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Laws and Regulations

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Summary

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Regulation respecting the *Gazette officielle du Québec*, section 4

Part 2 shall contain:

(1) Acts assented to;

(2) proclamations and Orders in Council for the coming into force of Acts;

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M.O., 2020

Order number 2020-15 of the Minister of Transport dated 3 August 2020

Highway Safety Code
(chapter C-24.2)

Suspension of the obligation of a municipality to indicate, by means of proper signs or signals, the zones where free play is permitted under its by-laws

THE MINISTER OF TRANSPORT,

CONSIDERING section 633.2 of the Highway Safety Code (chapter C-24.2), which provides that the Minister of Transport may, by order and after consultation with the Société de l'assurance automobile du Québec, suspend the application of a provision of 633.2 the Code or the regulations for the period specified by the Minister if the Minister considers that it is in the interest of the public and is not likely to compromise highway safety;

CONSIDERING that section 633.2 provides that the publication requirement set out in section 8 of the Regulations Act (chapter R-18.1) does not apply to an order made under section 633.2;

CONSIDERING that it is advisable to suspend the obligation of a municipality to indicate, by means of proper signs or signals, the zones where free play is permitted under its by-laws;

CONSIDERING that the Minister considers that the suspension of the obligation is in the interest of the public and is not likely to compromise highway safety;

CONSIDERING that the Société de l'assurance automobile du Québec has been consulted regarding the suspension;

ORDERS AS FOLLOWS:

1. The application of the third paragraph of section 500.2 of the Highway Safety Code (chapter C-24.2) is hereby suspended.

2. This Order comes into force on the fifteenth day following the date of its publication in the *Gazette officielle du Québec*. It is revoked on 30 June 2025.

Québec, 3 August 2020

FRANÇOIS BONNARDEL,
Minister of Transport

104562

M.O., 2020-17

Order number V-1.1-2020-17 of the Minister of Finance dated 4 August 2020

Securities Act
(chapter V-1.1)

CONCERNING the Regulation to amend Regulation 44-102 respecting Shelf Distributions

WHEREAS paragraphs 1, 3, 4.1, 6, 8, 11, 15 and 34 of section 331.1 of the Securities Act (chapter V-1.1) provide 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 provide 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 (chapter 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 provide 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 on any later date specified in the regulation;

WHEREAS the Regulation 44-102 respecting Shelf Distributions was made by the decision no. 2001-C-0201 dated 22 May 2001 (Supplément au Bulletin de la Commission des valeurs mobilières du Québec, vol. 32, no. 22 of 1 June 2001);

WHEREAS there is cause to amend this regulation;

WHEREAS the draft Regulation to amend Regulation 44-102 respecting Shelf Distributions was published in the *Bulletin de l'Autorité des marchés financiers*, vol. 16, no. 18 of 9 May 2019;

WHEREAS the revised text of the draft Regulation to amend Regulation 44-102 respecting Shelf Distributions was published in the *Bulletin de l'Autorité des marchés financiers*, vol. 17, no. 22 of 4 June 2020;

WHEREAS the *Autorité des marchés financiers* made, on 23 June 2020, by the decision no. 2020-PDG-0041, Regulation to amend Regulation 44-102 respecting Shelf Distributions;

WHEREAS there is cause to approve this regulation without amendment;

CONSEQUENTLY, the Minister of Finance approves without amendment the Regulation to amend Regulation 44-102 respecting Shelf Distributions appended hereto.

August 4, 2020

ERIC GIRARD,
Minister of Finance

REGULATION TO AMEND REGULATION 44-102 RESPECTING SHELF DISTRIBUTIONS

Securities Act
(chapter V-1.1, s. 331.1, par. (1), (3), (4.1), (6), (8), (11), (15) and (34))

1. Section 1.1 of Regulation 44-102 respecting Shelf Distributions (chapter V-1.1, r. 17) is amended, in paragraph (1), by replacing, in the French text of paragraph (b) of the definition of the expressions "novel" and "specified derivatives", the words "titre adossé à des créances" with the words "titre adossé à des actifs".

2. Part 9 of the Regulation, including sections 9.1 and 9.2, is replaced with the following:

"**PART 9 AT-THE-MARKET DISTRIBUTIONS OF EQUITY SECURITIES UNDER SHELF**

"**9.1. Definitions**

In this Part,

"ATM prospectus" means

(a) a base shelf prospectus for an at-the-market distribution,

(b) a shelf prospectus supplement to a base shelf prospectus referred to in paragraph (a), or

(c) a shelf prospectus supplement establishing an at-the-market distribution;

"investment dealer" has the meaning ascribed to it in Regulation 31-103 respecting Registration Requirements, Exemptions and Ongoing Registrant Obligations (chapter V-1.1, r. 10);

"marketplace" has the meaning ascribed to it in Regulation 21-101 respecting Marketplace Operation (chapter V-1.1, r. 5).

"**9.2. Provisions Not Applicable to an At-the-Market Distribution**

(1) The following provisions do not apply to an issuer distributing a security under an ATM prospectus:

(a) section 7.2 of Regulation 41-101 respecting General Prospectus Requirements (chapter V-1.1, r. 14);

(b) Item 20 of Form 44-101F1 of Regulation 44-101 respecting Short Form Prospectus Distributions (chapter V-1.1, r. 16);

(c) item 8 of section 5.5.

(2) Item 8 of section 5.5 does not apply to an investment dealer acting as an underwriter in connection with a distribution of a security under an ATM prospectus.

(3) The requirement to send or deliver a prospectus under securities legislation does not apply in connection with a distribution of a security under an ATM prospectus.

"**9.3. Requirements for Issuers and Underwriters Conducting an At-the-Market Distribution**

(1) An issuer must not distribute a security under an ATM prospectus as part of an at-the-market distribution unless the following apply:

(a) a security of the same class being distributed is listed and trading on a short form eligible exchange;

(b) the security being distributed is an equity security;

(c) the security being distributed is distributed through an investment dealer acting as an underwriter in connection with the distribution;

(d) with respect to any agreement with an investment dealer referred to in paragraph (c) to distribute the security, the issuer

(i) has issued and filed a news release

(A) announcing that the issuer has entered into the agreement,

(B) indicating that an ATM prospectus has been or will be filed, and

(C) specifying where and how a purchaser of a security under the at-the-market distribution may obtain a copy of the agreement and the ATM prospectus, and

(ii) has filed a copy of the agreement;

(e) the issuer distributes the security through a marketplace;

(f) if applicable, the issuer has disclosed that the completion of the distribution would constitute a material fact or material change;

(g) the cover page of the base shelf prospectus states that it may qualify an at-the-market distribution;

(h) the ATM prospectus states in substantially the following words:

"Securities legislation in some provinces and territories of Canada provides purchasers of securities with the right to withdraw from an agreement to purchase securities and with remedies for rescission or, in some jurisdictions, revisions of the price, or damages if the prospectus, prospectus supplement, and any amendment relating to securities purchased by a purchaser are not sent or delivered to the purchaser. However, purchasers of [describe securities] distributed under an at-the-market distribution by [name of issuer] do not have the right to

withdraw from an agreement to purchase the [describe securities] and do not have remedies of rescission or, in some jurisdictions, revisions of the price, or damages for non-delivery of the prospectus, prospectus supplement, and any amendment relating to [describe securities] purchased by such purchaser because the prospectus, prospectus supplement, and any amendment relating to the [describe securities] purchased by such purchaser will not be sent or delivered, as permitted under Part 9 of Regulation 44-102 respecting Shelf Distributions.

Securities legislation in some provinces and territories of Canada further provides purchasers with remedies for rescission or, in some jurisdictions, revisions of the price or damages if the prospectus, prospectus supplement, and any amendment relating to securities purchased by a purchaser contains a misrepresentation. Those remedies must be exercised by the purchaser within the time limit prescribed by securities legislation. Any remedies under securities legislation that a purchaser of [describe securities] distributed under an at-the-market distribution by [name of issuer] may have against [name of issuer] or its agents for rescission or, in some jurisdictions, revisions of the price, or damages if the prospectus, prospectus supplement, and any amendment relating to securities purchased by a purchaser contain a misrepresentation will remain unaffected by the non-delivery of the prospectus referred to above.

