

[Ms Graham in the chair]

THE CHAIRMAN: Good morning, everyone. I'd like to call the Standing Committee on Private Bills to order. It's good to see that some of you have moved closer to the table officers. I guess you don't find us quite as frightening this time around. Mr. McClelland, you've moved very close.

MR. McCLELLAND: I got the short straw. I'm the test; I'm the canary. If I survive, then next time everybody else will follow suit.

THE CHAIRMAN: We do have two hearings this morning, so perhaps we should move on. As you can see from the agenda, we need to approve the agenda. I would entertain a motion to that effect at this time unless there are any changes. Mr. Johnson has moved that the agenda be adopted as circulated. All in favour, please say aye.

HON. MEMBERS: Aye.

THE CHAIRMAN: Any opposed, please say no. The motion is carried; the agenda is approved.

You also have in your material the minutes from the previous meeting, the organizational meeting of May 1, 2001. Unless there are any errors or omissions, I would entertain a motion to adopt those minutes as circulated.

MR. LORD: So moved.

THE CHAIRMAN: Mr. Lord has moved the approval of the committee minutes as circulated. All in favour, please say aye.

HON. MEMBERS: Aye.

THE CHAIRMAN: Any opposed, please say no. The motion to adopt the minutes is carried.

As you can see from the agenda, we will be conducting hearings on Bill Pr. 1 and Bill Pr. 4 today. With the consent of the parties we're going to proceed with Bill Pr. 4 as our first hearing, and Parliamentary Counsel will bring in the parties forthwith.

Before we begin, I would just say as a reminder to those who have participated on this committee in the past and to those who are new that the people appearing before this committee come here as a right, and while you're certainly entitled to put legitimate questions to them and to be thorough in that regard, I would hope we would not treat this as an inquisition but treat our petitioners with the respect one might see in a courtroom.

[Mr. Green, Mr. Kwan, Mr. Rodrigues, and Mr. Vroegindewey were sworn in]

THE CHAIRMAN: Thank you. Gentlemen, you may be seated. I would like to welcome you all to this hearing before the Standing Committee on Private Bills. I am the chairman, Marlene Graham, and I'd like to introduce you to all the members of the committee. This is an all-party committee of the Legislature, so there are members from government and the opposition parties. Just for the record, we are dealing with Bill Pr. 4, the Western Union Insurance Company Amendment Act, 2001, which is sponsored by Mr. Mark Hlady of Calgary.

[Mr. Bonner, Mr. Goudreau, Mr. Jacobs, Mr. Johnson, Ms Kryczka, Mr. Lord, Mr. Maskell, Dr. Massey, Mr. McClelland, Mrs. O'Neill, Mr. Pham, Mr. Ouellette, Mr. Rathgeber, Mr. Snelgrove, Mr. VanderBurg, and Mr. Vandermeer introduced themselves]

THE CHAIRMAN: Assisting the committee this morning we have Parliamentary Counsel, Ms Shannon Dean, and our assistant, Ms Florence Marston.

Before we call on the petitioners, perhaps I will take a few moments to outline the process we use in these hearings. The hearing, of course, is an opportunity for the petitioner to give the reasons, the rationale behind the requests for the bill and to advise the committee about the contents of the bill. All evidence is taken under oath, including that of the lawyers involved and any other interested parties that want to give evidence because they may be affected by the bill. After the presentation is made, members of the committee as well as Parliamentary Counsel have the opportunity to ask questions.

At the conclusion of the hearing today we will not be making our decision. We will be meeting on the 29th of May, at which time we will deliberate on the evidence that was heard today. The committee can make one of three determinations; that is, to agree that the bill will be adopted as it stands, with amendments, or not at all. The petitioner will be advised of our decision in due course.

Once that determination is made, a report is made by the chair of this committee to the Legislature, and assuming that the bill is to proceed as presented or with amendments, it will go to second reading, Committee of the Whole, third reading, and hopefully will receive royal assent.

Would there be any questions before we get under way?

