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officielle

DU
Québec

Part

2

No. 16

21 April 2010

Laws and Regulations

Volume 142

Summary

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Contents

Part 2 contains:

- (1) Acts assented to, before their publication in the annual collection of statutes;
- (2) proclamations of Acts;
- (3) regulations made by the Government, a minister or a group of ministers and of Government agencies and semi-public agencies described by the Charter of the French language (R.S.Q., c. C-11), which before coming into force must be approved by the Government, a minister or a group of ministers;
- (4) decisions of the Conseil du trésor and ministers’ orders whose publications in the *Gazette officielle du Québec* is required by law or by the Government;
- (5) regulations and rules made by a Government agency which do not require approval by the Government, a minister or a group of ministers to come into force, but whose publication in the *Gazette officielle du Québec* is required by law;
- (6) rules of practice made by judicial courts and quasi-judicial tribunals;
- (7) drafts of the texts mentioned in paragraph 3 whose publication in the *Gazette officielle du Québec* is required by law before their adoption or approval by the Government.

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PROVINCE OF QUÉBEC

1ST SESSION

39TH LEGISLATURE

QUÉBEC, 31 MARCH 2010

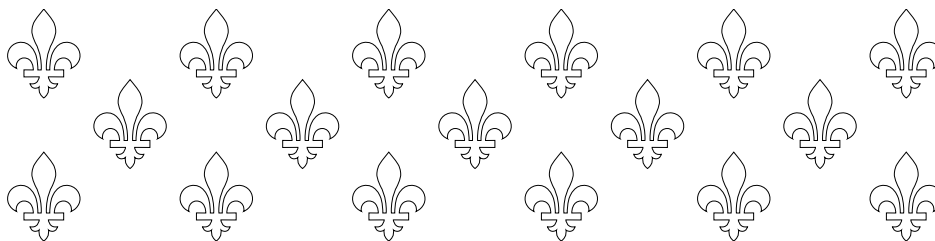
OFFICE OF THE LIEUTENANT-GOVERNOR

Québec, 31 March 2010

This day, at forty minutes past six o'clock in the evening, the Honourable the Administrator of Québec was pleased to sanction the following bill:

95 Appropriation Act No. 1, 2010-2011

To this bill the Royal assent was affixed by the Honourable the Administrator of Québec.



NATIONAL ASSEMBLY

FIRST SESSION

THIRTY-NINTH LEGISLATURE

Bill 95
(2010, chapter 2)

Appropriation Act No. 1, 2010-2011

Introduced 31 March 2010
Passed in principle 31 March 2010
Passed 31 March 2010
Assented to 31 March 2010

Québec Official Publisher
2010

EXPLANATORY NOTES

This Act authorizes the Government to pay out of the consolidated revenue fund, for the 2010-2011 fiscal year, a sum not exceeding \$15,501,829,699.00, representing some 30.6% of the estimates for each of the portfolio programs listed in the Schedule.

Moreover, the Act establishes to what extent the Conseil du trésor may authorize the transfer of appropriations between programs or portfolios.

Bill 95

APPROPRIATION ACT NO. 1, 2010-2011

THE PARLIAMENT OF QUÉBEC ENACTS AS FOLLOWS:

1. The Government may draw out of the consolidated revenue fund a sum not exceeding \$15,501,829,699.00 to defray a part of the Expenditure Budget of Québec tabled in the National Assembly for the 2010-2011 fiscal year. This sum is constituted as follows:

(1) a first portion of \$12,681,603,975.00, in appropriations allocated according to the appended programs, representing 25.0% of appropriations to be voted in the 2010-2011 Expenditure Budget;

(2) an additional portion of \$2,820,225,724.00, in appropriations allocated according to the appended programs, representing some 5.6% of appropriations to be voted in the 2010-2011 Expenditure Budget.

2. In the case of programs in respect of which a provision has been made to this effect, the Conseil du trésor may authorize the transfer of a portion of an appropriation between programs or portfolios, for the reasons and, if need be, under the conditions described in the Expenditure Budget.

3. Except for the programs covered by section 2, the Conseil du trésor may authorize the transfer of a portion of an appropriation between programs in a given portfolio, provided that such a transfer does not increase or reduce by more than 10% the amount of the appropriation authorized by statute.

4. Special warrant No. 1-2009-2010, for an amount of \$14,825,599,549.00, issued on 26 January 2010 is annulled.

5. This Act comes into force on 31 March 2010.

SCHEDULE

AFFAIRES MUNICIPALES, RÉGIONS ET OCCUPATION DU
TERRITOIRE

	First portion	Additional portion
PROGRAM 1		
Greater Montréal Promotion and Development	33,063,925.00	17,951,650.00
PROGRAM 2		
Municipal Infrastructure Modernization	120,157,825.00	16,337,350.00
PROGRAM 3		
Compensation in lieu of Taxes and Financial Assistance to Municipalities	147,240,525.00	247,186,175.00
PROGRAM 4		
General Administration	17,893,800.00	
PROGRAM 5		
Regional Development and Rurality	31,203,700.00	24,866,125.00
PROGRAM 6		
Commission municipale du Québec	571,000.00	
PROGRAM 7		
Housing	118,255,875.00	
PROGRAM 8		
Régie du logement	4,245,225.00	1,242,325.00
	472,631,875.00	307,583,625.00

AGRICULTURE, PÊCHERIES ET ALIMENTATION

	First portion	Additional portion
PROGRAM 1		
Bio-food Company Development, Training and Food Quality	114,487,450.00	83,000,000.00
PROGRAM 2		
Government Agencies	255,730,475.00	432,500,000.00
	<u>370,217,925.00</u>	<u>515,500,000.00</u>

CONSEIL DU TRÉSOR ET ADMINISTRATION GOUVERNEMENTALE

	First portion	Additional portion
PROGRAM 1		
Secrétariat du Conseil du trésor	69,652,625.00	
PROGRAM 2		
Commission de la fonction publique	905,450.00	
PROGRAM 3		
Retirement and Insurance Plans	1,104,450.00	
PROGRAM 4		
Contingency Fund	239,189,450.00	
	<hr/>	
	310,851,975.00	

CONSEIL EXÉCUTIF

	First portion	Additional portion
PROGRAM 1		
Lieutenant-Governor's Office	187,225.00	
PROGRAM 2		
Support Services for the Premier and the Conseil exécutif	17,493,550.00	
PROGRAM 3		
Canadian Intergovernmental Affairs	3,615,675.00	
PROGRAM 4		
Aboriginal Affairs	53,135,775.00	6,864,225.00
PROGRAM 5		
Youth	13,148,875.00	10,831,550.00
PROGRAM 6		
Reform of Democratic Institutions and Access to Information	2,011,450.00	
	<hr/>	<hr/>
	89,592,550.00	17,695,775.00

CULTURE, COMMUNICATIONS ET CONDITION FÉMININE

	First portion	Additional portion
PROGRAM 1		
Internal Management, Centre de conservation du Québec and Commission des biens culturels du Québec	33,895,500.00	17,559,565.00
PROGRAM 2		
Support for Culture, Communications and Government Corporations	144,868,725.00	
PROGRAM 3		
Charter of the French Language	6,976,675.00	
PROGRAM 4		
Status of Women	3,054,850.00	
	<hr/> 188,795,750.00	<hr/> 17,559,565.00

DÉVELOPPEMENT DURABLE, ENVIRONNEMENT ET PARCS

	First portion	Additional portion
PROGRAM 1		
Environmental Protection and Parks Management	55,965,650.00	8,321,500.00
PROGRAM 2		
Bureau d'audiences publiques sur l'environnement	1,367,925.00	
	<hr/> 57,333,575.00	<hr/> 8,321,500.00

**DÉVELOPPEMENT ÉCONOMIQUE, INNOVATION ET
EXPORTATION**

	First portion	Additional portion
PROGRAM 1		
Financial and Technical Support for Economic Development, Research, Innovation and Exports	219,033,950.00	53,781,100.00
PROGRAM 2		
Research and Innovation Agencies	42,886,400.00	9,422,600.00
	<u>261,920,350.00</u>	<u>63,203,700.00</u>

ÉDUCATION, LOISIR ET SPORT

	First portion	Additional portion
PROGRAM 1		
Administration and Consulting	39,234,400.00	
PROGRAM 2		
Tourism and Hotel Industry Training	5,937,250.00	
PROGRAM 3		
Financial Assistance for Education	165,413,750.00	
PROGRAM 4		
Preschool, Primary and Secondary Education	2,112,965,950.00	641,729,954.00
PROGRAM 5		
Higher Education	1,189,266,725.00	737,760,200.00
PROGRAM 6		
Development of Recreation and Sport	15,886,325.00	4,551,175.00
	<hr/>	<hr/>
	3,528,704,400.00	1,384,041,329.00

EMPLOI ET SOLIDARITÉ SOCIALE

	First portion	Additional portion
PROGRAM 1		
Employment Assistance Measures	216,414,600.00	39,872,400.00
PROGRAM 2		
Financial Assistance Measures	652,589,250.00	111,408,075.00
PROGRAM 3		
Administration	115,598,550.00	25,948,150.00
PROGRAM 4		
Promotion and Development of the Capitale-Nationale Region	15,695,775.00	7,942,280.00
	<u>1,000,298,175.00</u>	<u>185,170,905.00</u>

FAMILLE ET AÎNÉS

	First portion	Additional portion
PROGRAM 1		
Planning, Research and Administration	10,601,850.00	3,178,525.00
PROGRAM 2		
Assistance Measures for Families	466,672,975.00	48,006,400.00
PROGRAM 3		
Condition of Seniors	5,682,900.00	1,933,425.00
PROGRAM 4		
Public Curator	12,944,075.00	2,567,950.00
	<u>495,901,800.00</u>	<u>55,686,300.00</u>

FINANCES

	First portion	Additional portion
PROGRAM 1		
Department Administration	10,939,850.00	
PROGRAM 2		
Budget and Taxation Policies, Economic Analysis and Administration of Government Financial and Accounting Activities	36,409,825.00	
	<hr/>	
	47,349,675.00	

IMMIGRATION ET COMMUNAUTÉS CULTURELLES

	First portion	Additional portion
PROGRAM 1		
Immigration, Integration and Cultural Communities	78,343,725.00	
PROGRAM 2		
Agency Reporting to the Minister	212,500.00	
	<hr/>	
	78,556,225.00	

JUSTICE

	First portion	Additional portion
PROGRAM 1		
Judicial Activity	6,554,175.00	
PROGRAM 2		
Administration of Justice	70,976,575.00	11,138,400.00
PROGRAM 3		
Administrative Justice	2,971,275.00	
PROGRAM 4		
Assistance to Persons Brought before the Courts	36,612,650.00	
PROGRAM 5		
Protection Agency Reporting to the Minister	2,052,450.00	
PROGRAM 6		
Criminal and Penal Prosecutions	19,330,875.00	1,995,225.00
	<u>138,498,000.00</u>	<u>13,133,625.00</u>