A purchaser should refer to applicable securities legislation for the particulars of these rights and should consult a legal adviser.";

(i) if there has been a statement of a purchaser's rights contained in a previous version of the ATM prospectus, the issuer discloses in the current ATM prospectus a statement to the effect that, solely with regard to the at-the-market distribution, the statement of rights required to be included in the ATM prospectus, under paragraph (h), supersedes the previous statement;

(j) the ATM prospectus states:

"No underwriter of the at-the-market distribution, and no person acting jointly or in concert with an underwriter, may, in connection with the distribution, enter into any transaction that is intended to stabilize or maintain the market price of the securities or securities of the same class as the securities distributed under the ATM prospectus, including selling an aggregate number or principal amount of securities that would result in the underwriter creating an over-allocation position in the securities.";

(k) the ATM prospectus includes the certificates required under Part 5 of Regulation 41-101 respecting General Prospectus Requirements (chapter V-1.1, r. 14), or other securities legislation in the form required under section 9.5 or 9.6, as applicable;

(l) if the issuer is an investment fund, the ATM prospectus includes a statement that the at-the-market distribution will be conducted in accordance with paragraph 9.3(2)(a) of Regulation 81-102 respecting Investment Funds (chapter V-1.1, r. 39).

(2) An underwriter of an at-the-market distribution, or a person acting jointly or in concert with the underwriter, must not, in connection with the distribution, enter into any transaction that is intended to stabilize or maintain the market price of the same class of securities distributed under the at-the-market distribution, including for greater certainty, trading a security that would result in the underwriter creating an over-allocation position in that class of securities.

"**9.4. Reporting**

(1) Subject to subsection (2), for each annual and interim period of the issuer during which the issuer distributes securities under an ATM prospectus, the issuer must, within 60 days after the end of the interim period or 120 days after the end of the annual period, as applicable, file a report, disclosing

(a) the number and average price of the securities distributed under the ATM prospectus, and

(b) the aggregate gross and aggregate net proceeds raised, and the aggregate commissions paid or payable, under the ATM prospectus during the annual or interim period, as applicable.

(2) Subsection (1) does not apply if, in each of its filed interim financial reports, annual financial statements, and management discussion and analysis, for the interim period or year, as applicable, following the distribution, the issuer discloses

(a) the number and average price of the securities distributed under the ATM prospectus, and

(b) the aggregate gross and aggregate net proceeds raised, and the aggregate commissions paid or payable, under the ATM prospectus during the annual or interim period, as applicable.

"**9.5. Form of Certificates – Base Shelf Prospectus Establishing an At-the-Market Distribution**

(1) If a base shelf prospectus establishes an at-the-market distribution, an issuer certificate form required under paragraph 9.3(1)(k) must state the following:

"This short form prospectus, together with the documents incorporated in this prospectus by reference, will, as of the date of a particular distribution of securities under the prospectus, constitute full, true and plain disclosure of all material facts relating to the securities offered by this prospectus and the supplement as required by the securities legislation of [insert name of each jurisdiction in which qualified].".

(2) If a base shelf prospectus establishes an at-the-market distribution, an underwriter certificate form required under paragraph 9.3 (1)(k) must state the following:

"To the best of our knowledge, information and belief, this short form prospectus, together with the documents incorporated in this prospectus by reference, will, as of the date of a particular distribution of securities under the prospectus, constitute full, true and plain disclosure of all material facts relating to the securities offered by this prospectus and the supplement as required by the securities legislation of [insert name of each jurisdiction in which qualified].".

(3) For an amendment to a base shelf prospectus that includes the form of certificates required under subsections (1) and (2), if the amendment does not restate the base shelf prospectus,

(a) the issuer certificate form must state the following:

"The short form prospectus dated [insert date] as amended by this amendment, together with the documents incorporated in this prospectus by reference, will, as of the date of a particular distribution of securities under the prospectus, constitute full, true and plain disclosure of all material facts relating to the securities offered by this prospectus and the supplement as required by the securities legislation of [insert name of each jurisdiction in which qualified].", and

(b) the underwriter certificate form must state the following:

"To the best of our knowledge, information and belief, the short form prospectus dated [insert date] as amended by this amendment, together with the documents incorporated in this prospectus by reference, will, as of the date of a particular distribution of securities under the prospectus, constitute full, true and plain disclosure of all material facts relating to the securities offered by this prospectus and the supplement as required by the securities legislation of [insert name of each jurisdiction in which qualified].".

(4) For an amended and restated base shelf prospectus, in respect of a base shelf prospectus that includes the certificates required under subsections (1) and (2),

(a) the issuer certificate form must state the following:

"This amended and restated short form prospectus, together with the documents incorporated in this prospectus by reference, will, as of the date of a particular distribution of securities under the prospectus, constitute full, true and plain disclosure of all material facts relating to the securities offered by this prospectus and the supplement as required by the securities legislation of [insert name of each jurisdiction in which qualified].", and

(b) the underwriter certificate form must state the following:

"To the best of our knowledge, information and belief, this amended and restated short form prospectus, together with the documents incorporated in this prospectus by reference, will, as of the date of a particular distribution of securities under the prospectus, constitute full, true and plain disclosure of all material facts relating to the securities offered by this prospectus and the supplement as required by the securities legislation of [insert name of each jurisdiction in which qualified].".

"**9.6. Form of Certificates – Shelf Prospectus Supplement Establishing an At-the Market Distribution**

(1) If the form of certificate required under subsection 9.5(1) was not included in the corresponding base shelf prospectus, the issuer certificate form required under paragraph 9.3(1)(k) must, in a shelf prospectus supplement that establishes an at-the-market distribution, state the following:

"The short form prospectus, together with the documents incorporated in the prospectus by reference, as supplemented by the foregoing, will, as of the date of a particular distribution of securities under the prospectus, constitute full, true and plain disclosure of all material facts relating to the securities offered by the prospectus and the supplement as required by the securities legislation of [insert name of jurisdiction in which qualified].".

(2) If the form of certificate required under subsection 9.5(2) was not included in the corresponding base shelf prospectus, the underwriter certificate form required under paragraph 9.3(1)(k) must, in a shelf prospectus supplement that establishes an at-the-market distribution, state the following:

"To the best of our knowledge, information and belief, the short form prospectus, together with the documents incorporated in the prospectus by reference, as supplemented by the foregoing, will, as of the date of a particular distribution of securities under the prospectus, constitute full, true and plain disclosure of all material facts relating to the securities offered by the prospectus and the supplement as required by the securities legislation of [insert name of jurisdiction in which qualified].".

(3) For an amendment to a shelf prospectus supplement that includes the certificates required under subsections (1) and (2), if the amendment does not restate the shelf prospectus supplement,

(a) the issuer certificate form must state the following:

"The short form prospectus, together with the documents incorporated in the prospectus by reference, as supplemented by the foregoing as it amends the shelf prospectus supplement dated [insert date], will, as of the date of a particular distribution of securities under the prospectus, constitute full, true and plain disclosure of all material facts relating to the securities offered by the prospectus and the supplement as required by the securities legislation of [insert name of jurisdiction in which qualified].", and

(b) the underwriter certificate form must state the following:

"To the best of our knowledge, information and belief, the short form prospectus, together with the documents incorporated in the prospectus by reference, as supplemented by the foregoing as it amends the shelf prospectus supplement dated [insert date], will, as of the date of a particular distribution of securities under the prospectus, constitute full, true and plain disclosure of all material facts relating to the securities offered by the prospectus and the supplement as required by the securities legislation of [insert name of jurisdiction in which qualified].".

(4) For an amended and restated shelf prospectus supplement in respect of a shelf prospectus supplement that includes the certificates required under subsections (1) and (2),

(a) the issuer certificate form must state the following:

"The short form prospectus, together with the documents incorporated in the prospectus by reference, as supplemented by the foregoing, will, as of the date of a particular distribution of securities under the prospectus, constitute full, true and plain disclosure of all material facts relating to the securities offered by the prospectus and the supplement as required by the securities legislation of [insert name of jurisdiction in which qualified].", and

(b) the underwriter certificate form must state the following:

"To the best of our knowledge, information and belief, the short form prospectus, together with the documents incorporated in the prospectus by reference, as supplemented by the foregoing, will, as of the date of a particular distribution of securities under the prospectus, constitute full, true and plain disclosure of all material facts relating to the securities offered by the prospectus and the supplement as required by the securities legislation of [insert name of jurisdiction in which qualified].".".

3. The Regulation is amended by replacing, wherever they appear in the French text of section 2.6, the title of Part 4, section 4.1 and section 5.5, the words "titre adossé à des créances" with the words "titre adossé à des actifs" and the words "titres adossés à des créances" with the words "titres adossés à des actifs", and making the necessary adaptations.

4. Subparagraph (g) of paragraph (1) of section 9.3 of the Regulation, as enacted by section 2 of this Regulation, does not apply in respect of a base shelf prospectus if the prospectus was filed before 31 August 2020, and for an at-the-market distribution in respect of which the issuer applied for and obtained an exemption from the requirement to send or deliver a prospectus.