Members will recall that there was an issue about the advertising on this matter, and we dealt with that at our last meeting. This requires the technical requirement for publication within Alberta. We adopted a motion that would see the form of advertising deemed to be sufficient, and the Assembly concurred in that recommendation. So at this point the petitioner is deemed to have fulfilled all the requirements of the Standing Orders.

At this time I will call on the petitioners to make their presentations.

MR. VROEGINDEWEY: Thank you, Madam Chairperson. My name is Daco Vroegindewey. I'm the vice-president of finance of ING Canada. I thank you for the opportunity to present Bill Pr. 4.

ING Canada is part of the ING Group, one of the world's largest financial services organizations. In Alberta we provide both property and casualty insurance to our subsidiary, ING Western Union. We are the second largest insurance company in Alberta. We are currently a provincial corporation. All our sister companies across Canada are federal corporations or have become a federal corporation over the past two years. We seek to have ING Western Union become a federal corporation as well to streamline our compliance processes and to gain efficiency through head office.

For most companies moving from provincial legislation to federal is quite a simple matter. For us it is not. This is largely because we came into being through a private act, more precisely the 1940 Act to Incorporate the Western Union Insurance Company. Therefore, it takes either an amendment to this act or a new overriding act to make us become a federal corporation.

Now, Bill 25, which is also called the new Insurance Act, was passed about two years ago. Bill 25 does contain transitional provisions that allow companies to move from a provincial jurisdiction to a federal one. It would override the original Western

Union Insurance Company Act by which it came into being. Unfortunately, though, Bill 25 has not yet come into effect.

Therefore, we present to you the Western Union Insurance Company Amendment Act, 2001, that basically refers to the original act by which we came into existence and also takes some transitional provisions from Bill 25 and applies them to Western Union. That would then enable us to move forward with the federal jurisdiction. For that process, we respectfully ask your approval, and I and my advisers will be happy to answer any questions you may have.

8:43

THE CHAIRMAN: Thank you for that.

Any other comments by members? Before we entertain questions from the committee, I would like to call upon the superintendent of insurance, Mr. Rodrigues, for any comments he may have.

MR. RODRIGUES: Thank you. We are not opposed to this bill, because it simply allows the insurance company to proceed under provisions that are contained in the new Insurance Act that are not yet in force. Those provisions in the new Insurance Act allow the minister to exercise some discretion with respect to the approval of the application to move from a provincial to a federal company. This proposed amendment will still require that approval process. So the amendment that is being put before the House is to allow them to use the process but not actually to effect the change of incorporation.

So if this bill is passed, the petitioners will still have to come before the minister to get the minister's approval to move from a provincial company to a federal company as provided for in the new Insurance Act, which is not yet in force. So there's no change in policy with respect to this application. It is consistent with what we are proposing in the new legislation. We're not opposed to the proposed amendment to the Western Union Insurance Company Act, 2001.

THE CHAIRMAN: Thank you, Mr. Rodrigues.

Will there be questions from members of the committee at this time?

MR. McCLELLAND: Yes. Good morning. This doesn't relate directly because I certainly have no problem with what's going on. I have a question, though, and perhaps I should know this. Western Union's head office is mandated to be in Calgary. I'm wondering where the federal head office is going to be, where taxes payable are to be paid, if any taxes that should rightly be coming to Alberta will continue to come to Alberta. If not, why would the head office of Western Union or ING not be in Alberta, for instance, if this is a continuation of that?

I know that some federal companies have continued with the specific mandate that their head office will be, for instance, in Montreal or it will be in Toronto. While I personally don't think that governments should be mandating where businesses have their head offices – businesses should determine where the head offices are, based on their interests – I do wonder if tax moneys or revenues that should rightfully come to Alberta will continue to come to Alberta from your businesses and your business activities carried on in Alberta.

