not have effect until it has been approved in writing by the Minister.

- (ii) requirements that a person or organization must meet before being approved to deliver education materials to licensees or prospective licensees for the purpose of acquiring, maintaining, reinstating or renewing a licence, and
- (iii) the delivery of education by a person or organization to licensees or prospective licensees for the purpose of acquiring, maintaining, reinstating or renewing a licence;

(b) by striking out subsection (2) and substituting the following:

(2) Before making a bylaw under subsection (1)(a.3), governing the requirements that a licensee must meet in order to qualify as an election candidate for the purposes of section 7.1(2)(b), the Board must consult with the relevant Industry Council.

(5) The following is added after section 11:

Approval of Board bylaws

11.01(1) Except as provided in this section, the Minister's approval of a bylaw or the amendment of a bylaw is required in accordance with the regulations.

(2) The Minister's approval of a bylaw or the amendment of a bylaw is not required in respect of a bylaw made under section 67.

(3) Where the Minister's approval is required under subsection (1), a bylaw or the amendment of a bylaw shall not have effect until it has been approved in writing by the Minister.

(6) Section 11.1 is amended by adding the following after subsection (3):

(4) Before making a bylaw under subsection (1), the Board must consult with the Industry Councils.

(5) Approval of Board bylaws.

(6) Section 11.1 presently reads:

11.1(1) The Board must, within one year of this section coming into force, make a bylaw governing

(a) the conduct of its members and the members of the Industry Councils, and

(b) the roles and responsibilities of

(i) the Board and its members,

(7) Section 12(3) is repealed.

(8) The following is added after section 12:

Minister's approval of rules

12.1(1) Except as provided in this section, the Minister's approval of a rule or the amendment of a rule referred to in section 12 is required in accordance with the regulations.

(2) Where the Minister's approval is required under subsection (1), a rule or the amendment of a rule shall not have effect until it has been approved in writing by the Minister.

(9) Section 84(2) is amended

(a) by striking out clause (a.11) and substituting the following:

(a.11) respecting the approval of a bylaw or rule, or of the amendment of a bylaw or rule, by the Minister for the purposes of section 11.01 or 12.1, including the circumstances in which the Minister's approval is or is not required;

(b) by striking out clause (a.21);

(c) by adding the following after clause (l):

(ii) *the Industry Councils and their members,*

(iii) *the executive director, and*

(iv) *the registrar.*

(2) *A bylaw made under subsection (1) must be reviewed at least once every 3 years and must be repassed in its present or an amended form by 4 or more Board members following the review.*

(3) *A bylaw made under subsection (1) prevails over any other bylaw made under this Act to the extent of any inconsistency between them.*

(7) Section 12(3) presently reads:

(3) *Subject to the regulations, a rule or the amendment of a rule shall not have effect until it has been approved in writing by the Minister.*

(8) Minister's approval of rules.

(9) Section 84(2) presently reads in part:

(2) *The Minister may make regulations*

(a.11) *respecting the approval of a bylaw or the amendment of a bylaw by the Minister for the purposes of section 11(2), including the circumstances in which the Minister's approval is not required;*

(a.21) *respecting the approval of a rule or the amendment of a rule by the Minister for the purposes of section 12(3), including the circumstances in which the Minister's approval is not required;*

(l) *specifying the classes of licensees to whom sections 25(5) and 69 apply;*

- (l.1) governing the Board's approval of and ongoing monitoring with respect to
 - (i) materials to be used in the delivery of education to licensees or prospective licensees for the purpose of their acquisition, maintenance, reinstatement or renewal of a licence,
 - (ii) requirements that a person or organization must meet before being approved to deliver education materials to licensees or prospective licensees for the purpose of acquiring, maintaining, reinstating or renewing a licence, and
 - (iii) the delivery of education by a person or organization to licensees or prospective licensees for the purpose of acquiring, maintaining, reinstating or renewing a licence;

(10) This section comes into force on Proclamation.

Securities Act

Amends RSA 2000 cS-4

8(1) The *Securities Act* is amended by this section.