5. (1) This Regulation comes into force on 31 August 2020.

(2) In Saskatchewan, despite subsection (1), if it is filed with the Registrar of Regulations after 31 August 2020, this Regulation comes into force on the day on which it is filed with the Registrar of Regulations.

104564

M.O., 2020-18

Order number V-1.1-2020-18 of the Minister of Finance dated 3 August 2020

Securities Act
(chapter V-1.1)

CONCERNING the Regulation to amend Regulation 21-101 respecting Marketplace Operation

WHEREAS paragraphs 1, 2, 3, 9.1, 32, 32.0.1 and 34 of section 331.1 of the Securities Act (chapter V-1.1) provide 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 provide 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 (chapter 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 provide 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 on any later date specified in the regulation;

WHEREAS the Regulation 21-101 respecting Marketplace Operation was made by the decision no. 2001-C-0409 dated 28 August 2001 (Supplément au Bulletin de la Commission des valeurs mobilières du Québec, vol. 32, no. 35 of 31 August 2001);

WHEREAS there is cause to amend this regulation;

WHEREAS the draft Regulation to amend Regulation 21-101 respecting Marketplace Operation was published in the *Bulletin de l'Autorité des marchés financiers*, vol. 15, no. 20 of 24 May 2018;

WHEREAS the revised text of the draft Regulation to amend Regulation 21-101 respecting Marketplace Operation was published in the *Bulletin de l'Autorité des marchés financiers*, vol. 17, no. 22 of 4 June 2020;

WHEREAS the *Autorité des marchés financiers* made, on 23 June 2020, by the decision no. 2020-PDG-0046, Regulation to amend Regulation 21-101 respecting Marketplace Operation;

WHEREAS there is cause to approve this regulation without amendment;

CONSEQUENTLY, the Minister of Finance approves without amendment the Regulation to amend Regulation 21-101 respecting Marketplace Operation appended hereto.

3 August 2020

ERIC GIRARD,
Minister of Finance

REGULATION TO AMEND REGULATION 21-101 RESPECTING MARKETPLACE OPERATION

Securities Act
(chapter V-1.1, s. 331.1, par. (1), (2), (3), (9.1), (32), (32.0.1) and (34))

1. Section 1.1 of Regulation 21-101 respecting Marketplace Operation (chapter V-1.1, r. 5) is amended by replacing the definition of the expression "information processor" with the following:

""information processor":

(a) in every jurisdiction except for British Columbia, means any person that receives and provides information under this Regulation and has filed Form 21-101F5 and,

(b) in British Columbia, means a person that is designated as an information processor for the purposes of this Regulation;".

2. The title of Part 8 of the Regulation is replaced with the following:

"**INFORMATION TRANSPARENCY REQUIREMENTS FOR PERSONS DEALING IN UNLISTED DEBT SECURITIES**".

3. Section 8.1 of the Regulation is amended:

(1) by replacing, in paragraph (1), the words "marketplace as required by" with "marketplace, as required by";

(2) by repealing paragraph (3);

(3) by replacing, in paragraph (4), the words "broker as required by" with "broker, as required by";

(4) by replacing paragraph (5) with the following:

"(5) A person must provide to an information processor accurate and timely information regarding trades in government debt securities executed by or through the person, as required by the information processor.".

4. Section 8.2 of the Regulation is amended:

(1) by replacing paragraph (1) with the following:

"(1) A marketplace that displays orders of corporate debt securities to a person must provide to an information processor accurate and timely information regarding orders for corporate debt securities displayed by the marketplace, as required by the information processor.";

(2) by replacing paragraph (3) with the following:

"(3) A person must provide to an information processor accurate and timely information regarding trades in corporate debt securities executed by or through the person, as required by the information processor.";

(3) by repealing paragraphs (4) and (5).

5. Section 8.3 of the Regulation is amended by replacing the words "an accurate consolidated feed in real-time" with the words "accurate consolidated information on a timely basis".

6. Section 8.4 of the Regulation is amended by replacing the words "marketplace, inter-dealer bond broker or dealer" with the word "person".

7. Section 14.4 of the Regulation is amended:

(1) by replacing paragraph (1) with the following:

"(1) An information processor for exchange-traded securities must enter into an agreement with each marketplace that is required to provide information to the information processor which states that the marketplace will

(a) provide information to the information processor in accordance with Part 7; and

(b) comply with any other reasonable requirements set by the information processor.";

(2) by replacing, in paragraph (4), the words "marketplace, inter-dealer bond broker or dealer" with the word "person";

(3) by repealing paragraphs (8) and (9).

8. Section 14.5 of the Regulation is amended, in subparagraph (ii) of paragraph (d), by replacing the word "calendar" with the words "information processor's financial".

9. Section 14.7 of the Regulation is amended by replacing the words "marketplace, inter-dealer bond broker or dealer" with the word "person".

10. Section 14.8 of the Regulation is amended:

(1) by replacing paragraph (b) with the following:

"(b) in the case of an information processor for government debt securities or corporate debt securities,

(i) the marketplaces that report orders for corporate debt securities or government debt securities to the information processor, as applicable,

(ii) the inter-dealer bond brokers that report orders for government debt securities to the information processor,

(iii) the persons that report trades in corporate debt securities or government debt securities to the information processor, as applicable,

(iv) when trades in each corporate debt security or government debt security, as applicable, must be provided to the information processor by a person,

(v) when the information provided to the information processor will be publicly disseminated by the information processor, and

(vi) the cap on the displayed volume of trades for each corporate debt security or government debt security, as applicable,";

(2) by adding, after subparagraph (d), the following:

"(e) a list of the types of data elements relating to the order and trade information required to be provided under Part 7 or Part 8 of this Regulation."

Coming into force

11. (1) This Regulation comes into force on 31 August 2020.

(2) In Saskatchewan, despite subsection (1), if this Regulation is filed with the Registrar of Regulations after 31 August 2020, this Regulation comes into force on the day on which it is filed with the Registrar of Regulations.

104563

M.O., 2020-19

Order number V-1.1-2020-19 of the Minister of Finance dated 7 August 2020

Securities Act
(chapter V-1.1)

CONCERNING the Regulation to amend Regulation 21-101 respecting Marketplace Operation

WHEREAS paragraphs 1, 2, 3, 8, 9.1, 19 and 32.0.1 of section 331.1 of the Securities Act (chapter V-1.1) provide 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 provide 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 (chapter 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 provide 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 on any later date specified in the regulation;

WHEREAS the Regulation 21-101 respecting Marketplace Operation was made by the decision no. 2001-C-0409 dated 28 August 2001 (Supplément au Bulletin de la Commission des valeurs mobilières du Québec, vol. 32, no. 35 of 31 August 2001);

WHEREAS there is cause to amend this regulation;

WHEREAS the draft Regulation to amend Regulation 21-101 respecting Marketplace Operation was published in the *Bulletin de l'Autorité des marchés financiers*, vol. 16, no. 15 of 18 April 2019;

WHEREAS the revised text of the draft Regulation to amend Regulation 21-101 respecting Marketplace Operation was published in the *Bulletin de l'Autorité des marchés financiers*, vol. 17, no. 24 of 18 June 2020;

WHEREAS the *Autorité des marchés financiers* made, on 2 July 2020, by the decision no. 2020-PDG-0048, Regulation to amend Regulation 21-101 respecting Marketplace Operation;

WHEREAS there is cause to approve this regulation without amendment;

CONSEQUENTLY, the Minister of Finance approves without amendment the Regulation to amend Regulation 21-101 respecting Marketplace Operation appended hereto.

7 August 2020

ERIC GIRARD,
Minister of Finance

REGULATION TO AMEND REGULATION 21-101 RESPECTING MARKETPLACE OPERATION

Securities Act
(chapter V-1.1, s. 331.1, par. (1), (2), (3), (8), (9.1), (19) and (32.0.1))

1. Section 3.2 of Regulation 21-101 respecting Marketplace Operation (chapter V-1.1, r. 5) is amended:

(1) by replacing, in paragraph (2), "7 business days" with "15 business days";

(2) by replacing, in subparagraph (a) of paragraph (3), the word "month" with the words "calendar quarter";

(3) by adding, after paragraph (5), the following:

"(6) For the purposes of subsection (5), if information in a marketplace's Form 21-101F1 or Form 21-101F2, as applicable, has not changed since the marketplace filed its most recent Form 21-101F1 or Form 21-101F2 under subsection (5), the marketplace may incorporate that information by reference into its updated and consolidated Form 21-101F1 or Form 21-101F2.".