MR. VROEGINDEWEY: Madam Chairman, I guess I would like to clarify a few things. First of all, this does not involve a move of our head office at all; in fact, there's not a single individual that will move because of this. Really all it does is that rather than being

supervised by the superintendent in Alberta, we will now be supervised by OSFI, which is the regulator that oversees federally incorporated insurance companies. So the process and everything else will be done in the same location as they're done now. I think that was the first part of your question.

The second part of your question is: does it have an impact on the taxes we pay provincially and federally? It does not. The allocation of our income across the country stays the same. Western Union stays in Alberta, and everything basically stays the same. It's just a matter of forms and financial statements that they have to submit to the overseer, if you will. That is a little bit more streamlined.

MR. McCLELLAND: Thank you.

THE CHAIRMAN: Any other questions from the members?  
Ms Dean, any questions from you?

MS DEAN: I just had one question, and that pertains to a reference in your material that was provided to us late last week. You mention that a bill similar to this was presented before the Nova Scotia Assembly. The name of the company you've indicated here to be Halifax Insurance Company. Perhaps you can just elaborate on that and confirm to the committee that that bill has in fact received royal assent and has been approved in Nova Scotia.

MR. VROEGINDEWEY: To the best of my knowledge ING Halifax was officially regulated in Nova Scotia and became a federal company this year. My legal department in Toronto told me last week when I talked to them that they are currently indeed a federal company. That's not much of an elaboration, but that's everything I have.

MS DEAN: Could you just confirm for me the name of the company? I was trying to access the act, and I couldn't find it.

MR. VROEGINDEWEY: It's ING Halifax. It may be that prior to the move of jurisdiction it was just simply called the Halifax Insurance Company.

THE CHAIRMAN: All right. Thank you very much, gentlemen, for your attendance here today and for describing the purpose and the content of the bill. As I mentioned, we will be deliberating on May 29, and we will notify you very soon thereafter as to our decision on this bill. I can say that it looks good based on my experience on this committee.

MR. VROEGINDEWEY: Thank you, Madam Chairman.

THE CHAIRMAN: Any questions before we call in our other petitioners?

MR. SNELGROVE: It seems so straightforward that it really doesn't seem like it's a debatable issue. It just makes sense.

THE CHAIRMAN: You're speaking on the one we just heard?

MR. SNELGROVE: Yes, on the one we just heard.

THE CHAIRMAN: Well, I'll call on you first on May 29.

Now I'll call on Parliamentary Counsel to call in our petitioners on Pr. 1.

[Mr. Amerongen, Reverend Hebert, and Reverend Purcell were sworn in]

8:53

THE CHAIRMAN: Please be seated. Welcome, Mrs. O'Neill, as sponsor of Bill Pr. 1, Congregation of the Most Holy Redeemer Amendment Act, 2001, and welcome, Mr. Amerongen, Reverend Purcell, and Reverend Hebert. I am the chairman of this committee. My name is Marlene Graham. Before we begin, I'd like to introduce you to the other members of the committee. I'll ask them to introduce themselves, starting in the far corner.

[Mr. Bonner, Mr. Goudreau, Mr. Jacobs, Mr. Johnson, Ms Kryczka, Mr. Lord, Mr. Maskell, Mr. Massey, Mr. McClelland, Mr. Ouellette, Mr. Pham, Mr. Rathgeber, Mr. Snelgrove, Mr. VanderBurg, and Mr. Vandermeer introduced themselves]

THE CHAIRMAN: Assisting the committee we have table officers Ms Shannon Dean, Parliamentary Counsel, and Ms Florence Marston, our administrative assistant.

I won't go over the procedure that we follow on the hearings because I'm sure you heard that as I outlined it for the previous petitioners, and I'm sure, Mr. Amerongen, you're quite well familiar with the procedure any way as a former Speaker.

MR. AMERONGEN: I have to confess that I had little experience of the Private Bills Committee during my tenure as the chair, and the speakers weren't hooked up in there, so we didn't hear anything.

THE CHAIRMAN: Oh, they weren't. All right. Well, normally they are. So I'll take a moment, then, to just outline the procedure that we follow.