(2) Section 1 is amended

(a) in clause (c.2)(iii)(C) by striking out “and” and substituting “or”;

(b) by adding the following after clause (n.03):

(n.04) “designated information processor” means an information processor that is designated as a designated information processor by the Commission under section 67.5(1);

(c) by adding the following after clause (z):

(z.1) “information processor” means a person or company that receives and provides information related to orders for and trades of securities;

(10) Coming into force.

Securities Act

8(1) Amends chapter S-4 of the Revised Statutes of Alberta 2000.

(2) Section 1 presently reads in part:

1 In this Act,

(c.2) “benchmark” means a price, estimate, rate, index or value that is

(iii) used for reference for any purpose, including

(C) measuring the performance of a contract, derivative, investment fund, instrument or security, and

(n.03) “designated benchmark administrator” means a benchmark administrator that is designated by the Commission under section 67.4(1) in respect of a designated benchmark;

(z) “individual” means a natural person, but does not include

(i) a partnership, unincorporated association, unincorporated syndicate, unincorporated organization or a trust, or

(3) Section 38 is amended

(a) by adding the following before subsection (1):

(0.1) In this section, “sanction or costs decision” means an order of the Commission under section 198, 199 or 202.

(b) by repealing subsection (2) and substituting the following:

(2) An appeal under this section shall be commenced by filing a notice of appeal with the Court of Appeal

- (a) for a decision that provides for a subsequent sanction or costs decision, within 45 days after the day the sanction or costs decision is made, and
- (b) for any other decision, within 45 days after the day the decision is made.

(c) by repealing subsection (3) and substituting the following:

(3) A copy of the notice of appeal shall be served on the Commission within the time period referred to in subsection (2).

(4) Section 40(1) is amended by adding the following after clause (j.2):

(j.3) a designated information processor,

(5) Section 57.1 is amended

(a) in clause (a) by striking out “staff by or seconded to the Commission” and substituting “staff by, or seconded to, the Commission”;

(b) in clause (b) by repealing subclauses (ii) and (iii) and substituting the following:

- (ii) *a natural person in the person's capacity as trustee, executor,*

(3) Section 38 presently reads in part:

38(1) A person or company directly affected by a decision of the Commission may appeal the decision to the Court of Appeal unless the decision of the Commission is an order

- (a) *granting an exemption from prospectus or registration requirements pursuant to section 144 or 213 or a regulation,*
- (b) *deeming a trade, an intended trade, a type of trade or a class of trades or intended trades to be a distribution pursuant to section 144 or a regulation, or*
- (c) *declaring whether a distribution has been concluded or is still in progress pursuant to section 144.*

(2) An appeal under this section shall be commenced by a notice of appeal filed with the Court of Appeal within 30 days from the day that the Commission sends the notice of its decision to the person or company appealing the decision.

(3) A copy of the notice of appeal and supporting documents shall be served on the Commission within the 30-day period referred to in subsection (2).

(4) Section 40(1) presently reads in part:

40(1) In this section, "party" means

- (j.2) a benchmark contributor,*

(5) Section 57.1 presently reads in part:

57.1 In this Part,

- (a) *"Commission staff member" means the Executive Director, the Secretary and any individual appointed as staff by or seconded to the Commission;*
- (b) *"employee" means, in respect of a person or company, an individual who is or was at the relevant time*

- (ii) an independent contractor of that person or company, or a full-time employee, a part-time employee or a director of that independent contractor, or
 - (iii) a full-time employee, a part-time employee or a director of an affiliate of that person or company;
- (c) in clause (d) by striking out “amounts paid” and substituting “payments made”.**

(6) Section 57.4(2) is amended by striking out “in subsection (1)” and substituting “in subsection (1)(a) or (b)”.

(7) Section 57.5(a) is amended by striking out “with a person or company” and substituting “with a person or company,”.