PERSONS APPOINTED BY THE NATIONAL ASSEMBLY

	First portion	Additional portion
PROGRAM 1		
The Public Protector	3,359,225.00	
PROGRAM 2		
The Auditor General	6,389,575.00	563,100.00
PROGRAM 4		
The Lobbyists Commissioner	714,200.00	
	<hr/>	<hr/>
	10,463,000.00	563,100.00

RELATIONS INTERNATIONALES

	First portion	Additional portion
PROGRAM 1		
International Affairs	28,917,350.00	10,511,425.00
	<u>28,917,350.00</u>	<u>10,511,425.00</u>

RESSOURCES NATURELLES ET FAUNE

	First portion	Additional portion
PROGRAM 1		
Management of Natural Resources	114,480,050.00	
PROGRAM 2		
Protection and Development of Wildlife Resources	17,540,500.00	
	<hr/>	
	132,020,550.00	

REVENU

	First portion	Additional portion
PROGRAM 1		
Tax Administration	142,670,850.00	14,442,600.00
	<u>142,670,850.00</u>	<u>14,442,600.00</u>

SANTÉ ET SERVICES SOCIAUX

	First portion	Additional portion
PROGRAM 1		
Québec-wide Operations	125,214,875.00	
PROGRAM 2		
Regional Operations	4,121,599,250.00	
PROGRAM 3		
Office des personnes handicapées du Québec	3,303,425.00	
	<hr/> 4,250,117,550.00	

SÉCURITÉ PUBLIQUE

	First portion	Additional portion
PROGRAM 1		
Security, Prevention and Internal Management	134,965,525.00	6,715,400.00
PROGRAM 2		
Sûreté du Québec	146,967,975.00	140,475,575.00
PROGRAM 3		
Agencies Reporting to the Minister	8,032,075.00	
	<hr/>	<hr/>
	289,965,575.00	147,190,975.00

SERVICES GOUVERNEMENTAUX

	First portion	Additional portion
PROGRAM 1		
Government Services	54,742,175.00	8,606,275.00
	<hr/>	<hr/>
	54,742,175.00	8,606,275.00

TOURISME

	First portion	Additional portion
PROGRAM 1		
Promotion and Development of Tourism	36,529,750.00	2,471,250.00
	<hr/>	<hr/>
	36,529,750.00	2,471,250.00

TRANSPORTS

	First portion	Additional portion
PROGRAM 1		
Transportation Infrastructures	502,306,450.00	46,862,225.00
PROGRAM 2		
Transportation Systems	161,403,950.00	21,506,200.00
PROGRAM 3		
Administration and Corporate Services	23,785,550.00	
	<hr/>	<hr/>
	687,495,950.00	68,368,425.00

TRAVAIL

	First portion	Additional portion
PROGRAM 1		
Labour	8,028,950.00	175,350.00
	<hr/>	<hr/>
	8,028,950.00	175,350.00

Regulations and other Acts

M.O., 2010

Order number AM 2010-012 of the Minister of Natural Resources and Wildlife and the Minister for Natural Resources and Wildlife dated 9 April 2010

An Act respecting the conservation and development of wildlife (R.S.Q., c. C-61.1)

CONCERNING Regulation to amend the Regulation respecting hunting

THE MINISTER OF NATURAL RESOURCES AND WILDLIFE AND THE MINISTER FOR NATURAL RESOURCES AND WILDLIFE,

CONSIDERING sections 56 and 163 of the Act respecting the conservation and development of wildlife (R.S.Q., c. C-61.1), which provide that the Minister may make regulations on the matters set forth therein;

CONSIDERING section 164 of the Act, which provides that a regulation made under section 56 and subparagraphs 1 and 12 of the first paragraph of section 163 of the Act is not subject to the publication requirement set out in section 8 of the Regulations Act (R.S.Q., c. R-18.1);

CONSIDERING the making of the Regulation respecting hunting (R.R.Q., c. C-61.1, r.12), which prescribes the conditions governing the hunting of any animal or an animal of a class of animals;

CONSIDERING that it is expedient to amend certain provisions of the Regulation;

ORDER AS FOLLOWS:

The Regulation to amend the Regulation respecting hunting, attached hereto, is made.

Québec, 9 April 2010

<p>SERGE SIMARD, <i>Minister for Natural Resources and Wildlife</i></p>	<p>NATHALIE NORMANDEAU, <i>Minister of Natural Resources and Wildlife</i></p>
---	---

Regulation to amend the Regulation respecting hunting

An Act respecting the conservation and development of wildlife (R.S.Q., c. C-61.1, ss. 56 and 163, 1st par., subpars. 1 and 12)

1. The Regulation respecting hunting (R.R.Q., c. C-61.1, r.12) is amended by replacing the expression “Moose, in a new area” wherever it appears by “Moose, correction of area”.

2. Section 17 is amended by replacing “In areas 13 and 16, the hunting of female moose more than 1 year old with a Type 6 or 11 implement is also permitted during the hunting season prescribed for each of those types of implement.” in the second paragraph by “In areas 13 and 16, as regards female moose more than 1 year old and in the territory of the Maganasipi controlled zone, as regards female moose more than 1 year old and moose calves, hunting with a Type 6 or 11 implement is also permitted during the hunting season prescribed for each of those types of implement.”.

3. The following is added after section 34.1:

“34.2. A person who contravenes any of sections 8, 11 to 30 and 32 to 34.1 commits an offence.”.

4. Schedule III is amended

(1) by replacing “13” in subparagraph *a* of paragraph 1 of section 1 in Column IV “Hunting season” by “18” and “28 September” by “3 October”;

(2) by replacing “4” in subparagraph *d* of paragraph 4 of section 1 in Column IV “Hunting season” by “9” and “19” by “24”;

(3) in paragraph 1 of section 4

(a) by replacing “Sunday on or closest to 9 November” in subparagraph *a* in Column IV “Hunting season” by “Friday on or closest to 7 November”;

(b) by striking out “9 except the part of the territory shown on the plan in Schedule XXI” in subparagraph *b* in Column III “Area”;

(c) by adding “and 9 except the part of the territory shown on the plan in Schedule XXI,” after “5” in subparagraph *c* in Column III “Area”;

(4) by replacing “Sunday on or closest to 5 October” in subparagraph *a* of paragraph 3 of section 4 in Column IV “Hunting season” by “Friday on or closest to 3 October”;

(5) in paragraph 3 of section 6

(a) by replacing “20” in subparagraph *a* in Column IV “Hunting season” by “27”;

(b) by replacing “17” in subparagraph *b* in Column IV “Hunting season” by “10”;

(c) by adding “except the part of the territory shown on the plan in Schedule CXXXII” after “9” in subparagraph *c* in Column III “Area”;

(d) by inserting the following after subparagraph *c*:

“

(c.1) the western part of Area 9 shown on the 20 September to the plan in Schedule CXXXII, except the part of the territory shown on the plan in Schedule XXI	(c.1) from the Saturday on or closest to Sunday on or closest to 12 October
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”;

(6) by replacing the Area and hunting season in section 16 by the following:

“

All areas, except the northern part of Area 19 and the parts of the territory shown on the plans in Schedules XX to XXVIII, XXX to XXXII and CLXXXVII	The Friday on or closest to 4 May to the Tuesday on or closest to 16 May
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”.

5. Schedule IV is amended in section 1

(1) by replacing the hunting seasons as regards implement 10, for all controlled zones, by “from the Monday on or closest to 18 October to the Sunday on or closest to 24 October”;

(2) by replacing the hunting seasons as regards implement 11, for Dumoine, Festubert, Kipawa, Maganasipi and Restigo controlled zones by “from the Saturday on or closest to 18 September to the Sunday on or closest to 3 October”;

(3) by replacing the hunting seasons as regards implement 13 for Dumoine, Kipawa, Maganasipi and Restigo controlled zones by “from the Saturday on or closest to 9 October to the Sunday on or closest to 17 October”;

(4) by adding the following controlled zone and hunting season as regards implement 13 after Maison-de-Pierre controlled zone:

“Mars-Moulin	from the Saturday on or closest to 25 September to the Sunday on or closest to 10 October”.
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6. Schedule V is amended by striking out “CXXVI” in section 1 as regards implement 13, in Column II “Parts of territories”.

7. This Regulation comes into force on the fifteenth day following the date of its publication in the *Gazette officielle du Québec*.

9779

M.O., 2010

Order number V-1.1-2010-07 of the Minister of Finance, April 7, 2010

Securities Act
(R.S.Q., c. V-1.1)

CONCERNING the Regulation 55-104 respecting insider reporting requirements and exemptions

WHEREAS subparagraphs 1, 2, 3, 8, 11, 18.3, 20.1 and 34 of section 331.1 of the Securities Act (R.S.Q., c. V-1.1) stipulate that the Autorité des marchés financiers may make regulations concerning the matters referred to in those paragraphs;

WHEREAS the third and fourth paragraphs of section 331.2 of the said Act stipulate that a draft regulation shall be published in the Bulletin de l’Autorité des marchés financiers, accompanied with the notice required under section 10 of the Regulations Act (R.S.Q., c. R-18.1) and may not be submitted for approval or be made before 30 days have elapsed since its publication;

WHEREAS the first and fifth paragraphs of the said section stipulate that every regulation made under section 331.1 must be approved, with or without amendment, by the Minister of Finance and comes into force on the date of its publication in the *Gazette officielle du Québec* or any later date specified in the regulation;

WHEREAS the draft Regulation 55-104 respecting insider reporting requirements and exemptions was published in the Bulletin de l'Autorité des marchés financiers, volume 5, no. 50 of December 19, 2008;

WHEREAS on March 19, 2010, by the decision no. 2010-PDG-0050, the Autorité des marchés financiers made Regulation 55-104 respecting insider reporting requirements and exemptions;

WHEREAS there is cause to approve this regulation without amendment;

CONSEQUENTLY, the Minister of Finance approves without amendment Regulation 55-104 respecting insider reporting requirement and exemptions appended hereto.