2. Section 4.2 of the Regulation is amended by deleting, in paragraph (1), the words "the requirements outlined in".

3. The Regulation is amended by adding, after section 4.2, the following:

"**4.3. Filing of Interim Financial Reports**

A recognized exchange and a recognized quotation and trade reporting system must file interim financial reports for each interim period, within 60 days after the end of the interim period, prepared in accordance with paragraphs 4.1(1)(a) and (b).".

4. Section 12.1 of the Regulation is amended:

(1) in paragraph (a):

(a) by replacing subparagraph (i) with the following:

"(i) adequate internal controls over those systems, and";

(b) by inserting, in subparagraph (ii) and after "information security,", "cyber resilience,";

(2) by replacing subparagraph (ii) of paragraph (b) with the following:

"(ii) conduct capacity stress tests to determine the processing capability of those systems to perform in an accurate, timely and efficient manner,";

(3) by replacing paragraph (c) with the following:

"(c) promptly notify the regulator or, in Québec, the securities regulatory authority and, if applicable, its regulation services provider, of any systems failure, malfunction, delay or security incident that is material and provide timely updates on the status of the failure, malfunction, delay or security incident, the resumption of service and the results of the marketplace's internal review of the failure, malfunction, delay or security incident, and

"(d) keep a record of any systems failure, malfunction, delay or security incident and identify whether or not it is material.".

5. Section 12.1.1 of the Regulation is amended:

(1) by replacing, in paragraph (a), the words "an adequate system of information security controls" with the words "adequate information security controls";

(2) by replacing paragraph (b) with the following:

"(b) promptly notify the regulator, or in Québec, the securities regulatory authority and, if applicable, its regulation services provider, of any security incident that is material and provide timely updates on the status of the incident, the resumption of service, where applicable, and the results of the marketplace's internal review of the security incident, and

"(c) keep a record of any security incident and identify whether or not it is material.".

6. The Regulation is amended by adding, after section 12.1.1, the following:

"**12.1.2. Vulnerability Assessments**

On a reasonably frequent basis and, in any event, at least annually, a marketplace must engage one or more qualified parties to perform appropriate assessments and testing to identify security vulnerabilities and measure the effectiveness of information security controls that assess the marketplace's compliance with paragraphs 12.1(a) and 12.1.1(a).".

7. Section 12.2 of the Regulation is amended:

(1) by replacing paragraph (1) with the following:

"(1) On a reasonably frequent basis and, in any event, at least annually, a marketplace must engage one or more qualified external auditors to conduct an independent systems review and prepare a report in accordance with established audit standards and best industry practices that assesses the marketplace's compliance with

(a) paragraph 12.1(a),

(b) section 12.1.1, and

(c) section 12.4.";

(2) by replacing subparagraph (b) of paragraph (2) with the following:

"(b) the regulator or, in Québec, the securities regulatory authority, by the earlier of

(i) the 30th day after providing the report to its board of directors or the audit committee, and

(ii) the 60th day after the report's completion.".

8. Section 12.3 of the Regulation is amended:

(1) by replacing, in subparagraph (a) of paragraphs (1) and (2), the word "and" with the word "or";

(2) by replacing, in subparagraph (a) of paragraph (3.1), "(2)(a)" with "(2)(b)".

9. Section 12.4 of the Regulation is amended by replacing, in paragraph (3), the word "marketplace" with the words "recognized exchange or quotation and trade reporting system".

10. Section 14.5 of the Regulation is replaced with the following:

"**14.5. System Requirements**

An information processor must

(a) develop and maintain

(i) adequate internal controls over its critical systems, and

(ii) adequate information technology general controls, including, without limitation, controls relating to information systems operations, information security, cyber resilience, change management, problem management, network support, and system software support,

(b) in accordance with prudent business practice, on a reasonably frequent basis and, in any event, at least annually,

(i) make reasonable current and future capacity estimates for each of its systems, and

(ii) conduct capacity stress tests of its critical systems to determine the processing capability of those systems to perform in an accurate, timely and efficient manner,

(iii) *(paragraph repealed)*,

(c) on a reasonably frequent basis and, in any event, at least annually engage one or more qualified external auditors to conduct an independent systems review and prepare a report in accordance with established audit standards and best industry practices that assesses the information processor's compliance with paragraph (a) and section 14.6,

(d) provide the report resulting from the review conducted under paragraph (c) to

(i) its board of directors or the audit committee promptly upon the report's completion, and

(ii) the regulator or, in Québec, the securities regulatory authority, by the earlier of the 30th day after providing the report to its board of directors or the audit committee and the 60th day after the report's completion,

(e) promptly notify the following of any systems failure, malfunction, delay or security incident that is material and provide timely updates on the status of the failure, malfunction, delay or security incident, the resumption of service, and the results of the information processor's internal review of the failure, malfunction, delay or security incident:

(i) the regulator or, in Québec, the securities regulatory authority;

(ii) any regulation services provider, recognized exchange or recognized quotation and trade reporting system monitoring trading of the securities about which information is provided to the information processor, and

(f) keep a record of any systems failure, malfunction, delay or security incident and identify whether or not it is material.".

11. The Regulation is amended by inserting, after section 14.5, the following:

"**14.5.1. Vulnerability Assessments**

On a reasonably frequent basis and, in any event, at least annually, an information processor must engage one or more qualified parties to perform appropriate assessments and testing to identify security vulnerabilities and measure the effectiveness of information security controls that assess the information processor's compliance with paragraph 14.5(a).".

12. Form 21-101F1 of the Regulation is amended:

(1) by replacing the paragraphs under "**EXHIBITS**" with the following:

"File all Exhibits with the Filing. For each Exhibit, include the name of the exchange or quotation and trade reporting system, the date of filing of the Exhibit and the date as of which the information is accurate (if different from the date of the filing). If any Exhibit required is inapplicable, a statement to that effect must be included instead of the Exhibit.

Except as provided below, if the filer, recognized exchange or recognized quotation and trade reporting system files an amendment to the information provided in its Filing and the information relates to an Exhibit filed with the Filing or a subsequent amendment, the filer, recognized exchange or recognized quotation and trade reporting system, must, in order to comply with subsection 3.2(1), (2) or (3) of Regulation 21-101 respecting Marketplace Operation (chapter V-1.1, r. 5), provide a description of the change and the actual or expected date of the implementation of the change, and file a complete and updated Exhibit. The filer must provide a blacklined version showing changes from the previous filing.

If the filer, recognized exchange or recognized quotation and trade reporting system has otherwise filed the information required by the previous paragraph pursuant to section 5.5 of Regulation 21-101 respecting Marketplace Operation, it is not required to file the information again as an amendment to an Exhibit. However, if supplementary material relating to a filed rule is contained in an Exhibit, an amendment to the Exhibit must also be filed.";

(2) by replacing Exhibit B with the following:

"***Exhibit B – Ownership***

In the case of an exchange or quotation and trade reporting system that is a corporation, other than an exchange or quotation and trade reporting system that is a reporting issuer, provide a list of the beneficial holders of 10% or more of any class of securities of the exchange or quotation and trade reporting system. For each listed security holder, provide the following:

1. Name.

2. Principal business or occupation and title, if any.

3. Ownership interest, including the total number of securities held, the percentage of the exchange or quotation and trade reporting system's issued and outstanding securities held, and the class or type of security held.

4. Whether the security holder has control (as interpreted in subsection 1.3(2) of Regulation 21-101 respecting Marketplace Operation).

In the case of an exchange or quotation and trade reporting system that is a partnership, sole proprietorship or other type of organization, provide a list of the registered or beneficial holders of the partnership interests or other ownership interests in the exchange or quotation and trade reporting system. For each person listed, provide the following:

1. Name.

2. Principal business or occupation and title, if any.

3. Nature of the ownership interest, including a description of the type of partnership interest or other ownership interest.

4. Whether the person has control (as interpreted in subsection 1.3(2) of Regulation 21-101 respecting Marketplace Operation).";

(3) by deleting paragraphs 4 and 5 of item 1 of Exhibit C;

(4) by deleting paragraphs 2, 5 and 6 of item 2 of Exhibit D;

(5) in Exhibit E:

(a) by deleting, in paragraph 2, ", including a description of any co-location arrangements";

(b) by deleting paragraphs 7 and 8;

(6) by replacing, wherever they appear in the French text of Exhibit F, the words "présent règlement" with the words "Règlement 21-101 sur le fonctionnement du marché";

(7) in Exhibit G:

(a) under the title "*General*":

(i) by replacing, in paragraph 1, the words "high level" with the words "high-level";

(ii) by replacing, in paragraph 2, the word "Regulation" with the words "Regulation 21-101 respecting Marketplace Operation";

(b) by replacing, in paragraph 3, under the title "*Systems*", the word "Regulation" with the words "Regulation 21-101 respecting Marketplace Operation";

(c) by replacing, in paragraph 2, under the title "*IT Risk Assessment*", the word "are" with the word "is".