(8) Section 57.8 is amended by adding the following after subsection (3):

- (4) Despite section 57.1(b), in this section “employee” means, in respect of a person or company, an individual who is or was**
- (a) a full-time employee, a part-time employee or a director of that person or company,**

- (i) *a full-time employee, a part-time employee or a director of that person or company,*
- (ii) *an independent contractor for that person or company, or a full-time employee, part-time employee or director of that independent contractor, or*
- (iii) *a full-time employee, part-time employee or director of an affiliate of that person or company;*
- (d) *“remuneration” includes all payments, benefits and allowances received or deemed to be received by reason of section 5, 6 or 7 of the Income Tax Act (Canada), including but not limited to wages or salary, commissions, overtime pay, vacation pay, bonuses or variable pay, stock options, payments in lieu of benefits, pension benefits, disability*

(6) Section 57.4(2) presently reads:

(2) Subsection (1) does not apply if the employee or a relative of the employee, as the case may be, did not reasonably believe the information respecting alleged wrongdoing at the time the employee or the relative of the employee, as the case may be, engaged in the conduct described in subsection (1).

(7) Section 57.5(a) presently reads:

57.5 No provision or term in any contract, agreement or policy shall be interpreted or shall be enforceable so as to prohibit, restrict or otherwise limit in any way an employee of a person or company from

- (a) disclosing, or seeking or providing advice about disclosing, to a Commission staff member information respecting alleged wrongdoing by or in connection with a person or company or an employee of a person or company, or*

(8) Section 57.8(3) presently reads:

(3) Notwithstanding subsection (1), an employee who engages in conduct described in that subsection may be held liable for

- (a) any contravention of Alberta securities laws or any conduct contrary to the public interest, and*
- (b) any contravention of an enactment of Alberta or Canada.*

- (b) an independent contractor of that person or company, or a full-time employee, a part-time employee or a director of that independent contractor, or
- (c) a full-time employee, a part-time employee or a director of an affiliate of that person or company.

(9) Section 57.9(2)(g) is amended by adding “as defined in section 57.8(4)” after “employee”.

(10) Section 58(1) is amended by adding the following after clause (k.2):

- (k.3) a designated information processor;

(11) Section 60.1(1) is amended by adding the following after clause (i):

- (i.1) designated information processor,

(12) The following is added after section 67.4:

Designation of information processors

67.5(1) The Commission may, on the application of a person or company proposing to carry on business as an information processor in Alberta, designate the person or company as a designated information processor under this section if the Commission considers that it would not be prejudicial to the public interest to do so.

(2) A designation under this section must be in writing and is subject to any terms and conditions that the Commission imposes.

(9) Section 57.9(2)(g) presently reads:

(g) section 57.8 applies only to an employee of a person or company who on or after the effective date, disclosed, sought or provided advice about disclosing, or expressed an intention to disclose to a Commission staff member the information described in section 57.8.

(10) Section 58(1) presently reads in part:

58(1) Notwithstanding anything in section 59, 60, 60.1 or 60.2, the Executive Director may in writing appoint a person to examine the business, conduct, financial affairs, books, records and other documents of the following for the purpose of determining if that person or company is complying with Alberta securities laws or acting contrary to the public interest:

(k.2) a benchmark contributor;

(11) Section 60.1(1) presently reads in part:

60.1(1) This section applies to every

(i) benchmark contributor,

(12) Designation of information processors.

(3) The Commission, after giving a designated information processor an opportunity to be heard, may, if the Commission considers that it is in the public interest to do so,

- (a) suspend or cancel its designation under this section, or
- (b) add to, remove, vary or replace any term or condition that was previously imposed on its designation under this section.

(4) The Commission may, if the Commission considers that it is in the public interest to do so, make any decision with respect to any bylaw, rule, policy, procedure, interpretation or practice of a designated information processor.

(13) Section 92(4.2) is amended by striking out “participate, or attempt to engage or participate, in the provision” **and substituting** “participate or attempt to engage or participate in the provision”.

(14) Section 194 is amended

(a) in subsection (2) by adding “57.7,” after “section”;

(b) by adding the following after subsection (3):

(3.1) Section 212.1 applies to a person or company whether or not a charge has been laid or a finding of guilt has been made against the other person or company in respect of an offence under subsection (1).