April 7, 2010

RAYMOND BACHAND,
Minister of Finance

Regulation 55-104 respecting insider reporting requirements and exemptions

Securities Act
(R.S.Q., c. V-1.1, s. 331.1, par. (1), (2), (3), (8), (11), (18.3), (20.1) and (34))

PART 1 **DEFINITIONS AND INTERPRETATION**

1.1. Definitions and interpretation

(1) In this Regulation

“acceptable summary form” means, in relation to the alternative form of insider report described in sections 5.4 and 6.4, an insider report that discloses as a single transaction, with December 31 of the relevant year as the date of the transaction, using an average unit price of the securities,

(a) the total number of securities of the same type acquired under an automatic securities purchase plan or compensation arrangement, or under all such plans or arrangements, for the calendar year; and

(b) the total number of securities of the same type disposed of under all specified dispositions of securities under an automatic securities purchase plan or compensation arrangement, or under all such plans or arrangements, for the calendar year;

“automatic securities purchase plan” means a dividend or interest reinvestment plan, a stock dividend plan, or any other plan established by an issuer or by a subsidiary of an issuer to facilitate the acquisition of securities of the issuer if the timing of acquisitions of securities, the number of securities which may be acquired under the plan by a director or officer of the issuer or of the subsidiary of the issuer, and the price payable for the securities are established in advance by written formula or criteria set out in a plan document and not subject to a subsequent exercise of discretion;

“cash payment option” means a provision in a dividend or interest reinvestment plan under which a participant is permitted to make cash payments to purchase from the issuer, or from an administrator of the plan, securities of the issuer's own issue;

“CEO” means a chief executive officer and any other individual who acts as chief executive officer for an issuer or acts in a similar capacity for the issuer;

“CFO” means a chief financial officer and any other individual who acts as chief financial officer for an issuer or acts in a similar capacity for the issuer;

“compensation arrangement” includes, but is not limited to, an arrangement, whether or not set out in any formal document and whether or not applicable to only one individual, under which cash, securities or related financial instruments, including, for greater certainty, options, stock appreciation rights, phantom shares, restricted shares or restricted share units, deferred share units, performance units or performance shares, stock, stock dividends, warrants, convertible securities, or similar instruments, may be received or purchased as compensation for services rendered, or otherwise in connection with holding an office or employment with a reporting issuer or a subsidiary of a reporting issuer;

“convertible security” means a security of an issuer that is convertible into, or carries the right of the holder to purchase or otherwise acquire, or of the issuer to cause the purchase or acquisition of, a security of the same issuer;

“COO” means a chief operating officer and any other individual who acts as chief operating officer for an issuer or acts in a similar capacity for the issuer;

“credit derivative” means a derivative in respect of which the underlying security, interest, benchmark or formula is, or is related to or derived from, in whole or in part, a debt or other financial obligation of an issuer;

“derivative”

(a) means, other than in New Brunswick, the Northwest Territories, Nunavut, Ontario, Prince Edward Island, Québec and the Yukon Territory, an instrument, agreement, security or exchange contract, the market price, value or payment obligations of which is derived from, referenced to, or based on an underlying security, interest, benchmark or formula;

(b) in New Brunswick, the Northwest Territories, Nunavut, Ontario, Prince Edward Island and the Yukon Territory, has the same meaning as in securities legislation; and

(c) in Québec, has the same meaning as in The Derivatives Act;

“dividend or interest reinvestment plan” means an arrangement under which a holder of securities of an issuer is permitted to direct that the dividends, interest or distributions paid on the securities be applied to the purchase, from the issuer or an administrator of the issuer, of securities of the issuer’s own issue;

“economic exposure” in relation to an issuer

(a) means, other than in Ontario, the extent to which the economic or financial interests of a person or company are aligned with the trading price of securities of the issuer or the economic or financial interests of the issuer;

(b) in Ontario, has the same meaning as in securities legislation;

“economic interest” in a security or an exchange contract

(a) means, other than in British Columbia, New Brunswick, the Northwest Territories, Nunavut, Ontario, Prince Edward Island, Québec, Saskatchewan and the Yukon Territory,

(i) a right to receive or the opportunity to participate in a reward, benefit or return from a security or an exchange contract, or

(ii) exposure to a risk of a financial loss in respect of a security or an exchange contract;

(b) in British Columbia, New Brunswick, the Northwest Territories, Nunavut, Ontario, Prince Edward Island, Québec, Saskatchewan and the Yukon Territory, has the same meaning as in securities legislation;

“exchange contract”

(a) means, other than in Alberta, British Columbia, New Brunswick and Saskatchewan, a futures contract or an option that meets both of the following requirements:

(i) its performance is guaranteed by a clearing agency; and

(ii) it is traded on an exchange pursuant to standardized terms and conditions set out in that exchange’s by-laws, rules or regulatory instruments, at a price agreed on when the futures contract or option is entered into on the exchange;

(b) in Alberta, British Columbia, New Brunswick and Saskatchewan, has the same meaning as in securities legislation;

“exchangeable security” means a security of an issuer that is exchangeable for, or carries the right of the holder to purchase or otherwise acquire, or of the issuer to cause the purchase or acquisition of, a security of another issuer;

“income trust” means a trust or an entity, including corporate and non-corporate entities, the securities of which entitle the holder to net cash flows generated by an underlying business or income-producing properties owned through the trust or by the entity;

“insider report” means a report to be filed by an insider under securities legislation;

“insider reporting requirement” means

(a) a requirement to file insider reports under Parts 3 and 4;

(b) a requirement to file insider reports under any provisions of Canadian securities legislation substantially similar to Parts 3 and 4; and

(c) a requirement to file an insider profile under National Instrument 55-102 System for Electronic Disclosure by Insiders (SEDI) adopted by the Commission des valeurs mobilières du Québec pursuant to decision No. 2003-C-0069 dated March 3, 2003;

“investment issuer” means, in relation to an issuer, another issuer in respect of which the issuer is an insider;

“issuer event” means a stock dividend, stock split, consolidation, amalgamation, reorganization, merger or other similar event that affects all holdings of a class of securities of an issuer in the same manner, on a per share basis;

“lump-sum provision” means a provision of an automatic securities purchase plan that allows a director or officer to acquire securities in consideration of an additional lump-sum payment, and includes a cash payment option;

“major subsidiary” means a subsidiary of an issuer if

(a) the assets of the subsidiary, as included in the issuer’s most recent annual audited or interim balance sheet, or, for a period relating to a financial year beginning on or after January 1, 2011, a statement of financial position, are 30 per cent or more of the consolidated assets of the issuer reported on that balance sheet or statement of financial position, as the case may be, or

(b) the revenue of the subsidiary, as included in the issuer’s most recent annual audited or interim income statement, or, for a period relating to a financial year beginning on or after January 1, 2011, a statement of comprehensive income, is 30 per cent or more of the consolidated revenue of the issuer reported on that statement;

“management company” means a person or company established or contracted to provide significant management or administrative services to an issuer or a subsidiary of the issuer;

“normal course issuer bid” means

(a) an issuer bid that is made in reliance on the exemption contained in securities legislation from requirements relating to issuer bids that is available if the number of securities acquired by the issuer within a period of twelve months does not exceed 5 per cent of the securities of that class issued and outstanding at the commencement of the period, or

(b) a normal course issuer bid as defined in the rules or policies of the Toronto Stock Exchange, the TSX Venture Exchange or an exchange that is a recognized exchange, as defined in Regulation 21-101 respecting Marketplace Operation, adopted by the Commission des valeurs mobilières du Québec pursuant to decision No. 2001-C-0409 dated August 28, 2001, and that is conducted in accordance with the rules or policies of that exchange;

“operating entity” means a person or company with an underlying business or with assets owned in whole or in part by an income trust for the purposes of generating cash flow;

“principal operating entity” means an operating entity that is a major subsidiary of an income trust;

“related financial instrument”

(a) means, other than in British Columbia, New Brunswick, the Northwest Territories, Nunavut, Ontario, Prince Edward Island, Québec, Saskatchewan and the Yukon Territory,

(i) an instrument, agreement, security or exchange contract the value, market price or payment obligations of which are derived from, referenced to or based on the value, market price or payment obligations of a security, or,

(ii) any other instrument, agreement, or understanding that affects, directly or indirectly, a person or company’s economic interest in a security or an exchange contract;

(b) in British Columbia, New Brunswick, the Northwest Territories, Nunavut, Ontario, Prince Edward Island, Québec, Saskatchewan and the Yukon Territory, has the same meaning as in securities legislation;

“reporting insider” means an insider of a reporting issuer if the insider is

(a) the CEO, CFO or COO of the reporting issuer, of a significant shareholder of the reporting issuer or of a major subsidiary of the reporting issuer;

(b) a director of the reporting issuer, of a significant shareholder of the reporting issuer or of a major subsidiary of the reporting issuer;

(c) a person or company responsible for a principal business unit, division or function of the reporting issuer;

(d) a significant shareholder of the reporting issuer;

(e) a significant shareholder based on post-conversion beneficial ownership of the reporting issuer’s securities and the CEO, CFO, COO and every director of the significant shareholder based on post-conversion beneficial ownership;

(f) a management company that provides significant management or administrative services to the reporting issuer or a major subsidiary of the reporting issuer,

every director of the management company, every CEO, CFO and COO of the management company, and every significant shareholder of the management company;

(g) an individual performing functions similar to the functions performed by any of the insiders described in paragraphs (a) to (f);

(h) the reporting issuer itself, if it has purchased, redeemed or otherwise acquired a security of its own issue, for so long as it continues to hold that security; or

(i) any other insider that

(i) in the ordinary course receives or has access to information as to material facts or material changes concerning the reporting issuer before the material facts or material changes are generally disclosed; and

(ii) directly or indirectly, exercises, or has the ability to exercise, significant power or influence over the business, operations, capital or development of the reporting issuer;

“significant shareholder” means a person or company that has beneficial ownership of, or control or direction over, whether direct or indirect, or a combination of beneficial ownership of, and control or direction over, whether direct or indirect, securities of an issuer carrying more than 10 per cent of the voting rights attached to all the issuer’s outstanding voting securities, excluding, for the purpose of the calculation of the percentage held, any securities held by the person or company as underwriter in the course of a distribution;

“stock dividend plan” means an arrangement under which securities of an issuer are issued by the issuer to holders of securities of the issuer as a stock dividend or other distribution out of earnings, retained earnings or capital; and

“underlying security” means a security issued or transferred, or to be issued or transferred, in accordance with the terms of a convertible security, an exchangeable security or a multiple convertible security.

(2) Affiliate

In this Regulation, an issuer is an affiliate of another issuer if

(a) one of them is the subsidiary of the other, or

(b) each of them is controlled by the same person or company.

(3) Control

In this Regulation, a person or company (first person or company) is considered to control another person or company (second person or company) if

(a) the first person or company, beneficially owns or has control or direction over, whether direct or indirect, securities of the second person or company carrying votes which, if exercised, would entitle the first person or company to elect a majority of the directors of the second person or company, unless that first person or company holds the voting securities only to secure an obligation,

(b) the second person or company is a partnership, other than a limited partnership, and the first person or company holds more than 50 per cent of the interests of the partnership, or

(c) the second person or company is a limited partnership and the general partner of the limited partnership is the first person or company.

(4) Post-conversion beneficial ownership

In this Regulation, a person or company is considered to have, as of a given date, post-conversion beneficial ownership of a security, including an unissued security, if the person or company is the beneficial owner of a security convertible into the security within 60 days following that date or has a right or obligation permitting or requiring the person or company, whether or not on conditions, to acquire beneficial ownership of the security within 60 days, by a single transaction or a series of linked transactions.

(5) Significant shareholder based on post-conversion beneficial ownership

In this Regulation, a person or company is a significant shareholder based on post-conversion beneficial ownership if the person or company is not a significant shareholder but the person or company has beneficial ownership of, post-conversion beneficial ownership of, control or direction over, whether direct or indirect, or any combination of beneficial ownership of, post-conversion beneficial ownership of, or control or direction over, whether direct or indirect, securities of an issuer carrying more than 10 per cent of the voting rights attached to all the issuer’s outstanding voting securities, calculated in accordance with subsections (6) and (7).