As you probably gathered, because you've all been sworn in, we hear testimony under oath from all persons that wish to present. This is an opportunity for you as the petitioner to describe to the committee the purpose and rationale of the bill and also the contents of it. Other persons who may be affected by the bill, if they were present – and I don't think there are any; we haven't heard from any – would be entitled to be heard as well. After the presentation by yourselves members of the committee and Parliamentary Counsel have an opportunity to question you if they have questions. At the completion of the evidence we don't deliberate and make a decision today as a committee. We have two more hearings next week, and then we will deliberate on all of them on May 29 and advise you shortly thereafter as to the decision of the committee.

The committee can make one of three determinations: either that the bill proceed as presented, that the bill proceed with amendments, or that the bill not proceed at all. Assuming that the committee decides that the bill will proceed or proceed with amendments, then I would report to the Legislature as a whole, and the bill would proceed through the normal stages of a bill. They have been introduced in first reading at this point, but they would then proceed through second reading, Committee of the Whole, third reading, and proceed to royal assent in due course.

Having said that, then I will call on the petitioners for the presentation.

MR. AMERONGEN: I've taken an oath to tell the truth, and I expect to do that, but I must say that much of the information that I'll be giving you will be based on information and belief rather than direct personal observation and arising out of my having done legal work for the petitioner for some 15 or 20 years. So I've picked up these facts that I'll be presenting to you.

I have an authorization signed by the president of the petitioner

and under the corporate seal. I promised to file that this morning, so I'll do that.

You will have seen from the material that you've already got that the petitioner is a society of members of the Redemptorist order. Now, that expression occurs in three places in the act which we are amending. The petitioner, as you perhaps know, was incorporated in 1925 by an act of this Legislature, being chapter 72, and the act has continued to this day without amendment or revision. As a result, it has been somewhat left behind by the developing circumstances and history of the petitioner. The members – and this may occur during my presentation – are often referred to just as Redemptorists, which is what the representatives of the petitioner here are.

Now, there are parallel organizations or societies of Redemptorists incorporated elsewhere in Canada. Six provinces have what you might call counterparts to this act that we are about to try to amend. I don't think I need to name them – Saskatchewan, Manitoba, Ontario, Quebec, and so on – and there's also one incorporated by a federal statute.

Now, the intent is to simplify and consolidate the Redemptorist organizations by making the Alberta corporation, which was incorporated by this 1925 act, the sort of key player responsible for the assets of the other organizations across Canada. The 1925 act doesn't lend itself to that. There are obstacles. One of them is that the 1925 act limits membership to residents of Alberta. You'll find that in section 1 of the 1925 act. The bill that is before this committee, in section 2 of the bill this is, at the bottom of the first page of the draft that you have before you, removes that obstacle by taking out the requirement that members must all be residents of Alberta and substitutes a requirement that they be residents of Canada.

Most of us will have noticed that with increasing frequency there are corporations that have Canada-wide scope adopting French names. I think that's in addition to their English names usually, and I think it's a requirement of Quebec law that a corporation operating there has its name in French in addition to whatever other name, if any, it may have. If this corporation that has been incorporated in Alberta by this Legislature is going to operate in Quebec and New Brunswick, then of course it behooves us to have a French version of our name. That is accomplished by section 2 of the bill, which is at the top of the second page of the draft bill that you have before you.

9:03

Now, if you would refer to section 2(a) of the 1925 act, you would find that that subsection ends with the words "of the Province." It's capitalized, and of course it means Alberta. This means that really the objects, the activities which are authorized by the incorporating act for this organization, this corporation, are limited to being active in Alberta. Of course, that also is an obstacle to the Alberta corporation taking on Canada-wide responsibility.

So section 3 of the draft bill that you have before you is really a rewrite of the objects of the corporation. It rewrites them in a more up-to-date form, having regard to the activities and intentions of the members, and it also leaves out the expression "in the Province," so it removes any hindrance there might be to this Alberta corporation being active across Canada.