(13) Section 92(4.2) presently reads:

(4.2) No person or company shall, directly or indirectly, engage or participate, or attempt to engage or participate, in the provision of information to another person or company for the purpose of determining a benchmark if the person or company knows or reasonably ought to know that the information, at the time and in the circumstances in which it is provided, is false or misleading.

(14) Section 194 presently reads in part:

(2) No person or company is guilty of an offence under section 92(4.1) or 221.1 if the person or company, as the case may be, did not know, and in the exercise of reasonable diligence would not have known, that the statement referred to in that subsection was misleading or untrue or that it omitted to state a fact that was required to be stated or that was necessary to make the statement not misleading in light of the circumstances in which it was made.

(3) Every person or company who authorizes, permits or acquiesces in the commission of an offence under subsection (1) by another person or company, whether or not a charge has been laid or a finding of guilt has been made against the other person or company in respect of the offence under subsection (1), is also guilty of an offence and is liable to a fine of not more than \$5 000 000 or to imprisonment for a term of not more than 5 years less one day or to both.

(15) Section 198 is amended

- (a) in subsection (1)(d) and (e)(ii) by adding “, designated information processor, recognized quotation and trade reporting system” after “designated rating organization”;**
- (b) in subsection (1.01)**
 - (i) by striking out “or” at the end of clause (p);**
 - (ii) by adding “, or” at the end of clause (q) and adding the following after clause (q):**
 - (r) an information processor.**

(16) Section 211.096 is amended

- (a) in clause (a) by striking out “as staff by or seconded to the Commission” and substituting “as staff by, or seconded to, the Commission”;**
- (b) in clause (b)(ii) by striking out “for” and substituting “of”;**
- (c) in clause (c) by striking out “payment in lieu” and substituting “payments in lieu”;**
- (d) in clause (e) by striking out “only disclosed” and substituting “only discloses”.**

(15) Section 198 presently reads in part:

198(1) Where the Commission considers that it is in the public interest to do so, the Commission may order one or more of the following:

- (d) that a person resign one or more positions that the person holds as a director or officer of an issuer, registrant, investment fund manager, recognized exchange, recognized self-regulatory organization, recognized clearing agency, recognized trade repository, designated rating organization or designated benchmark administrator;*
- (e) that a person is prohibited from becoming or acting as a director or officer or as both a director and an officer*
 - (ii) of a registrant, investment fund manager, recognized exchange, recognized self-regulatory organization, recognized clearing agency, recognized trade repository, designated rating organization or designated benchmark administrator;*

(1.01) An order under subsection (1)(e.4) or (e.5) may be made against

- (p) a benchmark administrator, or*
- (q) a benchmark contributor.*

(16) Section 211.096 presently reads in part:

211.096 In this Part,

- (a) “Commission staff member” means the Executive Director, the Secretary and any individual appointed as staff by or seconded to the Commission;*
- (b) “employee” means, in respect of a person or company, an individual who is or was at the relevant time*
 - (ii) an independent contractor for that person or company, or a full-time employee, a part-time employee or a director of that independent contractor, or*
- (c) “remuneration” includes all payments, benefits and allowances received or deemed to be received by reason of section 5, 6 or 7 of the Income Tax Act (Canada), including*

(17) Section 211.0963(1)(b) is amended by striking out “work conditions” and substituting “working conditions”.

but not limited to wages or salary, commissions, overtime pay, vacation pay, bonuses or variable pay, stock options, payment in lieu of benefits, pension benefits, disability benefits, taxable allowances or payments made pursuant to a profit-sharing agreement;

- (e) *“whistleblower” means an employee of a person or company who has, or who is believed to have,*
 - (i) *voluntarily disclosed to a Commission staff member information respecting alleged wrongdoing by or in connection with the person or company or an employee of the person or company,*
 - (ii) *sought or provided advice about voluntarily disclosing, or expressed an intention to voluntarily disclose, to a Commission staff member information respecting alleged wrongdoing by or in connection with the person or company or an employee of the person or company, or*
 - (iii) *in respect of any information described in subclause (i) or (ii), voluntarily co-operated, testified or otherwise assisted in, or expressed an intention to voluntarily co-operate, testify or otherwise assist in,*
 - (A) *an investigation by a Commission staff member, or*
 - (B) *a proceeding under this Act,*

but does not include an individual who only disclosed, or has already disclosed, the information in response to an order or a summons issued under a law of Canada or who is required to report or otherwise provide the information to the Commission as a result of a pre-existing legal duty;

