

*Canada Corporations Act*

**Mr. Deputy Speaker:** All those opposed to the amendment please say nay.

**Some hon. Members:** Nay.

**Mr. Deputy Speaker:** In my view the nays have it.

**Mr. Knowles (Winnipeg North Centre):** On division.

Motion No. 8 (Mr. Lambert, Edmonton West) negatived.

**Hon. Ron Basford (Minister of Consumer and Corporate Affairs)** moved:

That Bill C-4, an act to amend the Canada Corporations Act and other statutory provisions related to the subject matter of certain of those amendments, be amended by striking out line 1 on page 79 thereof and by substituting therefore the following:

"(c) sections 18 to 21, subsection (2) and paragraph (b) of subsection (3) of section 22, sections 24 to"

He said: Mr. Speaker, this is an amendment to the text of section 147 of the Canada Corporations Act which in error was dropped out of the text of the new section as printed in Bill C-4. The purpose of this amendment has been explained to the hon. member for Edmonton West. We are agreed on this matter. The reinsertion of the reference to section 22 of the act in section 147 will allow corporations incorporated under part II of the Canada Corporations Act to use as their legal designation either the English or the French form of their corporate name. This has been the law and, as I said, it was left out by inadvertence and error in reprinting. Allowing companies to do this is a matter of convenient practice and there is no reason to put an end to it, as the error would have us do. Therefore, we are reinserting the reference to section 22 so that companies may use their name in either French or English.

• (9:00 p.m.)

**Mr. Deputy Speaker:** Is it the pleasure of the House to adopt the said motion?

**Some hon. Members:** Agreed.

Motion No. 9 (Mr. Basford) agreed to.

**Hon. Ron Basford (Minister of Consumer and Corporate Affairs)** moved:

That Bill C-4, an act to amend the Canada Corporations Act and other statutory provisions related to the subject matter of certain of those amendments, be amended by striking out lines 19 and 20 on page 96 thereof and by substituting therefor the following:

"(ii) letters patent issued under section 5A or 5b of the *Canada Corporations Act*".

He said: I have also explained this amendment to hon. members and I think there is agreement to it. However, I would like to explain the amendment, for the record. The amendment is to correct an oversight. This matter was left out of the bill when it was before the Standing Committee on Finance, Trade and Economic Affairs. I would like to explain briefly why we are proposing this amendment to clause 30 of the bill, which provides for a consequential amendment to the National Energy Board Act in its definition of "special act".

Section 25 (1) of the National Energy Board Act provides that "no person other than a company shall construct or operate a pipeline". Section 2C of the act in its present form defines a company as a person having authority under a special act to construct or operate pipelines. Clause 30 of Bill C-4 which is now before the House extends the definition of "special act" to include letters patent issued under section 5A of the Canada Corporations Act.

There is a possibility that the National Energy Board Act provisions as amended by Bill C-4 would be interpreted in such a way that a company now incorporated by special act of Parliament which chooses to take advantage of the new section 5D, and is continued under the Canada Corporations Act, might not qualify under section 25 (1) of the National Energy Board Act as a company authorized to construct or operate a pipeline. This, of course, is not at all what the legislation intends and in order to remove the possibility of misinterpretation I propose an amendment whereby the words "or 5D" be inserted in the definition of "special act" in clause 30 of Bill C-4. A company continued by letters patent under section 5D would then clearly be, by definition, a company within the meaning of the National Energy Board Act and there would be no question of its power to construct or operate a pipeline. This is a somewhat technical amendment which I am sure will have the concurrence of all members of the House.

**The Acting Speaker (Mr. Béchard):** Is it the pleasure of the House to adopt the said motion?

**Some hon. Members:** Agreed.

Motion No. 10 (Mr. Basford) agreed to.

**The Acting Speaker (Mr. Béchard):** This concludes the consideration of all motions at the report stage except deferred Motion No. 7.