(6) For the purposes of the calculation in subsection (5), an issuer’s outstanding voting securities include securities in respect of which a person or company has post-conversion beneficial ownership.

(7) For the purposes of the calculation in subsections (4) and (5), a person or company may exclude any securities held by the person or company as underwriter in the course of a distribution.

1.2. Persons and companies designated or determined to be insiders for the purposes of this Regulation

(1) The following persons and companies are designated or determined to be insiders of an issuer:

(a) a significant shareholder of the issuer based on post-conversion beneficial ownership of the issuer's securities;

(b) a management company that provides significant management or administrative services to the issuer or a major subsidiary of the issuer, and every director, officer and significant shareholder of the management company; and

(c) if the issuer is an income trust, every director, officer and significant shareholder of a principal operating entity of the issuer.

(2) Issuer as insider of reporting issuer

If an issuer (the first issuer) becomes an insider of a reporting issuer (the second issuer), the CEO, CFO, COO and every director of the first issuer are designated or determined to be an insider of the second issuer and must file insider reports in accordance with section 3.5 in respect of transactions relating to the second issuer that occurred in the previous six months or for such shorter period that the individual was a CEO, CFO, COO or director of the first issuer.

(3) Reporting issuer as insider of other issuer

If a reporting issuer (the first issuer) becomes an insider of another issuer (the second issuer), the CEO, CFO, COO and every director of the second issuer is designated or determined to be an insider of the first issuer and must file insider reports in accordance with section 3.5 in respect of transactions relating to the first issuer that occurred in the previous six months or for such shorter period that the individual was a CEO, CFO, COO or director of the second issuer.

1.3. Reliance on Reported Outstanding Shares

(1) In determining the securityholding percentage of a person or company in a class of securities for the purposes of the definition "significant shareholder" and in determining if the person or company is a significant

shareholder based on post-conversion beneficial ownership, the person or company may rely upon information most recently filed by the issuer of the securities in a material change report or under section 5.4 of Regulation 51102 respecting Continuous Disclosure Obligations approved by Ministerial Order No. 2005-03 dated May 19, 2005, whichever contains the most recent relevant information.

(2) Subsection (1) does not apply if the person or company has knowledge both

(a) that the information filed is inaccurate or has changed; and

(b) of the correct information.

PART 2 APPLICATION

2.1. Insider reporting requirements (insiders of Ontario reporting issuers)

In Ontario, the insider reporting requirements in sections 3.2 and 3.3 do not apply to an insider of a reporting issuer under the *Securities Act* (R.S.O., 1990, c. S.5).

2.2. Reporting deadline

In Ontario, for the purposes of subsection 107(2) of the *Securities Act* (R.S.O., 1990, c. S.5), in the case of a transaction occurring after October 31, 2010, the prescribed period is within five days of any change in the beneficial ownership of, or control or direction over, whether direct or indirect, securities of the reporting issuer or any interest in, or right or obligation associated with, a related financial instrument.

PART 3 PRIMARY INSIDER REPORTING REQUIREMENT

3.1. Reporting requirement

An insider must file insider reports under this Part and Part 4 in respect of a reporting issuer if the insider is a reporting insider of the reporting issuer.

3.2. Initial report

A reporting insider must file an insider report in respect of a reporting issuer within 10 days of becoming a reporting insider disclosing the reporting insider's

(a) beneficial ownership of, or control or direction over, whether direct or indirect, securities of the reporting issuer, and

(b) interest in, or right or obligation associated with, a related financial instrument involving a security of the reporting issuer.

3.3. Subsequent report

A reporting insider must within five days of any of the following changes file an insider report in respect of a reporting issuer disclosing a change in the reporting insider's

(a) beneficial ownership of, or control or direction over, whether direct or indirect, securities of the reporting issuer, or

(b) interest in, or right or obligation associated with, a related financial instrument involving a security of the reporting issuer.

3.4. Reporting requirements in connection with convertible or exchangeable securities

For greater certainty, a reporting insider who exercises an option, warrant or other convertible or exchangeable security must file within five days of the exercise, separate insider reports in accordance with section 3.3 disclosing the resulting change in the reporting insider's beneficial ownership of, or control or direction over, whether direct or indirect, each of

(a) the option, warrant or other convertible or exchangeable security, and

(b) the common shares or other underlying securities.

3.5. Report by certain designated insiders for certain historical transactions

A CEO, CFO, COO or director of an issuer (the first issuer) who is designated or determined to be an insider of another issuer (the second issuer) under subsection 1.2(2) or 1.2(3) must file, within 10 days of being designated or determined to be an insider of the second issuer, the insider reports that a reporting insider of the second issuer would have been required to file under Part 3 and Part 4 for all transactions involving securities of the second issuer or related financial instruments involving securities of the second issuer, that occurred in the previous six months or for such shorter period that the individual was a CEO, CFO, COO or director of the first issuer.

PART 4 SUPPLEMENTAL INSIDER REPORTING REQUIREMENT

4.1. Other agreements, arrangements or understandings

(1) If a reporting insider of a reporting issuer enters into, materially amends, or terminates an agreement, arrangement or understanding described in subsection (2), the reporting insider must, within five days of this event, file an insider report in respect of the reporting issuer in accordance with section 4.3.

(2) An agreement, arrangement or understanding must be reported under subsection (1) in an insider report in respect of a reporting issuer if

(a) the agreement, arrangement or understanding has the effect of altering, directly or indirectly, the reporting insider's economic exposure to the reporting issuer;

(b) the agreement, arrangement or understanding involves, directly or indirectly, a security of the reporting issuer or a related financial instrument involving a security of the reporting issuer; and

(c) the reporting insider is not otherwise required to file an insider report in respect of this event under Part 3 or any corresponding provision of Canadian securities legislation.

4.2. Report of prior agreements, arrangements or understandings

A reporting insider must, within 10 days of becoming a reporting insider of a reporting issuer, file an insider report in accordance with section 4.3 in respect of the reporting issuer if

(a) the reporting insider, prior to the date the reporting insider most recently became a reporting insider, entered into an agreement, arrangement or understanding in respect of which the reporting insider would have been required to file an insider report under section 4.1 if the agreement, arrangement or understanding had been entered into on or after the date the reporting insider most recently became a reporting insider, and

(b) the agreement, arrangement or understanding remains in effect on or after the date the reporting insider most recently became a reporting insider.

4.3. Contents of report

An insider report required to be filed under section 4.1 or 4.2 must disclose the existence and material terms of the agreement, arrangement or understanding.

PART 5
EXEMPTION FOR AUTOMATIC SECURITIES
PURCHASE PLANS

5.1. Interpretation

(1) In this Part, a reference to a director or officer means a director or officer who is

(a) a director or officer of a reporting issuer and a reporting insider of the reporting issuer, or

(b) a director or officer of a subsidiary of a reporting issuer and a reporting insider of the reporting issuer.

(2) In this Part, a reference to a security of a reporting issuer includes a related financial instrument involving a security of the reporting issuer.

(3) In this Part, a disposition or transfer of securities acquired under an automatic securities purchase plan is a “specified disposition of securities” if

(a) the disposition or transfer is incidental to the operation of the automatic securities purchase plan and does not involve a discrete investment decision by the director or officer; or

(b) the disposition or transfer is made to satisfy a tax withholding obligation arising from the distribution of securities under the automatic securities purchase plan and either

(i) the director or officer has elected that the tax withholding obligation will be satisfied through a disposition of securities, has communicated this election to the reporting issuer or the plan administrator at least 30 days before the disposition and this election is irrevocable as of the 30th day before the disposition; or

(ii) the director or officer has not communicated an election to the reporting issuer or the plan administrator and, in accordance with the terms of the plan, the reporting issuer or the plan administrator is required to sell securities automatically to satisfy the tax withholding obligation.

5.2. Reporting exemption

(1) The insider reporting requirement does not apply to a director or officer for an acquisition or disposition of securities described in subsection (2) if the director or officer complies with the alternative reporting requirement in section 5.4.

(2) The exemption in subsection (1) applies to

(a) an acquisition of securities of the reporting issuer under an automatic securities purchase plan, other than an acquisition of securities under a lumpsum provision of the plan; or

(b) a specified disposition of securities of the reporting issuer under an automatic securities purchase plan.

5.3. Acquisition of options or similar securities

The exemption in section 5.2 does not apply to an acquisition of options or similar securities granted to a director or officer.

5.4. Alternative reporting requirement

(1) A director or officer is exempt under section 5.2 from the insider reporting requirement if the insider files an insider report within the time period described in subsection (2) disclosing, on a transaction-by-transaction basis or in acceptable summary form, each acquisition and each specified disposition of a security under an automatic securities purchase plan that has not previously been disclosed by or on behalf of the director or officer.

(2) The deadline for filing the insider report under subsection (1) is

(a) in the case of any securities acquired under the automatic securities purchase plan that have been disposed of or transferred, other than securities that have been disposed of or transferred as part of a specified disposition of securities, within five days of the disposition or transfer; and

(b) in the case of any securities acquired under the automatic securities purchase plan during a calendar year that have not been disposed of or transferred, and any securities that have been disposed of or transferred as part of a specified disposition of securities, on or before March 31 of the next calendar year.

(3) Subsection (1) does not apply to a director or officer if, at the time the insider report described in subsection (1) is due,

(a) the director or officer is not a reporting insider; or

(b) the director or officer is exempt from the insider reporting requirement.

PART 6

EXEMPTION FOR CERTAIN ISSUER GRANTS

6.1. Interpretation

(1) In this Part, a reference to a director or officer means a director or officer who is

(a) a director or officer of a reporting issuer and a reporting insider of the reporting issuer, or

(b) a director or officer of a subsidiary of a reporting issuer and a reporting insider of the reporting issuer.

(2) In this Part, a reference to a security of a reporting issuer includes a related financial instrument involving a security of the reporting issuer.

(3) In this Part, a disposition or transfer of a security acquired under a compensation arrangement is a “specified disposition of a security” if

(a) the disposition or transfer is incidental to the operation of the compensation arrangement and does not involve a discrete investment decision by the director or officer; or

(b) the disposition or transfer is made to satisfy a tax withholding obligation arising from the distribution of a security under the compensation arrangement and either

(i) the director or officer has elected that the tax withholding obligation will be satisfied through a disposition of securities, has communicated this election to the reporting issuer or the administrator of the compensation arrangement at least 30 days before the disposition and this election is irrevocable as of the 30th day before the disposition; or

(ii) the director or officer has not communicated an election to the reporting issuer or the administrator of the compensation arrangement and, in accordance with the terms of the arrangement, the reporting issuer or the administrator is required to sell securities automatically to satisfy the tax withholding obligation.