(17) Section 211.0963(1)(b) presently reads in part:

211.0963(1) If an action under section 211.0961 is resolved at trial in favour of the plaintiff, the court shall order the following remedies:

- (b) *if the plaintiff was subject to a transfer, change of workplace, change in hours of work, reprimand, denial of a benefit or any other measure or conduct that adversely and materially affected the plaintiff’s employment or work conditions,*

(18) Section 211.0964(2) is amended by striking out “section 211.0961 the” and substituting “section 211.0961, the”.

(19) The following is added before section 213:

Aiding, abetting and counselling

212.1 No person or company shall do or omit to do anything that the person or company knows or reasonably ought to know aids, abets or counsels any other person or company to contravene Alberta securities laws.

(20) Section 223 is amended

- (a) in clause (w)(iii) by striking out “remission” and substituting “remittance”;**
- (b) in clause (w.2)(x) by striking out “prohibitions against and procedures regarding conflicts” and substituting “prohibitions against, and procedures regarding, conflicts”;**
- (c) by adding the following after clause (w.2):**
 - (w.3) governing information processors and, without limiting the generality of the foregoing,
 - (i) respecting the designation of information processors as designated information processors;
 - (ii) respecting the suspension, cancellation or variance of a designation of information processors as designated information processors;
 - (iii) respecting the circumstances in which information processors are not required to be designated;
 - (iv) prescribing requirements in respect of the review or approval by the Commission of any bylaw, rule, policy, procedure, interpretation or practice of designated information processors;

(18) Section 211.0964(2) presently reads:

(2) Notwithstanding subsection (1), if the person or company with whom the plaintiff is employed, or was employed at the relevant time, is found liable in an action under section 211.0961 the whole amount of the damages assessed in the action may be recovered from that person or company.

(19) Aiding, abetting and counselling.

(20) Section 223 presently reads in part:

(w) governing exchanges, self-regulatory organizations, clearing agencies, trade repositories and quotation and trade reporting systems and, without limiting the generality of the foregoing,

(iii) providing for the collection and remission by recognized exchanges, recognized self-regulatory organizations, recognized clearing agencies, recognized trade repositories and recognized quotation and trade reporting systems of fees payable to the Commission;

(w.2) governing requirements for benchmarks, benchmark administrators, benchmark contributors and benchmark users and, without limiting the generality of the foregoing,

(i) designating a benchmark or benchmark administrator, or a class of benchmarks or benchmark administrators;

(ii) prescribing a category or categories of designated benchmarks;

(iii) respecting any requirement that a person or company provide information in relation to a designated benchmark for use by a designated benchmark administrator;

(iv) prescribing a type or category of benchmark;

- (v) providing for the collection and remittance by designated information processors of fees payable to the Commission;
- (vi) prescribing requirements in respect of the books and records to be maintained by designated information processors;
- (vii) respecting the disclosure to or filing or furnishing of information with the Commission or the Executive Director by designated information processors;
- (viii) respecting the disclosure of information to the public or any person or company by designated information processors;
- (ix) prohibiting or regulating conflicts of interest involving designated information processors;