13. Form 21-101F2 of the Regulation is amended:

(1) by replacing the paragraphs under "**EXHIBITS**" with the following:

"File all Exhibits with the Initial Operation Report. For each Exhibit, include the name of the ATS, the date of filing of the Exhibit and the date as of which the information is accurate (if different from the date of the filing). If any Exhibit required is inapplicable, a statement to that effect must be included instead of the Exhibit.

If the ATS files an amendment to the information provided in its Initial Operation Report and the information relates to an Exhibit filed with the Initial Operation Report or a subsequent amendment, the ATS must, in order to comply with subsection 3.2(1), (2) or (3) of Regulation 21-101 respecting Marketplace Operation (chapter V-1.1, r. 5), provide a description of the change and the actual or expected date of the implementation of the change, and file a complete and updated Exhibit. The ATS must provide a blacklined version showing changes from the previous filing.";

(2) by replacing Exhibit B with the following:

"***Exhibit B – Ownership***

In the case of an ATS that is a corporation, other than an ATS that is a reporting issuer, provide a list of the beneficial holders of 10% or more of any class of securities of the ATS. For each listed security holder, provide the following:

1. Name.

2. Principal business or occupation and title, if any.

3. Ownership interest, including the total number of securities held, the percentage of the ATS's issued and outstanding securities held, and the class or type of security held.

4. Whether the security holder has control (as interpreted in subsection 1.3(2) of Regulation 21-101 respecting Marketplace Operation).

In the case of an ATS that is a partnership, sole proprietorship or other type of organization, provide a list of the registered or beneficial holders of the partnership interests or other ownership interests in the ATS. For each person listed, provide the following:

1. Name.

2. Principal business or occupation and title, if any.

3. Nature of the ownership interest, including a description of the type of partnership interest or other ownership interest.

4. Whether the person has control (as interpreted in subsection 1.3(2) of Regulation 21-101 respecting Marketplace Operation).";

(2) by deleting paragraphs 4 and 5 of item 1 of Exhibit C;

(3) by deleting paragraphs 2 and 5 of item 2 of Exhibit D;

(4) in Exhibit E:

(a) by deleting, in paragraph 2, ", including a description of any co-location arrangements";

(b) by deleting paragraphs 7 and 8;

(5) by replacing, wherever they appear in the French text of Exhibit F, the words "présent règlement" with the words "Règlement 21-101 sur le fonctionnement du marché";

(6) in Exhibit G:

(a) under the title "*General*":

(i) by replacing, in paragraph 1, the words "high level" with the words "high-level";

(ii) by replacing, in paragraph 2, the word "Regulation" with the words "Regulation 21-101 respecting Marketplace Operation";

(b) by replacing, in paragraph 3, under the title "*Systems*", the word "Regulation" with the words "Regulation 21-101 respecting Marketplace Operation";

(c) by replacing, in paragraph 2, under the title "*IT Risk Assessment*", the word "are" with the word "is".

14. Form 21-101F3 of the Regulation is amended:

(1) in Part A:

(a) by deleting paragraphs B and C of item 3;

(b) by deleting items 4 to 7;

(2) in Part B:

(a) by deleting, in section 1, paragraphs 1 to 6 and charts 1 to 6;

(b) by deleting, in section 2, paragraph 3 and chart 9.

15. Form 21-101F5 of the Regulation is amended:

(1) by replacing the paragraphs under "**EXHIBITS**" with the following:

"File all Exhibits with the Initial Form. For each Exhibit, include the name of the information processor, the date of filing of the Exhibit and the date as of which the information is accurate (if different from the date of the filing). If any Exhibit required is inapplicable, a statement to that effect must be included instead of the Exhibit.

If the information processor files an amendment to the information provided in its Initial Form, and the information relates to an Exhibit filed with the Initial Form or a subsequent amendment, the information processor must, in order to comply with sections 14.1 and 14.2 of Regulation 21-101 respecting Marketplace Operation (chapter V-1.1, r. 5), provide a description of the change and the actual or expected date of the implementation of the change, and file a complete and updated Exhibit. The information processor must provide a blacklined version showing changes from the previous filing.";

(2) in section 1 of Exhibit C:

(a) by replacing, after the words "list of partners", the word "directors" with the word "officers";

(b) by deleting paragraphs 4 and 5.

16. 1) This Regulation comes into force on September 14, 2020.

2) In Saskatchewan, despite subsection (1), if this Regulation is filed with the Registrar of Regulations after September 14, 2020, this Regulation comes into force on the day on which it is filed with the Registrar of Regulations.

104572

Gouvernement du Québec

Agreement

COMPLEMENTARY AGREEMENT DEFINING THE COLLABORATION BETWEEN LA COMMISSION DE LA CONSTRUCTION DU QUÉBEC AND THE KAHNAWÀ:KE LABOR OFFICE REGARDING THE CONSTRUCTION INDUSTRY IN THE TERRITORY

BETWEEN

THE MOHAWK COUNCIL OF KAHNAWÀ:KE
(Hereinafter called "Kahnawà:ke")

AND

THE KAHNAWÀ:KE LABOR OFFICE
(Hereinafter called the "KLO")

AND

LE GOUVERNEMENT DU QUÉBEC
(Hereinafter called "Québec")

AND

LA COMMISSION DE LA CONSTRUCTION DU QUÉBEC
(Hereinafter called the "CCQ")

(Hereinafter collectively called "the Parties")

PREAMBLE

WHEREAS Kahnawà:ke and Québec signed the *Labor Agreement* between the Mohawk Council of Kahnawà:ke and the Government of Québec, approved by Order in Council on July 24, 2014 (730-2014) (Hereinafter: "*Labor Agreement*");

WHEREAS Québec and Kahnawà:ke agree to allow Kahnawà:ke Workers doing construction work in the Territory the choice to join or not to join a union;

WHEREAS the *Labor Agreement* contains provisions defining the work conditions of Kahnawà:ke Workers, depending on their choice to join or not to join a union;

WHEREAS section I.1 of chapter III of the Act respecting labor relations, vocational training and workforce management in the construction industry (CQLR, chapter R-20) (Hereinafter: "Act R-20") authorizes the implementation of any agreement between Kahnawà:ke and Québec on matters covered by this Act and allowing the application of a distinct regime;

WHEREAS the KLO is the duly authorized Kahnawà:ke institution acting for Labor in the Territory;

WHEREAS Québec will take the measures required to ensure that the commitments of the CCQ mentioned in the present Agreement can be implemented.

THE PARTIES AGREE TO THE FOLLOWING:

INTERPRETATION

1. The preamble forms an integral part of this Agreement.

2. This Agreement is complementary to the *Labor Agreement*.

3. The definitions contained in section 2 of the *Labor Agreement* apply to the present Agreement.

4. In case of inconsistency between the interpretation of the provisions of the *Labor Agreement* and the present Agreement, the provisions of the latter shall prevail.

PURPOSE OF THE AGREEMENT

5. Pursuant to the *Labor Agreement*, the Parties will work collaboratively to develop measures to support the KLO in its endeavors to provide the conditions and benefits defined by the Québec Regime to Kahnawà:ke Workers who choose to work as union Workers in the Territory.

MEASURES

6. The following measures define the collaboration between the KLO and the CCQ for the application, in the Territory, of collective agreements and the provisions of the Act R-20 to the work conditions of Kahnawà:ke Workers who choose to work as union Workers:

Management of collective agreements, benefits and work conditions

7. Kahnawà:ke Workers who choose to work as union Workers agree to contribute financially to the Québec Regime in accordance with the applicable rules, accept its work conditions, and will enjoy all the benefits related to their trade or occupation.

8. An employer who carries out construction work in the Territory is not required to join the employers' association concerned. However, with respect to Workers who choose to work as union Workers, the employer is bound by their sectoral collective agreement and by the provisions of the Québec Regime regarding Workers' benefits and work conditions.

9. The KLO will provide Workers with basic administrative services.

The KLO, in collaboration with the CCQ, will take the necessary measures to ensure that Kahnawà:ke Workers enjoy the working conditions and benefits to which they are entitled under their sectoral collective agreement and the Québec Regime.