6.2. Reporting exemption

The insider reporting requirement does not apply to a director or officer for the acquisition of a security of the reporting issuer, or a specified disposition of a security of the reporting issuer, under a compensation arrangement established by the reporting issuer or by a subsidiary of the reporting issuer, if

(a) the reporting issuer has previously disclosed the existence and material terms of the compensation arrangement in an information circular or other public document filed on SEDAR;

(b) in the case of an acquisition of securities, the reporting issuer has previously filed in respect of the acquisition an issuer grant report on SEDI in accordance with section 6.3; and

(c) the director or officer complies with the alternative reporting requirement in section 6.4.

6.3. Issuer grant report

An issuer grant report filed under this Part in respect of a compensation arrangement must include

(a) the date the option or other security was issued or granted;

(b) the number of options or other securities issued or granted to each director or officer;

(c) the price at which the option or other security was issued or granted and the exercise price;

(d) the number and type of securities issuable on the exercise of the option or other security; and

(e) any other material terms that have not been previously disclosed or filed in a public filing on SEDAR.

6.4. Alternative reporting requirement

(1) A director or officer is exempt under section 6.2 from the insider reporting requirement if the insider files an insider report within the time period described in subsection (2) disclosing, on a transaction-by-transaction basis or in acceptable summary form, each acquisition and each specified disposition of a security under a compensation arrangement that has not previously been disclosed by or on behalf of the director or officer.

(2) The deadline for filing the insider report under subsection (1) is

(a) in the case of any security acquired under the compensation arrangement that has been disposed of or transferred, other than a security that has been disposed of or transferred as part of a specified disposition of a security, within five days of the disposition or transfer; and

(b) in the case of any security acquired under the compensation arrangement during a calendar year that has not been disposed of or transferred, and any security that has been disposed of or transferred as part of a specified disposition of a security, on or before March 31 of the next calendar year.

(3) Subsection (1) does not apply to a director or officer if, at the time the insider report described in subsection (1) is due,

(a) the director or officer is not a reporting insider; or

(b) the director or officer is exempt from the insider reporting requirement.

PART 7

EXEMPTIONS FOR NORMAL COURSE ISSUER BIDS AND PUBLICLY DISCLOSED TRANSACTIONS

7.1. Reporting exemption for normal course issuer bids

The insider reporting requirement does not apply to an issuer for an acquisition of a security of its own issue by the issuer under a normal course issuer bid if the issuer complies with the alternative reporting requirement in section 7.2.

7.2. Reporting requirement

An issuer who relies on the exemption in section 7.1 must file an insider report disclosing each acquisition of securities by it under a normal course issuer bid within 10 days of the end of the month in which the acquisition occurred.

7.3. General exemption for other transactions that have been otherwise disclosed

The insider reporting requirement does not apply to an issuer in connection with a transaction, other than a normal course issuer bid, involving a security of its own issue if the existence and material terms of the transaction have been generally disclosed in a public filing on SEDAR.

PART 8

EXEMPTION FOR CERTAIN ISSUER EVENTS

8.1. Reporting exemption

The insider reporting requirement in respect of a reporting issuer does not apply to a reporting insider whose beneficial ownership of, or control or direction over,

whether direct or indirect, a security of the reporting issuer changes as a result of an issuer event of the reporting issuer.

8.2. Reporting requirement

A reporting insider who relies on the exemption in section 8.1 in respect of a reporting issuer must file an insider report, disclosing all changes in beneficial ownership of, or control or direction over, whether direct or indirect, a security of the reporting issuer as a result of an issuer event if those changes have not previously been reported by or on behalf of the insider, within the time required by securities legislation for the insider to report any other subsequent change in beneficial ownership of, or control or direction over, whether direct or indirect, a security of the reporting issuer.

PART 9

GENERAL EXEMPTIONS

9.1. Reporting exemption (mutual funds)

The insider reporting requirement does not apply to an insider of an issuer that is a mutual fund.

9.2. Reporting exemption (non-reporting insiders)

The insider reporting requirement does not apply to an insider of an issuer if the insider is not a reporting insider of that issuer.

9.3. Reporting exemption (certain insiders of investment issuers)

The insider reporting requirement does not apply to a director or officer of a significant shareholder, or a director or officer of a subsidiary of a significant shareholder, in respect of securities of an investment issuer or a related financial instrument involving a security of the investment issuer if the director or officer

(a) does not in the ordinary course receive or have access to information as to material facts or material changes concerning the investment issuer before the material facts or material changes are generally disclosed; and

(b) is not a reporting insider of the investment issuer in any capacity other than as a director or officer of the significant shareholder or a subsidiary of the significant shareholder.

9.4. Reporting exemption (nil report)

The insider reporting requirement does not apply to a reporting insider if the reporting insider

(a) does not have any beneficial ownership of, or control or direction over, whether direct or indirect, a security of the issuer;

(b) does not have any interest in, or right or obligation associated with, a related financial instrument involving a security of the issuer;

(c) has not entered into any agreement, arrangement or understanding as described in section 4.1; and

(d) is not a significant shareholder based on post-conversion beneficial ownership.

9.5. Reporting exemption (corporate group)

The insider reporting requirement does not apply to a reporting insider if

(a) the reporting insider is a subsidiary or other affiliate of another reporting insider (the affiliated reporting insider); and

(b) the affiliated reporting insider has filed an insider report in respect of the reporting issuer that discloses substantially the same information as would be contained in an insider report filed by the reporting insider, including details of the reporting insider's

(i) beneficial ownership of, or control or direction over, whether direct or indirect, securities of the reporting issuer; and

(ii) interest in, or right or obligation associated with, any related financial instrument involving a security of the reporting issuer.

9.6. Reporting exemption (executor and co-executor)

The insider reporting requirement does not apply to a reporting insider for a security of an issuer beneficially owned or controlled, directly or indirectly, by an estate if

(a) the reporting insider is an executor, administrator or other person or company who is a representative of the estate (referred to in this section as an executor of the estate), or a director or officer of an executor of the estate;

(b) the reporting insider is subject to the insider reporting requirement solely because of the reporting insider being an executor or a director or officer of an executor of the estate; and

(c) another executor or director or officer of an executor of the estate has filed an insider report that discloses substantially the same information as would be contained in an insider report filed by the reporting insider for securities of an issuer beneficially owned or controlled, directly or indirectly, by the estate.

9.7. Exempt persons and transactions

The insider reporting requirement does not apply to

(a) an agreement, arrangement or understanding which does not involve, directly or indirectly,

(i) a security of the reporting issuer;

(ii) a related financial instrument involving a security of the reporting issuer; or

(iii) any other derivative in respect of which the underlying security, interest, benchmark or formula is or includes as a material component a security of the reporting issuer or a related financial instrument involving a security of the reporting issuer;

(b) a transfer, pledge or encumbrance of a security by a reporting insider for the purpose of giving collateral for a debt made in good faith so long as there is no limitation on the recourse available against the insider for any amount payable under such debt;

(c) the receipt by a reporting insider of a transfer, pledge or encumbrance of a security of an issuer if the security is transferred, pledged or encumbered as collateral for a debt under a written agreement and in the ordinary course of business of the insider;

(d) a reporting insider, other than a reporting insider that is an individual, that enters into, materially amends or terminates an agreement, arrangement or understanding which is in the nature of a credit derivative;

(e) a reporting insider who did not know and, in the exercise of reasonable diligence, could not have known of the alteration to economic exposure described in section 4.1;

(f) the acquisition or disposition of a security, or an interest in a security, of an investment fund, provided that securities of the reporting issuer do not form a material component of the investment fund's market value; or

(g) the acquisition or disposition of a security, or an interest in a security, of an issuer that holds directly or indirectly securities of the reporting issuer, if:

(i) the reporting insider is not a control person of the issuer; and

(ii) the reporting insider does not have or share investment control over the securities of the reporting issuer.

PART 10

DISCRETIONARY EXEMPTIONS

10.1. Exemptions from this Regulation

(1) The regulator or securities regulatory authority may grant an exemption from this Regulation, in whole or in part, subject to such conditions or restrictions as may be imposed in the exemption.

(2) Despite subsection (1), in Ontario only the regulator may grant such an exemption.

(3) Except in Ontario, an exemption referred to in subsection (1) is granted under the statute referred to in Appendix B of Regulation 14-101 respecting Definitions, adopted by the Commission des valeurs mobilières du Québec pursuant to decision No. 2001-C-0274 dated June 12, 2001, opposite the name of the local jurisdiction.

PART 11

EFFECTIVE DATE AND TRANSITION

11.1. Effective Date – This Regulation comes into force on April 30, 2010.

11.2. Transition

(1) Despite sections 3.3 and 3.4, a reporting insider may file an insider report required by either of those sections within 10 days of a change described in those sections if the change relates to a transaction that occurred on or before October 31, 2010.

(2) Despite section 4.1, a reporting insider may file an insider report required under that section within 10 days of an event described in that section if the event relates to a transaction that occurred on or before October 31, 2010.

(3) Despite paragraph 5.4(2)(a), a reporting insider may file an insider report required under that paragraph within 10 days of a disposition or transfer described in that paragraph if the disposition or transfer occurred on or before October 31, 2010.

(4) Despite paragraph 6.4(2)(a), a reporting insider may file an insider report required under that paragraph within 10 days of a disposition or transfer described in that paragraph if the disposition or transfer occurred on or before September October 31, 2010.

9772

M.O., 2010

Order number V-1.1-2010-08 of the Minister of Finance, April 7, 2010

Securities Act
(R.S.Q., c. V-1.1)

CONCERNING concordant regulations to Regulation 55-104 respecting insider reporting requirements and exemptions under the Securities Act

WHEREAS subparagraphs 1, 2, 3, 8, 11, 20.1, 21, 22 and 34 of section 331.1 of the Securities Act (R.S.Q., c. V-1.1) stipulate that the Autorité des marchés financiers may make regulations concerning the matters referred to in those paragraphs;

WHEREAS the third and fourth paragraphs of section 331.2 of the said Act stipulate that a draft regulation shall be published in the Bulletin de l'Autorité des marchés financiers, accompanied with the notice required under section 10 of the Regulations Act (R.S.Q., c. R-18.1) and may not be submitted for approval or be made before 30 days have elapsed since its publication;

WHEREAS the first and fifth paragraphs of the said section stipulate that every regulation made under section 331.1 must be approved, with or without amendment, by the Minister of Finance and comes into force on the date of its publication in the *Gazette officielle du Québec* or any later date specified in the regulation;

WHEREAS the following regulations have been approved by the Minister of Finance or made by the Autorité des marchés financiers:

— Regulation 11-102 respecting passport system approved by ministerial order no. 2008-04 dated March 4, 2008;

— Regulation 14-101 respecting definitions by decision no. 2001-C-0274 dated June 12, 2001;

— Regulation 55-101 respecting insider reporting exemptions approved by ministerial order no. 2005-26 dated November 30, 2005;

— Regulation 55-103 respecting insider reporting for certain derivative transactions (equity monetization) approved by ministerial order no. 2005-27 dated November 30, 2005;