Section 4 of the bill gives the corporation the powers of a person. I should just give a little background on this, not so much from personal memory as from what I've read. There used to be some lawsuits in regard to corporations, questioning whether they had the right to do certain things. In other words, did their objects or powers include the right to do this or that? Very often those lawsuits would be started by dissenting shareholders or by someone outside the

corporation who had a contract and wanted to break it by saying: look; that corporation didn't have the legal right to make that contract. So the more recent tendency and practice has been to incorporate with broad objects. This is achieved by section 4 of the bill. By having broad objects, you discourage anybody from looking for this kind of loophole and saying: well, now, was it really legally entitled to do this kind of thing?

The broadest way I know of expressing these broad powers to avoid this kind of technical hassle is to say that the corporation has the rights and powers of a natural person. Now, you can of course extend that to a ridiculous extent. It doesn't mean that they can make wills or get married or adopt children. Apart from that kind of thing, a corporation that has the powers of a natural person can do whatever a natural person can do in the way of activities and making contracts and so on. So to put it briefly, the amendment you have before you in the draft bill, section 4, simply gets rid of that problem, which of course was not foreseen when the original act was passed.

There's one more amendment, but it really doesn't stand on its own feet. It's part of this amendment that is provided by the bill in section 4. It changes – and this is going to get a little technical because it's a matter of legal interpretation. You know, lawyers have to deal in words, and sometimes they do that to an excessive extent. Section 6 of the existing act gives the corporation the right, the power to do certain kinds of borrowing. It's a very limited thing. What we were afraid of was this. By section 4 of the bill we replace section 5 of the act and give the corporation the rights and powers of a natural person. Then it's followed by this restrictive section 6 of the original act, and we're just afraid – it may be an excessive caution – that somebody might say section 6 limits the new section 5. To avoid that, we simply changed section 6 by starting it out with the words “Without limiting the generality of section 5.” Simple as that. Just so section 6 will not interfere with section 5, we've amended it by putting in those words at the beginning.

Now, you might say: why the heck didn't you just remove section 6; you don't need it if you've got the rights of a natural person. We didn't want to do that because we wanted to do as little violence to the old act as possible, and it would have meant taking out that section and renumbering all the other sections. So whether we were right or wrong, that's the reason we amended section 6 instead of simply taking it out.

To sum up, the bill will make four changes to the 1925 act. It will broaden the membership so that members can be resident anywhere in Canada. It will add a French version to the corporate name. It will make it clear that the corporation may be active outside Alberta. Finally, it gives it the rights and privileges of a natural person. That's the extent of the bill. We don't see it causing anybody any harm, and it may do a lot of good.

THE CHAIRMAN: Thank you very much, Mr. Amerongen. That was certainly a comprehensive description of the bill, and I thank you for that.

Would there be any questions? Mr. McClelland.

MR. McCLELLAND: Thank you very much. I'm not a lawyer, so you're going to have to help me with this. Okay? As I understand it, this is not the dissolution of the original act; it's an amendment to the original act.

MR. AMERONGEN: Exactly.

MR. McCLELLAND: The reason I ask that question – I don't want to be pejorative about this, but the question did come to my mind

because of the lawsuits that are prevalent. There are so many lawsuits and things that are historical in nature against religious orders. I'm wondering if this change would have any negative effect upon potential litigants in the future having a claim against the order or the assets that exist in other provinces which would then come under this umbrella. I just want to be reassured that if there are legitimate claims against the order, this is not in any way going to impede the just settlement of just claims.

9:13

MR. AMERONGEN: With respect, Madam Chairman, I think this is a very valid concern in regard to any private bill: does it affect people's personal or property rights? In this situation it does not, because the corporation as it was established in 1925 continues, and it continues to have the same assets as well as the same liabilities. It could not, for example, take refuge behind these amendments and say: well, maybe I owed you \$5,000 in 2000, but in 2001, now that this act has got royal assent, you can't collect anymore. It cannot possibly have that effect.

