

Business corporations bill reintroduced in the House

Consumer and Corporate Affairs Minister André Ouellet introduced on October 21 the new Canada Business Corporations Act in the House of Commons. The earlier version, Bill C-213, died on the Order Paper at the end of the first session of the twenty-ninth Parliament before receiving second reading.

The Minister drew attention to the fact that each business corporation would be required to have a majority of Canadian resident directors. But, said Mr. Ouellet: "The rule prohibiting Canadian employees of foreign-controlled firms from being counted as Canadian directors has been dropped. Any advantage that could be gained is outweighed by the disadvantages of excluding experienced employees from the board and barring Canadian employees from promotion to the status of director."

The proposed new law updates, reforms, and generally clarifies federal corporation law to achieve greater uniformity with the most up-to-date provincial statutes. It eliminates unnecessary formalities and clarifies the rights and duties of management. It also ensures that shareholders have adequate powers to protect themselves.

The aim of the legislation is to create a practical and more equitable balance of interests among shareholders, creditors, management and the public — a balance that safeguards investors but gives directors and officers the broadest possible powers to manage.

Since Bill C-213 was tabled in July 1973, the capacity provision has been revised to state as clearly as possible that a corporation has the rights, powers and privileges of a person.

The bill introduces constraints on the transfer of shares of public corporations to prevent a corporation from coming under foreign control. This is known as the "express constrained-share provisions". The present act limits the application of the constrained-share rules to regulated businesses. The new bill makes these rules applicable to all corporations, but subject to the usual shareholder safeguards — two-thirds vote, class vote, appraisal right.

Churchill books purchased by University of Calgary

A handsome 34-volume centenary limited edition of the complete works of Sir Winston Churchill has been purchased by the University of Calgary Library, an acquisition made possible by gifts from Calgary's Sir Winston Spencer Churchill Society.

The centenary edition of Churchill's collected works is published by the Library of Imperial History, London, England. The first volumes are being issued this year to commemorate the hundredth anniversary of Churchill's birth. Succeeding volumes are scheduled for release at intervals throughout the coming year.

Publication will be limited to 3,000 sets. This is the first time all of Churchill's recognized writings have appeared in a single edition, and no other complete editions can be published until the copyright expires in 2015.

Editing of the set's approximately five million works, roughly 17,000 pages, is the responsibility of a team led by Frederick Woods, author of *Young Winston's Wars* and of the official Churchill bibliography.

To date, the U of C Library has received the first five volumes of the set: I. *My Early Life* and *My African Journey*; II. *The Story of the Malakand Field Force*; III. *The River War*; IV. *The Boer War*; and V. *Savrola: A Political Romance*.

Each volume is printed on special long-life Archive Text paper, and beautifully hand-bound in natural calfskin vellum, which is imprinted in 22-karat gold with Churchill's personal coat of arms. The high production standards give the volumes a guaranteed life potential of at least 200 years.

Education professor heads Canadian delegation to Germany

University of Calgary education professor Dr. H.J. Hallworth led a delegation of nine Canadian specialists in computer-assisted learning (CAL) to Germany for two weeks in October to exchange information about computer applications in education in research and development.

The visit was arranged by the National Research Council associate committee on instructional technology, in co-operation with the Ministry of State for Science and Technology and the educational technology branch of the federal Department of Communications.

It follows a visit by German CAL experts to Canada last year, under terms of a scientific and technical co-operation agreement between Canada and Germany.

The University of Calgary is one of the main centres for CAL research in Canada, said Dr. Hallworth, co-ordinator of the computer applications unit in the faculty of education. Other delegates were from the National Research Council, the University of Alberta, the Ontario Institute for Studies in Education, the Department of Communications, the University of Western Ontario, University of Toronto and the Quebec Ministry of Education.

The Canadians, who were received by the German federal Ministry for Research and Technology, visited centres of computer-assisted learning in Bonn, Paderborn, Hanover, Heidelberg, Freiburg and Augsburg.

Aid to Viet-Nam

Canada will provide \$1.17 million in assistance for three health and social welfare projects in the Democratic Republic of Viet-Nam, Secretary of State for External Affairs Allan J MacEachen, announced recently. The grants to the Canadian Council of Churches and the Canadian Save the Children Fund are from funds of the Canadian International Development Agency (CIDA).

CIDA will contribute \$170,000 over two years to the Canadian Save the Children Fund, the Canadian affiliate of the International Union for Child Welfare, to assist in a \$700,000-program to rehabilitate deaf children. Plans call for establishment of a detection centre in the capital, Hanoi, and the building of ten provincial treatment centres. Specialist staff will also be trained and 4,000 hearing aids supplied.

It is estimated that 30,000 children in the total national population of 22.5 million suffered hearing damage because of the war; 4,000 of these now require hearing aids.