— Regulation 62-103 respecting the early warning system and related take-over bid and insider reporting issues by decision no. 2003-C-0109 dated March 18, 2003;

WHEREAS the government, by order-in-council no. 660-83 of March 30, 1983, enacted the Securities Regulation (1983, *G.O.* 2, 1269);

WHEREAS there is cause to amend or repeal those regulations;

WHEREAS the following draft regulations were published in the Bulletin de l'Autorité des marchés financiers, volume 5, no. 50 of December 19, 2008:

— Regulation to amend Regulation 11-102 respecting passport system;

— Regulation to amend Regulation 14-101 respecting definitions;

— Regulation to repeal Regulation 55-101 respecting insider reporting exemptions;

— Regulation to repeal Regulation 55-103 respecting insider reporting for certain derivative transactions (equity monetization);

— Regulation to amend Regulation 62-103 respecting the early warning system and related take-over bid and insider reporting issues;

WHEREAS the draft Regulation to amend the Securities Regulation was published in the Bulletin de l'Autorité des marchés financiers, volume 7, no. 3 of January 22, 2010;

WHEREAS those draft regulations were made by the Autorité des marchés financiers by decision no. 2010-PDG-0051 dated March 19, 2010;

WHEREAS there is cause to approve those regulations without amendment;

CONSEQUENTLY, the Minister of Finance approves without amendment the following regulations appended hereto:

— Regulation to amend Regulation 11-102 respecting passport system;

— Regulation to amend Regulation 14-101 respecting definitions;

— Regulation to repeal Regulation 55-101 respecting insider reporting exemptions;

— Regulation to repeal Regulation 55-103 respecting insider reporting for certain derivative transactions (equity monetization);

— Regulation to amend Regulation 62-103 respecting the early warning system and related take-over bid and insider reporting issues;

— Regulation to amend the Securities Regulation.

April 7, 2010

RAYMOND BACHAND,
Minister of Finance

Regulation to amend Regulation 11-102 respecting passport system*

Securities Act
(R.S.Q., c. V-1.1, s. 331.1, par. (20.1))

1. Appendix D of Regulation 11-102 respecting Passport System is amended:

* Regulation 11-102 respecting Passport System, approved by Ministerial Order No. 2008-04 dated March 4, 2008 (2008, *G.O.* 2, 787), was amended solely by the regulation to amend this regulation approved by Ministerial Order No. 2009-03 dated September 9, 2009 (2009, *G.O.* 2, 4731A).

(1) by replacing the rows that refer to Regulation 55-103 respecting Insider Reporting for Certain Derivative Transactions (Equity Monetization) with the following:

Provision	BC	AB	SK	MB	Que	NS	NB	PEI	NL	YK	NWT	Nun	ON
Insider reporting requirements							Regulation 55-104 (except as noted below)						Regulation 55-104 (except as noted below)
Primary insider reporting requirement							Part 3 of Regulation 55-104						s.107

(2) by replacing all of the rows under the subheading “Insider Reporting” with the following:

Provision	BC	AB	SK	MB	Que	NS	NB	PEI	NL	YK	NWT	Nun	ON
Insider Reporting													
Insider reporting requirements	s. 87	s. 182	s. 116	s. 109	s. 89.3, 96 to 98	s. 113	s.135	s. 1 of Local Rule 55-501	s. 108	s. 1 of Local Rule 55-501	s. 2 of Local Rule 55-501	s.1 of Local Rule 55-501	s. 107

2. Appendix E of the Regulation is amended by replacing “- Regulation 55-103 respecting Insider Reporting for Certain Derivative Transactions (Equity Monetization) approved by Ministerial Order no. 2005-27 dated December 14, 2005;” with “- Regulation 55-104 respecting Insider Reporting Requirements and Exemptions approved by Ministerial Order no. 2010-07 dated April 7, 2010;”.

3. This Regulation comes into force on April 30, 2010.

Regulation to amend Regulation 14-101 respecting definitions*

Securities Act
(R.S.Q., c. V-1.1, s. 331.1, par. (34))

1. Paragraph (3) of Section 1.1 of Regulation 14-101 respecting Definitions is amended by replacing the definition of “insider reporting requirement” with the following:

““insider reporting requirement” means

(a) a requirement to file insider reports under Parts 3 and 4 of Regulation 55-104 respecting Insider Reporting Requirements and Exemptions;

(b) a requirement to file insider reports under any provisions of Canadian securities legislation substantially similar to Parts 3 and 4 of Regulation 55-104 respecting Insider Reporting Requirements and Exemptions approved by Ministerial Order No. 2010-07 dated April 7, 2010; and

(c) a requirement to file an insider profile under National Instrument 55-102 System for Electronic Disclosure by Insiders (SEDI) adopted by the Commission des valeurs mobilières du Québec pursuant to decision no. 2003-C-0069 dated March 3, 2003.”.

2. This Regulation comes into force on April 30, 2010.

Regulation to repeal Regulation 55-101 respecting insider reporting exemptions*

Securities Act
(R.S.Q., c. V-1.1, s. 331.1, par. (1), (2), (3), (11), (20.1) and (34))

1. Regulation 55-101 respecting Insider Reporting Exemptions is repealed.

2. This Regulation comes into force on April 30, 2010.

* National Instrument 14-101, Definitions, adopted on June 12, 2001 pursuant to decision No. 2001-C-0274 and published in the Supplement to the Bulletin of the Commission des valeurs mobilières du Québec, vol. 32, No. 27, dated July 29, 2001, was amended solely by regulations to amend this regulation approved by Ministerial Orders No. 2008-06 dated March 4, 2008 (2008, G.O. 2, 726) and No. 2009-03 dated September 9, 2009 (2009, G.O. 2, 4731A).

* Regulation 55-101 respecting Insider Reporting Exemptions, approved by Ministerial Order No. 2005-26 dated on November 30, 2005 (2005, G.O. 2, 5234), was amended solely by the regulation to amend this regulation approved by Ministerial Order No. 2007-06 dated August 23, 2007 (2007 G.O. 2, 2504).

Regulation to repeal Regulation 55-103 respecting insider reporting for certain derivative transactions (equity monetization)*

Securities Act

(R.S.Q., c. V-1.1, s. 331.1, par. (1), (2), (3), (11), (20.1) and (34))

1. Regulation 55-103 respecting Insider Reporting for Certain Derivative Transactions (Equity Monetization) is repealed.

2. This Regulation comes into force on April 30, 2010.

Regulation to amend Regulation 62-103 respecting the early warning system and related take-over bid and insider reporting issues*

Securities Act

(R.S.Q., c. V-1.1, s. 331.1, par. (1), (8), (11), (21), (22) and (34))

1. Paragraph (1) of section 1.1 of Regulation 62-103 respecting The Early Warning System and Related Take-Over Bid and Insider Reporting Issues is amended:

(1) by adding the following definition after the definition of “private mutual fund”:

““related financial instrument” has the meaning ascribed to that term in Regulation 55-104 respecting insider Reporting Requirements and Exemptions approved by Ministerial Order no. 2010-07 dated April 7, 2010;”;

(2) by adding the following definition after the definition of “securityholding percentage”:

““significant change in a related financial instrument position” means, in relation to an entity and a related financial instrument that involves, directly or indirectly,

* Regulation 55-103 respecting Insider Reporting for Certain Derivative Transactions (Equity Monetization), approved by Ministerial Order No. 2005-27 dated November 30, 2005 (*G.O. 2, 5239*), has not been amended since its approval.

* Regulation 62-103 respecting the Early Warning System and Related Take-over Bid and Insider Reporting Issues, adopted on March 18, 2003 pursuant to decision No. 2003-C-0109 and published in the Supplement to the Bulletin of the Commission des valeurs mobilières du Québec, volume 34, No. 19, dated May 16, 2003, was amended by the regulations to amend this regulation approved by Ministerial Orders No. 2005-04 dated May 19, 2005 (2005, *G.O. 2, 1496*), No. 2005-22 dated August 17, 2005 (2005, *G.O. 2, 3643*) and No. 2008-03 dated January 22, 2008 (2008, *G.O. 2, 561*).

a security of a reporting issuer, any change in the entity’s interest in, or rights or obligations associated with, the related financial instrument if the change has a similar economic effect to an increase or decrease in the entity’s securityholding percentage in a class of voting or equity securities of the reporting issuer by 2.5 percent or more;”.

2. Section 9.1 of the Regulation is amended:

(1) in paragraph (1):

(a) by replacing, in the opening sentence, “(3) and (4),” with “(3), (3.1) and (4),”;

(b) by replacing, in subparagraph (a) of the French text, the words “pourcentage actuel de participation” with the words “pourcentage de participation actuel”;

(c) by adding the following subparagraph after subparagraph (a):

“(a.1) the report referred to in paragraph (a) discloses, in addition to any other required disclosure,

(i) the eligible institutional investor’s interest in any related financial instrument involving a security of the reporting issuer that is not otherwise reflected in the current securityholding percentage of the eligible institutional investor; and

(ii) the material terms of the related financial instrument;”;

(2) by adding the following subsection after paragraph (3):

“(3.1) Despite subsection (1), an eligible institutional investor that is filing reports under the early warning requirements or Part 4 for a reporting issuer may rely upon the exemption contained in subsection (1) only if the eligible institutional investor treats a significant change in a related financial instrument position as a change in a material fact for the purposes of securities legislation pertaining to the early warning requirements or section 4.6 of this Regulation.”.

3. Appendix A of the Regulation is amended:

(1) by replacing “Clause 1(b.1)(iii) of the *Securities Act* (Prince Edward Island)” with “Subclause (iii) of the definition of “distribution” contained in clause 1(k) of the *Securities Act* (Prince Edward Island)”;

(2) by adding the following after “(Newfoundland)”:

“NORTHWEST TERRITORIES Paragraph (c) of the definition of “distribution” contained in subsection 1(1) of the *Securities Act* (Northwest Territories)”;

(3) by adding the following after “(Saskatchewan)”:

“YUKON TERRITORY Paragraph (c) of the definition of “distribution” contained in subsection 1(1) of the *Securities Act* (Yukon Territory)”.

4. Appendix D of the Regulation is amended:

(1) opposite the words “PRINCE EDWARD ISLAND”, by replacing “Sections 1.8 and 1.9 of Regulation 62-104 respecting Take-Over Bids and Issuer Bids” and substituting “Section 11 of the Securities Act (Prince Edward Island) and sections 1.8 and 1.9 of Regulation 62-104 respecting Take-Over Bids and Issuer Bids”;

(2) opposite the words “NORTHWEST TERRITORIES”, by replacing “Sections 1.8 and 1.9 of Regulation 62-104 respecting Take-Over Bids and Issuer Bids” with “Section 11 of the Securities Act (Northwest Territories) and sections 1.8 and 1.9 of Regulation 62-104 respecting Take-Over Bids and Issuer Bids”;

(3) opposite the words “YUKON TERRITORY”, by replacing “Sections 1.8 and 1.9 of Regulation 62-104 respecting Take-Over Bids and Issuer Bids” with “Section 11 of the Securities Act (Yukon Territory) and sections 1.8 and 1.9 of Regulation 62-104 respecting Take-Over Bids and Issuer Bids”.