Management of Declarations and Reports

10. The KLO and the CCQ will define the operational procedures for the administration of the financial contributions of the employer and union Workers, and the transfer of these contributions to the CCQ for their management. These operational procedures will enable union Workers to benefit from the working conditions and benefits described in the applicable collective agreements, as well as the conditions and benefits defined by the Québec Regime.

11. The employer must, on the same day, notify the KLO of the hiring, dismissal, layoff or departure of any Worker, and must also notify the KLO of a Kahnawà:ke Worker's choice to work as a union Worker or not. The KLO communicates the appropriate information to the CCQ within 24 hours of receiving it.

12. The KLO will provide the CCQ with required monthly reports, in accordance with the Regulation respecting the register, monthly report, notices from employers and the designation of a representative (R-20, r. 11). These monthly reports will be accompanied by the financial contributions required under the Québec Regime.

Management of compliance

13. For union Workers, the KLO and the CCQ will collaborate to ensure compliance with the norms applicable under the Québec Regime. To this end, the KLO exercises, in the Territory, the same powers and responsibilities as the CCQ and benefits from the same immunities for acts performed in good faith in the exercise of its functions.

The CCQ or Québec cannot be held responsible for the acts performed by the KLO when it exercises inspection and investigative powers.

The offenses and penal provisions provided for in the Act R-20 which are intended to ensure the exercise by the CCQ of inspection and investigation powers also apply to the exercise of inspection and investigation powers by the KLO.

14. The KLO may require the collaboration of the CCQ so that the latter may proceed, outside the Territory, with inspection and investigation regarding construction projects in the Territory.

15. The KLO will collaborate with union associations so that they can fulfill their responsibilities on work sites in the Territory.

Management of a list of Workers

16. The KLO will be solely responsible to create and manage an updated list of Workers who are qualified to perform construction work in the Territory, specifying each Kahnawà:ke Worker's choice to work as union Worker or not.

Management of conflicts of jurisdiction relating to the exercise of a trade or occupation

17. There can be no conflict of jurisdiction relating to the exercise of a trade or an occupation in the Territory between Workers who have chosen to work according to the rules of the Québec Regime and those who have chosen to work according to the rules of the *Fair Wage & Benefits Plan for Construction Works in the Mohawk Territory of Kahnawà:ke*.

18. Conflicts of jurisdiction between Workers of the same Regime will be dealt with according to the rules specific to that Regime, namely those of the Québec Regime for union Workers and those of the Kahnawà:ke Regime for non-union Workers.

19. The KLO will be responsible for the management of complaints from Workers working in the Territory, whether these relate to a conflict of jurisdiction or any other subject.

EXCHANGE OF INFORMATION AND CONFIDENTIALITY OF PERSONAL INFORMATION

20. The Parties will share information required for the implementation and application of the present Agreement. They recognize the confidential nature of this information and agree to treat it in accordance with the provisions of the Act respecting Access to Documents Held by Public Bodies and the Protection of Personal Information (CQLR, c A-2.1).

21. The Parties agree to use the information provided in the present Agreement for the sole purpose of implementing and applying the present Agreement.

SCOPE

22. Nothing in the present Agreement or in the *Labor Agreement* should be interpreted as amending the rights and obligations of Workers when they perform construction work outside the Territory or be used to interpret the provisions of the Act R-20 applicable to such persons.

23. The present Agreement is not a treaty within the meaning of the Constitution Act, 1982 and must in no way be construed as having the effect of a repeal, waiver, negation or recognition of an aboriginal right, treaty right, or other rights and interests held by the Mohawks of Kahnawà:ke.

AMENDMENTS

24. The Parties may, by mutual agreement, amend the present Agreement.

TERMINATION

25. The present Agreement may be terminated by any of the Parties by way of a written notice of termination sent from one party to the other by any means enabling proof of receipt. Termination shall enter into force six (6) months after the date of receipt of the notice, unless the Parties have agreed to terminate this Agreement before the end of the six (6) month period.

This Agreement may also be terminated by the coming into force of another agreement explicitly replacing it.

IMPLEMENTATION

26. The Parties agree that the CCQ and the KLO, following the signing of the present Agreement, are authorized to enter into administrative agreements with each other in order to act on and implement the present Agreement.

27. The Parties commit to work diligently to implement the present Agreement. To this end, the Parties agree to collaborate to produce an implementation plan for the present Agreement after its signing and start its implementation as soon as possible. This plan must specify the phases and a timeline for the implementation as well as transitional measures, if need be.

28. As stated in the *Labor Agreement*, the Liaison Committee will also have, among other functions, the mandate to implement the present Agreement, foster an exchange of information between the Parties and, when relevant, formulate opinions and recommendations.

COMING INTO FORCE

29. The provisions of the present Agreement will come into force once it is signed by the Parties.

IN WITNESS WHEREOF the Parties declare that they have read this Agreement and sign as follows:

For Kahnawà:ke

MICHAEL A. DELISLE JR.
Port-folio Chief responsible for Labor

At Kahnawà:ke
This 7th day of May of year 2020

GINA DEER
Port-folio Chief responsible for Kahnawà:ke / Quebec Relations and for Economic Development

At Kahnawà:ke
This 7th day of May of year 2020

OLIVIER MONTOUR
Director
Kahnawà:ke Labor Office

At Kahnawà:ke
This 6th day of May of year 2020

For Québec

JEAN BOULET
Minister of Labour, Employment and Social Solidarity

At Montréal
This 13th day of July of year 2020

SYLVIE D'AMOURS
Minister responsible for Indigenous Affairs

At Québec
This 5th day of June of year 2020

SONIA LEBEL
Minister responsible for Canadian Relations and the Canadian Francophonie

At Montréal
This 9th day of July of year 2020

DIANE LEMIEUX
President and CEO
Commission de la construction du Québec

À Montréal
This 10th day of July of year 2020

104565

Gouvernement du Québec

Agreement

COMPLEMENTARY AGREEMENT FOR THE WORKFORCE MOBILITY OF KAHNAWÀ:KE WORKERS INTO THE QUEBEC CONSTRUCTION INDUSTRY

BETWEEN

THE MOHAWK COUNCIL OF KAHNAWÀ:KE
(Hereinafter called "Kahnawà:ke")

AND

THE KAHNAWÀ:KE LABOR OFFICE
(Hereinafter called the "KLO")

AND

LE GOUVERNEMENT DU QUÉBEC
(Hereinafter called "Québec")

AND

LA COMMISSION DE LA CONSTRUCTION DU QUÉBEC
(Hereinafter called the "CCQ")

(Hereinafter collectively called "the Parties")

PREAMBLE

WHEREAS Kahnawà:ke and Québec have signed a Statement of Understanding and Mutual Respect, dated June 10th 2009, providing for the negotiation of specific agreements in a number of areas;

WHEREAS Kahnawà:ke and Québec signed the *Labor Agreement* between the Mohawk Council of Kahnawà:ke and the Government of Quebec, approved by order in council on July 24, 2014 (730-2014) (Hereinafter: "*Labor Agreement*");

WHEREAS the Kahnawà:ke and Québec agree that their respective labour institutions (i.e. the Kahnawake Labor Office "KLO", the Kahnawà:ke Economic Development Commission "KEDC", the Ministère du Travail, de l'Emploi et de la Solidarité sociale "MTESS", the Commission des normes, de l'équité, de la santé et de la sécurité du travail "CNESST", the Commission de la construction du Québec "CCQ" and the Régie du bâtiment du Québec "RBQ") will collaborate to implement the *Labor Agreement* and the present Agreement;

WHEREAS section 20.1 of the Act respecting labor relations, vocational training and workforce management in the construction industry (CQLR, chapter R-20) (Hereinafter: "Act R-20") authorizes Kahnawà:ke and Québec to implement any agreement entered into on a matter covered by the Act R-20;

WHEREAS pursuant to article 10 of the *Labor Agreement*, Kahnawà:ke and Québec have committed to facilitate workforce mobility of Kahnawà:ke workers and contractors who wish to participate in the construction industry outside the Territory[1], in accordance with the rules of the Québec Regime;

WHEREAS Kahnawà:ke and Québec signed in 2017 the Agreement on Economic Development and Job Creation between Québec and Kahnawà:ke in order to promote economic development and employment for the Mohawks of Kahnawà:ke, including workers willing to work off the Territory, and approved by decree on December 21th, 2016 (1123-2016);

WHEREAS Québec commits to taking the measures required so that the obligations of the CCQ mentioned in the present Agreement can be implemented.

WHEREAS Québec commits to taking the measures required to enable the CCQ to independently conclude administrative agreements with the KLO.