- (v) *respecting the disclosure or furnishing of information to the Commission, the public or any person or company by a benchmark administrator, a benchmark contributor or a benchmark user, including requirements for disclosure statements by a benchmark administrator in relation to a benchmark;*
- (vi) *respecting the quality, integrity and sufficiency of the data and the methodology used by a benchmark administrator to determine a benchmark, including requirements for a benchmark administrator to monitor benchmark contributors and data provided by benchmark contributors;*
- (vii) *respecting the establishment, publication and enforcement by a benchmark administrator of codes of conduct applicable to the benchmark administrator, benchmark contributors and their respective directors, officers, employees, service providers and security holders, and the minimum requirements to be included in a code;*
- (viii) *respecting contractual arrangements to be entered into by a benchmark administrator and benchmark contributors and the minimum requirements to be included in the contractual arrangements;*
- (ix) *respecting the use by a benchmark administrator and a benchmark contributor of service providers;*
- (x) *respecting prohibitions against and procedures regarding conflicts of interest involving a benchmark, a benchmark administrator, a benchmark contributor and their respective directors, officers, employees, service providers and security holders, including*
 - (A) *procedures to be followed to avoid conflicts of interest,*
 - (B) *procedures to be followed if conflicts of interest arise,*
 - (C) *requirements for separation of roles, functions and activities, and*
 - (D) *restrictions on ownership of a benchmark or benchmark administrator;*

- (xi) *respecting prohibitions against the use of a benchmark that is not a designated benchmark;*
- (xii) *respecting disclosure and other requirements relating to the use of a benchmark;*
- (xiii) *requiring a person or company to provide information in relation to a benchmark for use by the benchmark administrator;*
- (xiv) *respecting the maintenance of books and records necessary for the conduct of a benchmark administrator's business and the establishment and maintenance of a benchmark;*
- (xv) *respecting the maintenance of books and records by a benchmark contributor relating to a benchmark;*
- (xvi) *respecting the appointment by benchmark administrators and benchmark contributors of one or more compliance officers and any minimum standards that must be met or qualifications a compliance officer must have;*
- (xvii) *prohibiting or restricting any matter or conduct involving a benchmark and regulating submissions of information for the purposes of determining a benchmark and administering a benchmark;*
- (xviii) *respecting the design, determination and dissemination of a benchmark;*
- (xix) *respecting plans of a benchmark administrator or benchmark contributor for continuity, recovery and cessation, including plans where a benchmark changes or ceases to be provided and how these plans will be reflected in the contractual arrangements of the benchmark administrator or benchmark contributor;*
- (xx) *respecting plans of a benchmark user where a benchmark changes or ceases to be provided and how these plans will be reflected in the contractual arrangements of the benchmark user;*
- (xxi) *respecting governance, compliance, accountability, oversight, audit, internal controls, policies and*

Travel Alberta Act

Amends SA 2008 cT-6.5

9(1) The *Travel Alberta Act* is amended by this section.

(2) Section 2(3) is amended

(a) by adding the following after clause (a):

- (a.1) to promote and support the development and growth of the tourism industry in Alberta to increase revenue and employment in, and the economic benefits generated by, the industry,

(b) by repealing clause (c) and substituting the following:

- (c) to assist Alberta communities and tourism industry operators to develop and market their products,
- (c.1) to provide visitor services, and

procedures of a benchmark administrator or benchmark contributor in relation to a benchmark;

- (xxii) respecting governance, compliance, accountability, oversight, audit, internal controls, policies and procedures of a person or company in respect of the use of a benchmark;*
- (xxiii) governing or restricting the payment of fees or other compensation to a benchmark administrator or benchmark contributor;*
- (xxiv) governing circumstances in which a benchmark or a benchmark administrator, or a class of benchmarks or benchmark administrators, is deemed to be designated for the purposes of this Act or the regulations, including the circumstance in which a benchmark or a benchmark administrator, or a class of benchmarks or benchmark administrators, is designated under the laws of another jurisdiction respecting trading in securities or derivatives;*

Travel Alberta Act

- 9(1)** Amends chapter T-6.5 of the Statutes of Alberta, 2008.
- (2) Section 2(3) presently reads in part:
 - (3) *The purposes of the Corporation are*
 - (a) to market the tourism assets, attractions and opportunities present in Alberta in domestic, national and international markets,*
 - (b) to promote Alberta as a destination for tourists and other visitors,*
 - (c) to assist Alberta's tourism industry operators to market their products, and*
 - (d) to exercise or perform any other powers, duties and functions authorized under subsection (8).*