5. This Regulation comes into force on April 30, 2010.

Regulation to amend the Securities Regulation*

Securities Act
(R.S.Q., c. V-1.1, s. 331.1, pars. (1), (2), (8),
(11) and (20.1))

1. Sections 171 to 174 of the Securities Regulation are repealed.

2. This Regulation comes into force on April 30, 2010.

9773

* The Securities Regulation, enacted by Order-in-Council No. 660-83 dated March 30, 1983 (1983, *G.O.* 2, 1269), was last amended by the Regulation approved by Ministerial Order No. 2009-05 dated September 9, 2009 (2009, *G.O.* 2, 3362A). For previous amendments, refer to the *Tableau des modifications et Index sommaire*, Éditeur officiel du Québec, 2009, updated to November 1, 2009.

Draft Regulations

Notice

An Act respecting collective agreement decrees
(R.S.Q., c. D-2)

Cartage industry – Québec — Amendments

Notice is hereby given, in accordance with section 5 of the Act respecting collective agreement decrees (R.S.Q., c. D-2), that the Minister of Labour received from the contracting parties an application to amend the Decree respecting the cartage industry in the Québec region (R.R.Q., c. D-2, r.3) and that, in accordance with sections 10 and 11 of the Regulations Act (R.S.Q., c. R-18.1), the draft Decree to amend the Decree respecting the cartage industry in the Québec region, appearing below, may be made by the Government on the expiry of 45 days following this publication.

The draft Decree increases the minimum hourly rate for the various employment categories for the years 2010, 2011 and 2012.

The consultation period will specify the extent of the impact of the amendments applied for. According to the 2009 annual report of the Comité paritaire du camionnage du district de Québec, 145 employers, and 636 employees are subject to Part I of the Decree.

“**7.01.** The minimum hourly rate is established as follows, as of (*enter the date of coming into force of this Decree*), for each of the employment categories determined below:

	Employment category	Hiring rate	After 6 months	After 12 months	After 24 months
1.	Helper	\$9.97	\$10.60	\$11.02	\$12.07
2.	Labourer	\$9.97	\$10.60	\$11.02	\$12.07
3.	Assistant-mechanic	\$12.07	\$13.12	\$13.65	\$14.70
4.	Driver Class A	\$11.55	\$11.55	\$11.55	\$11.55
4.1.	Driver Class B	\$12.07	\$13.12	\$13.65	\$14.70
5.	Road-train driver	\$14.17	\$15.22	\$15.75	\$16.80
6.	Truck driver	\$12.60	\$13.65	\$14.17	\$15.22
7.	Tractor semi-trailer driver	\$13.12	\$14.17	\$14.70	\$15.75
8.	Tank-truck driver	\$13.12	\$14.17	\$14.70	\$15.75
9.	Tank-trailer driver	\$14.70	\$15.75	\$16.27	\$17.32
10.	Float driver	\$13.65	\$14.70	\$15.22	\$16.27

Further information may be obtained by contacting:

Patrick Bourassa
Direction des politiques du travail
Ministère du Travail, 200, chemin Sainte-Foy, 5^e étage
Québec (Québec) G1R 5S1
Telephone: 418 528-9738
Fax: 418 644-6969
E-mail: patrick.bourassa@travail.gouv.qc.ca

Any person wishing to comment on the draft Decree is requested to submit written comments within the 45-day period to the Deputy Minister of Labour, 200, chemin Sainte-Foy, 6^e étage, Québec (Québec) G1R 5S1.

JOCELIN DUMAS,
Deputy Minister of Labour

Decree to amend the Decree respecting the cartage industry in the Québec region

An Act respecting collective agreement decrees
(R.S.Q., c. D-2, ss. 2 and 6.1)

1. The Decree respecting the cartage industry in the Québec region (c. D-2, r.3) is amended by replacing sections 7.01 and 7.02 by the following:

	Employment category	Hiring rate	After 6 months	After 12 months	After 24 months
11.	Loading machinery operator	\$12.07	\$12.91	\$13.33	\$14.17
12.	Dockman	\$9.97	\$10.60	\$11.02	\$12.07
13.	Mechanic	\$15.22	\$16.27	\$16.80	\$17.85
14.	Packer	\$9.97	\$10.60	\$11.02	\$12.07
15.	Snow removal vehicle driver	\$14.17	\$15.22	\$15.75	\$16.80
16.	Welder	\$15.22	\$16.27	\$16.80	\$17.85.

The hourly rates provided for in the first paragraph and section 7.02 and the rates provided for in section 7.03 are increased by 3% as of (*insert the date of the first anniversary following the date of coming into force of this Decree*) and by 3% as of (*insert the date of the second anniversary following the date of coming into force of this Decree*).

7.02. The minimum hourly rate for office clerks is the following, as of (*enter the date of coming into force of this Decree*):

Hiring rate	After 6 months	After 12 months	After 24 months
\$11.02	\$11.81	\$12.60	\$14.17

2. Section 7.03 is amended by replacing paragraph 2 by the following:

“(2) a driver receives for each kilometre travelled, as of (*enter the date of coming into force of this Decree*):

Hiring rate	After 6 months	After 12 months	After 24 months
\$0.17	\$0.18	\$0.19	\$0.21

3. This Decree comes into force on the date of its publication in the *Gazette officielle du Québec*.

9770

Draft Regulation

An Act respecting health services and social services (R.S.Q., c. S-4.2)

Certification of drug addiction or pathological gambling resources

Notice is hereby given, in accordance with sections 10 and 11 of the Regulations Act (R.S.Q., c. R-18.1), that the Regulation respecting the certification of drug addiction or pathological gambling resources, appearing below, may be made by the Government on the expiry of 45 days following this publication.

The draft Regulation first determines that resources in drug addiction or pathological gambling are covered by Subdivision 2.1 of Division II of Chapter I of Title 1 of Part III of the Act respecting health services and social services, which requires certain resources offering lodging to obtain a certificate of compliance.

Resources in the field of drug addiction or pathological gambling are defined in the draft Regulation as places that offer residential services and support services of various kinds, including therapy, social reintegration, assistance and support in recovering from an intoxication, or assistance and support in disintoxication, through individual or group interventions in the field of drug addiction or pathological gambling, as the case may be.

The draft Regulation also sets the requirements for obtaining a certificate of compliance, which are intended to ensure that safe, high-quality services in an acceptable living environment are provided to the persons to whom the resources are intended.

The draft Regulation will have no impact on the public and on enterprises, including small and medium-sized businesses.

Further information may be obtained by contacting Paul Roberge, Service des toxicomanies et des dépendances, 1075, chemin Sainte-Foy, Québec (Québec) G1S 2M1; telephone: 418 266-6834; fax: 418 266-6854; e-mail: paul.roberge@msss.gouv.qc.ca

Any person wishing to comment on the draft Regulation is requested to submit written comments within the 45-day period to the Minister of Health and Social Services, 1075, chemin Sainte-Foy, 15^e étage, Québec (Québec) G1S 2M1.

YVES BOLDUC,
*Minister of Health and
Social Services*

LISE THÉRIAULT,
*Minister for
Social Services*

Regulation respecting the certification of drug addiction or pathological gambling resources

An Act respecting health services and social services (R.S.Q., c. S-4.2, ss. 346.0.6 and 346.0.21)

DIVISION 1 RESOURCES CONCERNED

1. Subdivision 2.1 of Division II of Chapter I of Title 1 of Part III of the Act respecting health services and social services (R.S.Q., c. S-4.2) applies to any resource in drug addiction or pathological gambling that offers lodging.

Such a resource is a place that offers residential services and support services of various kinds, including therapy, social reintegration, assistance and support in recovering from an intoxication, and assistance and support in disintoxication, through individual or group interventions in the field of drug addiction or pathological gambling.

2. Only a legal person may operate a drug addiction or pathological gambling resource.

3. The services in the field of drug addiction or pathological gambling must be offered by the operator as part of a program mainly designed to serve clients with a dominant drug addiction or pathological gambling problem.

If an operator offers services to more than one type of client, the operator must group the services offered under that program in a separate unit and may hold the certificate of compliance referred to in section 346.0.3 of the Act only in respect of that program.

4. For the purposes of this Regulation, persons working as volunteers within a resource are considered staff members of that resource.

1. General

5. The operator of a drug addiction or pathological gambling resource must treat residents with courtesy, fairness and understanding, and with respect for their dignity, autonomy and needs.

6. Drug addiction or pathological gambling activities must be part of an intervention program that relies on an intervention approach or model recognized in the field.

7. The physical layout of the resource must facilitate activities and make the environment welcoming and functional.

Mixed occupation by men and women, persons of full age and minors is prohibited in the resource's bedrooms, dormitories or sanitary facilities, and any close contact that may hinder the assistance and support objectives must be avoided.

8. The bedrooms and dormitories used by residents must be a comfortable place to rest and recover.

9. The operator must establish and enforce cohabitation rules.

10. The operator must adopt a residents' charter of rights and responsibilities and ensure that every resident knows of its existence and has access to it.

11. The operator must adopt a code of ethics for the resource's directors and staff members that sets out the practices and behaviours expected in their dealings with residents.

The operator must ensure that every director and staff member has read and understood the code of ethics and has undertaken, in writing, to comply with it.

12. The operator must make available to residents, on the premises, a document setting out the resource's aims and including the following elements:

(1) the resource's mission statement and intervention philosophy; and

(2) the admission criteria for clients.

These elements must be included in all information documents describing the services offered by the resource.

13. An operator must ensure that the advertising for the services offered reflects reality.

2. Operation of the resource

14. The operator's board of directors must have at least 5 members and meet at least 4 times a year.

15. The operator must hold a general meeting at least once a year.

The operator must produce an annual activity report containing at least the following elements:

- (1) the profile of the clients served;
- (2) the number of residents having received services from the resource;
- (3) the type of services provided;
- (4) the number of complaints filed by residents of the resource and a report on the follow-up to each complaint; and
- (5) the measures planned to improve the quality of the services provided to clients.

16. The operator must adopt a by-law respecting its operation and the operation of the board of directors including

- (1) the criteria for sitting on the board of directors;
- (2) the number of seats on the board of directors;
- (3) the procedure for appointing and dismissing directors, and the term of appointments;
- (4) the procedures for convening and organizing the annual meeting;
- (5) the number of meetings of the board of directors each year;
- (6) the procedure for convening meetings, the decision-making process and the quorum necessary at meetings; and
- (7) the content of the minutes of the meetings of the board of directors, which must describe the decisions made, and proof that the minutes have been approved by the board of directors.