WHEREAS efforts to integrate Kahnawà:ke workers into the construction industry outside the Territory are also part of efforts to implement the Agreement on economic development and job creation.

WHEREAS the KLO is the duly authorized Kahnawà:ke institution acting for Labor, and the KEDC is the duly authorized Kahnawà:ke institution acting for Labor Force and Business Development.

THE PARTIES AGREE TO THE FOLLOWING:

INTERPRETATION

1. The preamble forms an integral part of this Agreement.

2. This Agreement is complementary to the *Labor Agreement*.

3. The definitions contained in section 2 of the *Labor Agreement* apply to the present Agreement.

PURPOSE OF THE AGREEMENT

4. Pursuant to section 10 of the *Labor Agreement*, the Parties will work collaboratively to develop measures which support Kahnawà:ke work force mobility, in particular of workers who want to work outside the Territory.

MEASURES

In order to promote work force mobility of Kahnawà:ke workers to the construction industry outside the Territory, the Parties agree to develop, promote and fund measures described below for both Kahnawà:ke workers and contractors registered at the CCQ who hire them.

Short-term measures:

Promote access

5. Québec and the CCQ commit that Kahnawà:ke workers will be admitted to the Québec Construction Industry Trade Qualification Exam if they have worked the necessary hours, taking into account the credits applicable for training and apprenticeship hours recognized under the fourth paragraph of section 15 of the Regulation respecting the vocational training of the workforce in the construction industry (CQLR, chapter R-20, r. 8). The hours worked recognized by trade for admission to the qualifying examination and for classification in apprenticeship will be attested by way of official letter of the KLO. The letter will be on official KLO letterhead, signed by the KLO Construction, Certification and Fair Wage Manager or the KLO Director, and will contain the following information:

a) the worker's name, address and Social Security Number (S.I.N.);

[1] The *Labor Agreement* defines the «Territory " as the "Territory of Kahnawà:ke and the whole of the Honoré-Mercier Bridge", and the "Territory of Kahnawà:ke" as:

1° "all lands contained within the area commonly known as Kahnawà:ke Indian Reserve No. 14;

2° if applicable:

a) any lands added to the lands identified in subsection 1;

b) any lands set aside for the use and benefit of the Mohawks of Kahnawà:ke in accordance with section 36 of the Indian Act (Revised Statutes of Canada,1985, chapter I-5);

c) any public lands placed under the management or administration of the Mohawks of Kahnawà:ke;

d) following an agreement with the communities concerned, all lands contained within the area commonly known as Doncaster Indian Reserve No. 17 and any lands added to those lands;".

b) name of the employer for who the worker is credited hours;

c) the dates the worker worked for the employer;

d) the hours credited to the worker by trade and task.

Promote access to enhanced training

6. Québec and the CCQ commit to put in place measures to enhance training of Kahnawà:ke workers who have access to the training fund for workers in the construction industry. These measures include the development activities and provision of preparatory courses and upgrades prior to development activities and qualification exams.

7. The Parties undertake to facilitate the provision of English language development activities in training centers in and near Kahnawà:ke.

Adapt services and tools

8. Québec and the CCQ commit to facilitate the provision of services and documents in English for Kahnawà:ke workers and contractors registered at the CCQ, including:

a) Translation of communications sent to Kahnawà:ke workers and contractors;

b) Access to English language development activities or to a translator;

c) Access to a reader for the qualifying exam for certain trades.

9. The KLO and KEDC will promote access of Kahnawà:ke workers to French courses adapted for construction trades and occupations.

10. The Parties will develop information and promotion tools for Kahnawà:ke workers to facilitate the understanding of the trades' and occupations' processes of the Québec Regime.

Medium and long-term measures:

Promote referrals

11. The Parties commit to identify the most appropriate solutions, including the ones that may require legislative or regulatory amendments, to enable the KLO to refer Kahnawà:ke workers to contractors located outside the Territory.

12. The Parties will work together to define effective referral mechanisms for Kahnawà:ke workers.

13. The Parties will facilitate access by the KLO to contractors likely to hire Kahnawà:ke workers.

Promote qualification, access and retention

14. The Parties commit to identify the most appropriate solutions, including the ones that may require regulatory amendments, to promote a greater inclusion of Kahnawà:ke workers by favoring their qualification, access to work and work retention, mainly by:

a) Qualifying and giving access to employment opportunities for workers who do not have education prerequisites;

b) Giving access to development activities of the Québec Regime to Kahnawà:ke workers who hold a certificate of competency;

c) Promoting trades and occupations of the construction industry to Kahnawà:ke graduates;

d) Allowing regular workers of an enterprise to benefit from mobility throughout the province with their employers;

e) Supporting the access to the labor pools of the construction industry outside the Territory for Kahnawà:ke workers without diploma.

15. In addition to the commitment taken in section 8, and given labor market demands, Québec commits to give priority to English language training for Kahnawà:ke workers and to the recognition of training offered outside of Quebec.

16. Québec commits to support KLO's offer to provide upgraded trainings in English to develop the qualification of Kahnawà:ke workers.

17. The Parties undertake to put in place measures to promote workplaces free from all forms of discrimination in hiring and employment.

18. The Parties undertake to put in place measures to increase awareness and to promote the workforce mobility of Kahnawà:ke workers in the construction industry outside the Territory.

EXCHANGE OF INFORMATION AND CONFIDENTIALITY OF PERSONAL INFORMATION

19. The KLO and the CCQ will share information required for the implementation and application of this Agreement. For this purpose, KLO will establish and manage an Accountability and Resource Management System (ARMS), or another similar system, to which the CCQ and KEDC will have access rights. The Parties recognize the confidential nature of this information and agree to treat it in accordance with the provisions of the Act respecting Access to Documents Held by Public Bodies and the Protection of Personal Information (CQLR, c. A-2.1).

20. The Parties agree to use the information provided under this Agreement for the sole purpose of implementing and applying this Agreement.

LIAISON COMMITTEE

21. Once the Workforce Mobility Working Group has provided the Liaison Committee mentioned in section 16 of the *Labor Agreement* with the final implementation report in accordance with article 29 of this Agreement, all matters dealing with the implementation, interpretation and application of the present Agreement will be submitted to the Liaison Committee and subject to its rules.

SCOPE

22. Nothing in this Agreement or in the *Labour Agreement* should be interpreted as amending the rights and obligations of employers and workers who are subject to the Québec Regime or be used to interpret the provisions of the Act respecting labour relations, vocational training and workforce management in the construction industry (RLRQ chapter R-20) applicable to such persons.

23. The present Agreement is not a treaty within the meaning of the Constitutional Act, 1982 and must in no way be construed as having the effect of a repeal, waiver, negation or recognition of an aboriginal right, treaty right, or other rights and interests held by the Mohawks of Kahnawà:ke.

AMENDMENTS

24. The Parties may, by mutual agreement, amend this Agreement.

25. As the only requirement, to be valid, these amendments must be made in writing and signed by the Parties or their authorized representatives, namely, for le Québec, the Deputy Minister of the MTESS, for Kahnawà:ke, the Chief responsible for the Labor portfolio, and for the CCQ, the President and CEO.

26. The Parties agree that the CCQ and the KLO, following the signing of the present Agreement, are authorized to enter into administrative agreements with each other in order to act on and implement the present Agreement.

TERMINATION

27. This Agreement may be terminated by any of the Parties by way of a written notice of termination sent from one party to the other by any means enabling proof of receipt. Termination shall enter into force six (6) months after the date of receipt of the notice, unless the Parties have agreed to terminate this Agreement before the end of the six (6) month period.

This Agreement may also be terminated by the coming into force of another agreement explicitly replacing it.

IMPLEMENTATION

28. The Parties commit to work diligently to implement the present Agreement. To this end, the Parties agree to collaborate to produce an implementation plan of the present Agreement after its signing and start its implementation as soon as possible. This plan must specify the phases and a timeline for the implementation as well as transitional measures, if need be.

29. The Workforce Mobility Working Group, actually in operation and responsible for the implementation of the article 10 of the *Labor Agreement*, will have the mandate to develop the implementation plan for the present Agreement and to provide it to the Liaison Committee.

30. As stated in the *Labor Agreement*, the Liaison Committee will also have the mandate to implement the present Agreement, foster an exchange of information between the Parties and, when relevant, formulate opinions and recommendations.

In addition, the Liaison Committee has the mandate to continuously promote, ensure, and monitor the harmonious interaction between the two Regimes.

COMING INTO FORCE

31. The provisions of this Agreement will come into force once this Agreement has been signed by the Parties.

32. The Parties understand that some of the provisions of the present Agreement may require legislative amendments in order to be properly implemented. If so, Québec commits to taking the necessary steps to this end, including the tabling of a bill to the National Assembly, within a reasonable timeline.