THE CHAIRMAN: Mr. Pham.

MR. PHAM: Thank you. Looking at the amendments that you brought forward, the first one was simple, and I have no problem with that. The second one, the objects of the corporation, is okay too. When we come to the third one, that you propose to give the corporation “the rights, powers and privileges of a natural person,” is this a normal practice? How many corporations out there today have that status?

MR. AMERONGEN: I can't list them for you, but I can tell you of one example. What do they call these local health districts?

THE CHAIRMAN: Regional health authorities.

MR. AMERONGEN: Regional health authorities. They have the rights of natural persons. Now, I didn't collect examples, but I'm confident there would be quite a few examples that could be found.

You know, I used to incorporate companies under the old regime as well in my practice, and there were some companies that had three, four pages of objects because they wanted to cover everything. I guess nobody thought of it in those days, but we've eliminated all that by simply giving them the rights of a natural person.

MR. PHAM: I can appreciate the reason why you are doing that, but I'm a little bit concerned here, because when you give a corporation all the rights, powers, and privileges of a natural person, that's a lot of things to give away. That's a lot of power that you are giving a corporation. I understand that your purpose is very simple, but in the future, 10 years or 20 years from now, I don't know how that law will be interpreted by the courts.

THE CHAIRMAN: Mr. Pham, I'm going to call on Parliamentary Counsel to address your concerns. Perhaps that will assist you in addition to what Mr. Amerongen has already stated.

MR. AMERONGEN: Did you want me to . . .

THE CHAIRMAN: I was just going to call on Ms Dean, Parliamentary Counsel, to supplement what you have already stated. You're certainly entitled to comment further, but I'll just call on her now.

MS DEAN: There are many examples of corporations that are

created by statute that have the rights, powers, and privileges of a natural person. An example would be, as Mr. Amerongen pointed out, the regional health authorities. There are management bodies created under the Alberta Housing Act which also have those powers. The Alberta Social Housing Corporation does. Child and family services authorities, which are also created by act, have the rights, powers, and privileges of a natural person. So it's not an uncommon provision to have in an act where an entity is created. Also, with respect to corporations created by the Business Corporations Act, that same wording is used in that legislation.

THE CHAIRMAN: So, in other words, every company that's incorporated in the province of Alberta, probably federally too, has these powers. It's standard. These exact words are used in the Business Corporations Act.

MS KRYCZKA: I'm not questioning any of the amendments to this act. I'm just asking for you to clarify in the original act – it would be section 4 – the last two lines, in particular the last line in reference to “provisional council of the order.” Would you just explain to me in nonlegal terms how that fits with the first five lines of section 4.

MR. AMERONGEN: I'm sorry; I didn't get the reference. The last two lines?

MS KRYCZKA: Just the last line basically, where it refers to “provisional council of the order.” Just to explain the use of the word “provisional” mostly.

MR. AMERONGEN: Provisional?

THE CHAIRMAN: That's in the original act.

MS KRYCZKA: It doesn't have anything to do with the amendment.

MR. AMERONGEN: Oh. And which section of the act are you referring to?

MS KRYCZKA: Section 4.

MR. AMERONGEN: “The affairs of the corporation . . .” Oh, yes. That is something that I think occurs now and again in a private act, which is what this is, in order to get the thing started. Section 4 says that “the affairs of the corporation shall be managed by a council,” and up until the act was passed, there was no council. There was no authority for appointing one. So in order to just cover that first stage until the corporation got into activity, they said that the persons designated in the first section of the act were going to be the council until the boys got together and elected themselves a council. That's what they're saying.

MS KRYCZKA: So it just refers back to 1925.

MR. AMERONGEN: Yeah.

MS KRYCZKA: Okay. Thank you. I was just a little confused there.

THE CHAIRMAN: Mr. Lord, you have a question?

MR. LORD: I was just going to say that it was my understanding that all corporations had natural rights of persons.

THE CHAIRMAN: Yes, I agree with that.

Mr. Pham, did you have anything further?