17. The operator must establish and apply a procedure to assess its services.

The operator must also establish and apply a procedure for processing complaints including

(1) the possibility for any resident of filing a complaint verbally or in writing;

(2) the designation of a person responsible for examining complaints;

(3) the referral of residents finding it difficult to file their complaint to resources able to provide support;

(4) the sending of an acknowledgement of receipt of a complaint within 48 hours;

(5) the processing of complaints within 21 days of receipt, except on serious grounds specified in writing;

(6) a requirement to give reasons for all decisions made in response to a complaint; and

(7) a requirement to inform the resident of the other recourses available, if applicable.

The operator must inform all residents of their right to file a complaint, and post the information relating to the exercise of that right in an accessible place.

18. The operator must, before providing services, have a consent form signed by the person who intends to use the services or the person's legal representative.

The form must indicate that the person or the person's legal representative has, before receiving services, received information on

- (1) the residents' rights and responsibilities;
- (2) the approach used by the operator;
- (3) the type and duration of the services proposed;
- (4) the conditions for a residential stay;
- (5) the cost of all the services and the method of payment;
- (6) the rules governing a residential stay; and
- (7) the code of ethics for directors and staff members.

19. The operator must draw up an organizational chart.

20. The operator must designate the person responsible for coordinating and assessing the intervention team.

The person must meet one of the following conditions:

(1) have, as provided for in the Schedule, eligible university training in intervention or human resources management or an attestation to the person's diploma or training equivalence, and have a minimum of 3 years relevant experience in the field of drug addiction or pathological gambling;

(2) have, as provided for in the Schedule, eligible collegial training in intervention or human resources management, as well as a university certificate in addiction counselling, or attestations to the person's diploma or training equivalence, and have a minimum of 5 years relevant experience in the field of drug addiction and pathological gambling; or

(3) hold an addiction counselling certificate awarded by a recognized university or an attestation to the person's diploma or training equivalence, and have a minimum of 7 years relevant experience in the field of drug addiction or pathological gambling.

21. The operator must keep and update a file on each staff member, including a description of the tasks and qualifications, and the professional supervision required.

The file must also include a description of the training and upgrading activities required from staff members and of the activities actually completed.

22. The operator must ensure that professional supervision of case workers by a person meets one of the following conditions:

(1) have, as provided for in the Schedule, eligible university training in intervention or an attestation to the person's diploma or training equivalence, and have a minimum of 3 years relevant experience in the field of drug addiction or pathological gambling; or

(2) hold a post-graduate university degree in drug addiction or an attestation to the person's diploma or training equivalence and have a minimum of 3 years relevant experience in the field of drug addiction or pathological gambling.

23. The operator must ensure that at least 75% of all full-time case workers have

(1) eligible university training in intervention, as provided for in the Schedule, or an attestation to the person's diploma or training equivalence;

(2) a university addiction counselling certificate or an attestation to the person's diploma or training equivalence; or

(3) eligible collegial training in intervention as provided for in the Schedule or an attestation to the person's diploma or training equivalence.

24. The operator must ensure that each case worker has received training on the intervention program offered by the operator.

The operator must also encourage case workers to participate in professional development or skills upgrading activities related to the intervention program offered by the operator.

25. The operator must establish and apply a written reception and integration procedure for new residents and new staff members.

3. Requirements

26. The services offered for remuneration by the operator must be offered in accordance with the Consumer Protection Act (R.S.Q., c. P-40.1).

27. The operator must ensure

(1) that the operator's retail or restaurant activities, or supply of services for remuneration, do not jeopardize the residents' health or safety because of a failure to comply with the Food Products Act (R.S.Q., c. P-29) or a regulation thereunder;

(2) that the residents' health or safety is not jeopardized by being housed by the operator in a building that does not meet the standards contained in a by-laws on hygiene, sanitation, security or construction of the municipality where the operator's residence is located; and

(3) that the residents' health and safety is not jeopardized by being housed by the operator in a building that does not meet the standards of the Public Buildings Safety Act (R.S.Q., c. S-3) or the Building Act (R.S.Q., c. B-1.1), or of a regulation thereunder.

28. The operator must ensure that the place where the operator conducts activities is in a state that ensures the physical safety of residents.

The operator must, in addition, establish and apply a maintenance plan for the operator's buildings and facilities.

29. The operator must establish and keep updated an evacuation plan for emergencies.

4. Insurance

30. The operator must have and maintain liability insurance in a sufficient amount to cover the operator against any claim resulting from the operator's civil or professional liability.

The operator must also have and maintain separate insurance covering the liability of the operator's directors and officers.

31. The building in which the operator conducts activities must be insured.

5. Resident files

32. The operator must keep up to date, for each resident, a complete file containing, in particular,

- (1) information on the resident's identity;
- (2) the contact information of a relative or friend that may be contacted in an emergency, if the resident is a minor, of a parent or tutor;
- (3) a personalized assessment of the resident's condition and situation;
- (4) the service contract and the resident's written consent to the services;
- (5) written authorization from the resident allowing the operator to release any information on the resident;
- (6) any information on the resident received from other persons or organizations authorized by the resident to forward information;
- (7) the intervention plan prepared for the resident;
- (8) notes concerning the resident's progress during the stay;
- (9) a summary of the resident's stay, including recommendations on follow-up;
- (10) a suicide risk assessment conducted at the resident's arrival and departure; and
- (11) the resident's written consent to nursing and medical care.

33. The operator must appoint a person responsible for the custody, consultation, conservation and management of files.

34. Case workers must sign and date any note added to a resident's file.

35. The operator must protect the confidentiality of the personal information held and provide access in accordance with the Act respecting the protection of personal information in the private sector (R.S.Q., c. P-39.1).

36. The operator must establish a file management procedure that includes measures to ensure confidentiality and to permit access by residents.

The operator must, in addition, establish a procedure for the archiving and destruction of files that provides in particular for their conservation for a minimum of 5 years.

6. Health and safety of residents

37. The operator must complete, in accordance with recognized practices, a personalized assessment of each new resident.

38. The operator must draw up an individualized intervention plan for each resident, including, in particular,

- (1) the target objectives, the methods to be used in meeting the objectives, and a timeframe for meeting the objectives;
- (2) details on participation by the resident and, if applicable, by the resident's immediate circle, in the drafting and revision of the intervention plan;
- (3) the revision of the intervention plan for a stay that extends beyond 3 months; and
- (4) the name of the case worker responsible for the intervention plan and, if applicable, the follow-up plan established with community organizations.

39. The operator must, in accordance with recognized practices, assess the suicide risk of each resident when admitted and prior to departure.

40. The operator must ensure that appropriate follow-up measures are recommended for each resident prior to departure.

41. The operator must maintain a ratio of at least one case worker for every fifteen residents on every work shift.

42. The operator must establish and apply safety measures that take into account the type of clients and the environment in which the operator provides services.

43. Outside the hours of program activities, staff members must actively monitor residents in a way adapted to the type of clients and the environment surrounding the residents.

44. The operator must ensure that every new resident has been the subject of a medical assessment in the 7 days prior to admission, or will be so assessed in the 7 days following admission.

45. The operator must have a protocol for intervention in crisis and emergency situations and ensure that every staff member know the protocol and has the skills to apply it.

46. The operator must define a procedure for medical emergencies and inform staff members of the procedure.

The operator must provide a complete, easily accessible and properly stored first-aid kit.

47. The operator must ensure that a staff member with training in first aid and resuscitation is present on the premises at all times.

48. The operator must draw up and apply a procedure for the management of infectious biomedical waste, with assistance from a pharmacist, and make it known to staff members.

49. The operator must establish and apply hygiene and sanitation measures to prevent contagion, infection and contamination.

7. Food and medication

50. The operator must, if meals are provided for residents, offer varied menus in accordance with *Canada's Food Guide to Healthy Eating*.

A staff member is responsible for meal preparation.

51. The operator must draw up and apply a protocol for medication management, with assistance from a pharmacist under a written agreement, and establish control mechanisms.

The protocol defines measures to be taken upon a resident's admission and departure, and specifies procedures for the storage, conservation, preparation and distribution of medication, as well as management measures for outdated medication.

52. The operator must designate a person responsible for applying the protocol for medication management and draw up a list of persons authorized to distribute medication.

The person must ensure that a medication distribution log is kept up to date.

53. The operator must establish and apply an admission protocol specific to a person on replacement therapy.

The protocol provides in particular that the resource must, before admitting such a person and after obtaining the person's consent, establish written agreements with the person's prescribing physician and dispensing pharmacist and, if applicable, with the psychosocial worker monitoring the person, setting out the terms and conditions on which the person may continue that treatment during the rehabilitation stay.

54. The operator must draw up and apply a procedure for the management of replacement medication that defines measures for the control, reception and return of the product, safe storage and distribution conditions, and the measures to be taken if a resident on replacement therapy leaves precipitately.

The procedure must be validated by a health professional.

55. The staff members responsible for applying the protocol provided for in section 53 must have received specific training from the Institut national de santé publique du Québec on the management and monitoring of clients on replacement therapy that is suited to their profile.

8. Particularities and exemptions

56. Section 44 does not apply to the operator of a resource that offers only reintegration support services when admitting a person who has just completed a stay in another resource in the field of drug addiction or pathological gambling, provided there is no interruption in the services provided.

57. The operator of a resource referred to in section 56 must maintain a ratio of at least one case worker for every twenty residents on each work shift.

58. The operator of a resource offering a disintoxication support program must ensure that the severity of a new resident's withdrawal is assessed by qualified personnel, in accordance with recognized practices, in the 24 hours prior to or following admission.

59. The operator of a resource that specifically caters to clients with concurrent drug addiction and mental health disorders must ensure that all staff members are trained to intervene adequately with residents under a training program recognized in the field.

The operator must also ensure that at least one staff member is qualified to provide support to the intervention team for clients with mental health disorders.

In addition, the operator must, for prevention purposes, draw up a crisis intervention plan for every resident that is suited to the resident's state of mental health.

60. An operator referred to in section 15 or 16 of the Act to amend the Act respecting health services and social services with regard to the certification of certain resources offering lodging to vulnerable clientele (S.Q., 2009, c. 46) must comply with section 23 of this Regulation within 6 years after first obtaining a certificate pursuant to the Act.

Despite the foregoing, the operator must be able to demonstrate, when the application for a certificate is evaluated, that at least 50% of the operator's staff is enrolled in training provided for in section 23 and will graduate within 3 years.

61. This Regulation comes into force on 30 June 2010.

SCHEDULE

LIST OF ADMISSIBLE TRAINING PROGRAMS

1. Intervention

(a) college level

- Nursing
- Special care counselling
- Social service
- Youth and adult correctional intervention

(b) university level

- Special education
- Criminology
- Psycho-education
- Psychology
- Counselling
- Social service or social work
- Sexology
- Sociology
- Nursing
- Drug addiction

2. Human resources management

(a) college level

- Administrative techniques

(b) university level

- Administration
- Health administration
- Public administration
- Human resources management in the workplace
 - Human resources management
 - Management
 - MBA
 - Industrial or labour relations
 - Commerce
 - Administration

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Abbreviations : **A**: Abrogated, **N**: New, **M**: Modified

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