IN WITNESS WHEREOF the Parties declare that they have read this Agreement and sign as follows:

For Kahnawà:ke

MICHAEL A. DELISLE JR.
Port-folio Chief responsible for Labor

At Kahnawà:ke
This 7th day of May of year 2020

GINA DEER
Port-folio Chief responsible for Kahnawà:ke / Quebec Relations and for Economic Development

At Kahnawà:ke
This 7th day of May of year 2020

OLIVIER MONTOUR
Director
Kahnawà:ke Labor Office

At Kahnawà:ke
This 6th day of May of year 2020

For Québec

JEAN BOULET
Minister of Labour, Employment and Social Solidarity

At Montréal
This 13th day of July of year 2020

SYLVIE D'AMOURS
Minister responsible for Indigenous Affairs

At Québec
This 5th day of June of year 2020

SONIA LEBEL
Minister responsible for Canadian Relations and the Canadian Francophonie

At Montréal
This 9th day of July of year 2020

DIANE LEMIEUX
President and CEO
Commission de la construction du Québec

À Montréal
This 10th day of July of year 2020

104566

Draft Regulations

Draft Regulation

An Act respecting the lands in the domain of the State (chapter T-8.1)

Sale, lease and granting of immovable rights on lands in the domain of the State
— Amendment

Notice is hereby given, in accordance with sections 10 and 11 of the Regulations Act (chapter R-18.1), that the Regulation to amend the Regulation respecting the sale, lease and granting of immovable rights on lands in the domain of the State, appearing below, may be made by the Government on the expiry of 45 days following this publication.

The draft Regulation determines new reference values used to determine the rent for lands in the domain of the State leased for building cottages. It exempts the lessees of lands intended for purposes other than commercial or industrial purposes from paying survey costs, where such operations are necessary. It makes the transfer of a lease conditional on meeting the conditions of the lease. Lastly, it postpones the indexing of an amount that cannot be rounded up to the nearest dollar until the year in which the total of the postponed indexing rates increases the amount by $1.

Study of the matter shows no impact on enterprises, including small and medium-sized businesses.

Further information on the draft Regulation may be obtained by contacting Laurent Girard, Direction des politiques et de l'intégrité du territoire, Ministère de l'Énergie et des Ressources naturelles, 5700, 4e Avenue Ouest, bureau E-318, Québec (Québec) G1H 6R1; telephone: 418 627-6362, extension 2622; fax: 418 644-2774; email: laurent.girard@mern.gouv.qc.ca.

Any person wishing to comment on the draft Regulation is requested to submit written comments within the 45-day period to Daniel Gaudreau, Associate Deputy Minister for the Territory, Ministère de l'Énergie et des Ressources naturelles, 5700, 4e Avenue Ouest, bureau E-330, Québec (Québec) G1H 6R1.

Jonatan Julien,
Minister of Energy and Natural Resources

Regulation to amend the Regulation respecting the sale, lease and granting of immovable rights on the lands in the domain of the State

An Act respecting the lands in the domain of the State (chapter T-8.1, s. 71)

1. The Regulation respecting the sale, lease and granting of immovable rights on the lands in the domain of the State (chapter T-8.1, r. 7) is amended in section 3

(1) by replacing "adjusted" in the first paragraph by "indexed";

(2) by inserting the following after the second paragraph:

"The indexing of an amount that cannot be rounded up to the nearest dollar is postponed until the year in which the total of the indexing rates applicable to each year for which the indexing is postponed will increase the amount by $1.".

2. Section 4 is amended

(1) by inserting "of land intended for commercial or industrial purposes" after "lessee" in the second, third and fourth paragraphs;

(2) by adding the following paragraph at the end:

"In the case of land leased for purposes other than commercial or industrial purposes, the Minister shall pay the fees for the preparation and registration of survey plans and documents, where such operations are necessary.".

3. Section 26 is amended by striking out the third paragraph.

4. The following is inserted after section 26:

"**26.01.** A lease is not transferable if the lessee failed to meet one of the conditions of the lease.

At the time of the transfer by the lessee of the lessee's rights in the lease or the alienation of the buildings and facilities erected on the leased land, a new lease must be entered into between the Minister and the purchaser. In either case, the lessee must inform the Minister.".

5. Schedule I is amended by replacing "a file is opened" in section 1 by "an application is filed".

6. Schedule I is amended in the first paragraph of section 2

(1) by inserting "non-refundable" after "the following" in the portion before subparagraph 1;

(2) by replacing "its renewal" in subparagraph 2 by "the renewal of a lease with a term longer than 1 year".

7. Schedule I is amended by replacing section 17 by the following:

"(**17**) For the purposes of section 28.1, the urban poles and references values of land rated 100 according to the corresponding years as follows:

Urban poles	**100-rated reference value for leases issued before 1 January 2020**	**100-rated reference value for leases issued in 2020**	**100-rated reference value for leases issued as of 1 January 2021**
Municipalité de Chénéville	$34,200	$34,200	$34,200
Municipalité de La Pêche	$28,384	$29,405	$31,500
Municipalité de Saint-Côme	$16,100	$16,100	$16,100
Municipalité de Saint-Donat	$20,200	$20,200	$20,200
Municipalité de Sainte-Thècle	$29,300	$29,300	$29,300
Municipalité de Saint-Michel-des-Saints	$15,500	$15,500	$15,500
Municipalité de Val-des-Monts	$38,300	$38,300	$38,300
Municipalité Les Escoumins	$3,800	$3,800	$3,800
Municipalité Les Îles-de-la-Madeleine	$15,315	$15,315	$15,500
Paroisse de Saint-Alexis-des-Monts	$18,800	$18,800	$18,800
Village de Fort-Coulonge	$24,700	$24,700	$24,700
Ville d'Alma	$16,642	$18,000	$18,000
Ville d'Amos	$14,100	$14,100	$14,100
Ville d'Amqui	$5,600	$5,600	$5,600
Ville de Baie-Comeau	$4,000	$4,000	$4,000
Ville de Carleton-sur-Mer	$2,900	$2,900	$2,900
Ville de Chandler	$3,400	$3,400	$3,400
Ville de Chibougamau	$20,800	$20,800	$20,800
Ville de Forestville	$3,500	$3,500	$3,500
Ville de Gaspé	$3,800	$3,800	$3,800
Ville de La Malbaie	$24,200	$24,200	$24,200

Urban poles	100-rated reference value for leases issued before 1 January 2020	100-rated reference value for leases issued in 2020	100-rated reference value for leases issued as of 1 January 2021
Ville de La Pocatière	$12,100	$12,100	$12,100
Ville de La Sarre	$3,800	$3,800	$3,800
Ville de La Tuque	$16,030	$16,030	$24,600
Ville de Maniwaki	$26,700	$26,700	$26,700
Ville de Matagami	$6,841	$7,000	$7,000
Ville de Matane	$4,900	$4,900	$4,900
Ville de Mont-Laurier	$20,931	$22,258	$28,000
Ville de Montmagny	$11,800	$11,800	$11,800
Ville de Mont-Tremblant	$29,400	$29,400	$29,400
Ville de Paspébiac	$1,500	$1,500	$1,500
Ville de Port-Cartier	$3,369	$3,471	$4,000
Ville de Rimouski	$9,100	$9,100	$9,100
Ville de Rivière-du-Loup	$11,800	$11,800	$11,800
Ville de Rivière-Rouge	$28,500	$28,500	$28,500
Ville de Roberval	$9,400	$9,400	$9,400
Ville de Rouyn-Noranda	$12,967	$13,477	$21,300
Ville de Saguenay (arrondissement Chicoutimi)	$20,200	$20,200	$20,200
Ville de Saguenay (arrondissement La Baie)	$13,500	$13,500	$13,500
Ville de Sainte-Anne-des-Monts	$3,800	$3,800	$3,800
Ville de Saint-Félicien	$8,000	$8,000	$8,000
Ville de Saint-Georges	$16,100	$16,100	$16,100
Ville de Saint-Raymond	$28,800	$28,800	$28,800
Ville de Senneterre	$4,900	$4,900	$4,900
Ville de Sept-Îles	$3,369	$3,471	$6,000
Ville de Témiscaming	$18,400	$18,400	$18,400
Ville de Témiscouata-sur-le-Lac	$11,900	$11,900	$11,900
Ville de Val-d'Or	$16,000	$16,000	$16,000
Ville de Ville-Marie	$4,901	$4,901	$10,200

8. This Regulation comes into force on 1 January 2021.

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