MR. PHAM: Yes. When you read this thing and you see that it gives corporations the rights of a person, you say: holy mackerel.

THE CHAIRMAN: Good comments.

MR. AMERONGEN: Could I just make one perhaps reassuring addition for Mr. Pham, and that is that it doesn't authorize the corporation to do anything illegal. It's got to obey the law the same as a natural person. So as I see it, there is perhaps, you know, not much grounds to be fearful about it.

MR. PHAM: And I appreciate that, but in my mind – I'm not a lawyer, so I don't know that it is a common practice. To me “a natural person” has a lot of privileges and a lot of power, and those powers and privileges evolve from time to time. Today, as we are speaking, the rights of a natural person we know are limited. But who knows? Ten years from now things may change.

THE CHAIRMAN: Mr. VanderBurg.

MR. VANDERBURG: Madam Chairman, just more of a question to our counsel. In section 2(c) the wording is changed, and we're adding “to establish, supervise,” which is new, “and maintain schools.” Then we've added “courses and programs of instruction or education.” How does that change things from what this group is presently doing?

MR. AMERONGEN: Well, there's been a general rewrite of the objects to include things that the members are either doing at present or are contemplating possibly doing. It's intended to be rather broad – and it is – but again it's within the law. If you're going to be active in education, you know, you've got to obey the School Act, for example. As I see it, it's not something that should give rise to apprehension.

9:23

THE CHAIRMAN: I don't know, Mr. VanderBurg, if that got to the heart of your question.

I think what it was, Mr. Amerongen, was more to the point of: what changes will there be as a result of that particular change in objects?

MR. AMERONGEN: The amendment of the act won't really cause any changes in the operation of the order. It's going to permit this corporation to do things that it can't do now outside the province. The purpose of this broad statement of purposes for the corporation is simply to give it lots of scope and say: you know, these are the things that it can do.

THE CHAIRMAN: I'm not wanting to interfere here, but maybe the question really is: at the moment is the order engaged in establishing, supervising, and maintaining “schools, colleges, seminaries, courses and programs of instruction or education”? Is the order engaged in that now?

MR. AMERONGEN: Could I ask Reverend Purcell to answer that, please?

THE CHAIRMAN: Yes. Reverend Purcell.

REV. PURCELL: I'm not really clear about the intent of the question. If I'm off the mark, then I'd ask you to let me know.

MR. VANDERBURG: I think the chair has cleared it up quite clearly.

REV. PURCELL: I think originally in 1925, if you remember other orders like the Oblates, the Grey Nuns, or the Misericordia Sisters, a lot of religious orders were entering into institutions, setting up health care and education institutions. Now with the decline in our numbers – as you know, the Grey Nuns hospital has few Grey Nuns on staff: on the board and maybe in pastoral care. So there's this whole shift. I think the intent of the proposal here is meaning to try to show an integrity between the changes that have happened since then and now.

For example, we have a fellow who is involved in what's called bioethics consultancy, so we would not set up an institution for that, but he would be doing things like running courses and programs, doing consultation for hospitals or school systems, and that kind of thing. So I think it just reflects our move now out of that whole institutional mentality, involvement with institutions.

If you're asking about that particular change in terms of courses and programs, it just reflects what we're doing now. I'm not sure if some of you are familiar with Holy Redeemer College. We sold that a long time ago and no longer manage that kind of institution.

Does that help?

MR. VANDERBURG: Okay. Thank you.

THE CHAIRMAN: Mr. Lord again.

MR. LORD: Yes. Thank you, Madam Chairman. I actually have incorporated a number of companies myself, and I remember some of this. Over 20 years ago, when I incorporated my first company, there was a great deal of paperwork involved. We had to do memorandums of association, objects and articles, et cetera, and it came to a lot of pages of legalese. Some time ago the province streamlined all of this process, and it's a very short one-page application which now allows a corporation to essentially do anything a natural person can do. It's not worded quite that way, but in essence it says that this company is set up to do anything that companies can legally do.

I'm wondering if we're not straying here in singling out this group for special attention which would not be consistent with what any other corporation in this province setting up now would be essentially allowed to do. So I'm a little concerned that we're getting into what the objects and articles of this amendment are intended to do if other companies would not go through the same scrutiny.

THE CHAIRMAN: Point well taken, and thank you for the value of your experience. I'm sure we can talk about these things when we deliberate on May 29, but thank you for your comments.

Any other questions from members? Any questions or comments from Parliamentary Counsel?

MR. AMERONGEN: I wonder if there is something that perhaps I should be addressing in regard to Mr. Lord's concern. I assume that the corporations you've incorporated were incorporated under the Business Corporations Act. Of course, this being incorporated by a private act, as I see it, is outside the scope of the Business Corporations Act. It has to stand on its own feet.

THE CHAIRMAN: I think Mr. Lord was just saying that his opinion

is that you as petitioners should not be subject to any more scrutiny than the incorporators of a company under the Business Corporations Act. He's trying to make it easier for you.

MR. AMERONGEN: I'm sorry. I missed that. It reminds me of the judge who said: stop talking when I'm on your side.

THE CHAIRMAN: Unless there are any comments from Parliamentary Counsel, I think we've had a thorough examination of this bill. I thank you very much for your attendance here and for your co-operation and your submission. We will now conclude this hearing. The committee deliberates on May 29, and we will inform you soon thereafter as to the committee's decision.

Thank you very much.

MR. AMERONGEN: I would like to thank the committee for granting us this hearing.

MR. PHAM: Mr. Amerongen, how do you like the Legislature now compared to when you were here? Does it look the same?

MR. AMERONGEN: When I was here, the desks were all sort of a golden oak colour, and we decided that that wasn't posh enough, so we changed over to a fake mahogany. In my first term, and only for my first term, we had a round desk up there, and the Clerk sat on my right and the Clerk Assistant on my left. It was great for me because I came off the street into the chair; I never sat in a private member's desk. So if something untoward came up, I could turn to the Clerk and say: what the hell do I do now? At the end of my first term we took it out. It wasn't customary for Speakers across Canada and so on. So I sat there as the present Speaker does, exposed to all the barbs and everything else.

I wonder if I should just say something rather briefly. I was 14 years in the chair, and I got one answer from a member that outclassed all the others. It was private members' day, and one of the members was going on and on, miles off the topic. Finally I couldn't stand it anymore, and I said, "The chair hesitates to interrupt the hon. member, but the chair is having increasing difficulty in relating the hon. member's remarks to the topic under discussion." He said, "Mr. Speaker, I'm having that same problem myself." The best answer I got in 14 years.

9:33

THE CHAIRMAN: One for the history books. Thanks for that little bit of levity.

Well, everyone, just to conclude, then, on Pr.1 you probably noted from Parliamentary Counsel's report that we do have the proof of publication of notice in the *Gazette* on April 30, 2001, so the technical requirements of the Standing Orders have been met on this matter.

Is there any new business on any issue or subject matter?

MR. VANDERBURG: If there are further questions, then we'll be bringing this up on the 29th. Is that the procedure?

THE CHAIRMAN: Yes, we will. We'll have our debate and discussion on all of the hearings on that day.

MR. VANDERBURG: Okay.

THE CHAIRMAN: So if there are no other questions, then I would just remind you that our next meeting is next Tuesday, after the long weekend, so that will be May 22, and again we will be starting at

8:30 in the morning. Then our last meeting, at least as far as our schedule goes, will be Tuesday, May 29, starting at 9 a.m.

Might I have a motion to adjourn.

MS KRYCZKA: I move that we adjourn.

THE CHAIRMAN: All right. Ms Kryczka has moved that we adjourn. All in favour, please say aye.

HON. MEMBERS: Aye.

THE CHAIRMAN: Any opposed, please say no. The meeting is adjourned.

[The committee adjourned at 9:34 a.m.]

