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Bill 27

(Chapter 2 of the Statutes of Ontario, 2017)

**An Act to reduce the regulatory burden on business,
to enact various new Acts and to make other amendments and repeals**

The Hon. B. Duguid

Minister of Economic Development and Growth

1st Reading	September 27, 2016
2nd Reading	November 29, 2016
3rd Reading	March 2, 2017
Royal Assent	March 22, 2017



Burden Reduction Act, 2017

EXPLANATORY NOTE

This Explanatory Note was written as a reader's aid to Bill 27 and does not form part of the law. Bill 27 has been enacted as Chapter 2 of the Statutes of Ontario, 2017.

The Bill is part of a government initiative to reduce the regulatory burden on business and to achieve a cost savings for government.

The Bill amends or repeals a number of Acts and enacts a number of new Acts. For convenience, the amendments, repeals and new Acts are set out in separate Schedules. Schedules with the name of Ministries include amendments to and repeals of Acts that are administered by the Ministry involved or that affect that Ministry. The commencement provisions for each of the Schedules are set out in the Schedules.

SCHEDULE 1

MINISTRY OF AGRICULTURE, FOOD AND RURAL AFFAIRS

The Schedule adds a new section 6.2 to the *Ministry of Agriculture, Food and Rural Affairs Act* to enable the Minister to establish programs for the encouragement of agriculture, food and rural affairs. Section 7 of the Act, which currently gives the power to establish such program to the Lieutenant Governor in Council, continues in effect. Any such programs that were established by the Lieutenant Governor in Council before the day the Schedule comes into force are deemed to have been made by the Minister under section 6.2. The Schedule also adds a new section 6.1 to the Act which provides that the Minister may enter into agreements in respect of any matter that is under his or her administration under any Act.

SCHEDULE 2

MINISTRY OF THE ATTORNEY GENERAL

Courts of Justice Act

The Schedule makes various amendments to the *Courts of Justice Act*.

Section 43 of the Act is amended by adding a provision providing for protection from liability for the Judicial Appointments Advisory Committee and its members. Existing immunity provisions in subsections 33.1 (21), 49 (27) and 86.2 (19) of the Act are amended so that the wording of the various immunity provisions is consistent.

Section 48 of the Act is amended to provide that letters of resignation from provincial judges, or letters of election to sit as a provincial judge from judges holding administrative positions, are to be delivered, in the usual case, to the Chief Justice of the Ontario Court of Justice rather than to the Attorney General. The re-enacted subsection 86.1 (7) provides that letters of resignation from case management masters continue to be deliverable to the Attorney General.

Subsections 70 (2) and (3) of the Act are repealed and replaced by section 70.1, which transfers the rule-making authority for proceedings under the *Provincial Offences Act* to the Attorney General, subject to prior specified court approval.

Amendments are made to section 73 of the Act to specify that the assignment of powers and duties of specified persons in proceedings must be in writing and may be subject to conditions or restrictions, and to confirm that such powers and duties may be assigned to persons whether or not they are public servants.

A new section 87.2 of the Act establishes the judicial position of Small Claims Court Administrative Judge, and sets out the rules respecting her or his appointment and reappointment, terms, remuneration and other relevant matters. Complementary amendments are made to sections 14, 21, 24, 33, 53 and 65 to provide for the following, among other things:

1. The Small Claims Court Administrative Judge may hear and determine proceedings in the Small Claims Court.
2. The Chief Justice of the Superior Court of Justice may delegate to the Small Claims Court Administrative Judge her or his powers to direct and supervise the sittings of the Small Claims Court and the assignment of its judicial duties.
3. The Small Claims Court Administrative Judge may be appointed as a member of the Deputy Judges Council.
4. The Small Claims Court Administrative Judge is a member of the Civil Rules Committee.

Finally, a number of spent transitional provisions are repealed, and a cross-reference is updated in clause 102 (8) (c) of the Act.

Justices of the Peace Act

Section 2.1 of the *Justices of the Peace Act* is amended by adding a provision providing for protection from liability for the Justices of the Peace Appointments Advisory Committee and its members.

Subsection 5.1 (1) of the Act is amended to require the Attorney General to change the status of a justice of the peace to per diem status on the request of the justice of the peace, if specified conditions are met.

Section 7 of the Act is amended to provide that letters of resignation are to be sent by justices of the peace to the Chief Justice of the Ontario Court of Justice rather than to the Attorney General.

Finally, a number of spent transitional provisions are repealed.

Legislation Act, 2006

The definition of “rules of court” in section 87 of the *Legislation Act, 2006* is amended consequentially to reflect the change in rule-making authority made by this Schedule to section 70 of the *Courts of Justice Act*.

Professional Engineers Act

Two housekeeping amendments are made to the *Professional Engineers Act*. Paragraph 16 of subsection 7 (1) of the Act is re-enacted to reflect earlier, related amendments to section 21 of the Act. And, in clause 28 (4) (h) of the Act the reference to the Treasurer of Ontario is updated.

Provincial Offences Act

A new section 70.1 is added to the *Provincial Offences Act*. This section requires defendants to pay certain collection costs incurred by a municipality when it collects on a fine in default. These collection costs are deemed to be part of the fine in default.

Open for Business Act, 2010

Subsection 5 (17) of Schedule 2 to the *Open for Business Act, 2010*, which would if it came into force repeal clause 12 (3) (a) of the *Professional Engineers Act*, is itself repealed. Clause 12 (3) (a) of the *Professional Engineers Act* provides that acts that are within the practice of professional engineering in relation to machinery or equipment, other than equipment of a structural nature, for use in the facilities of a person’s employer in the production of products by the person’s employer, do not require a licence, temporary licence, provisional licence, limited licence or certificate of authorization except in certain circumstances.

SCHEDULE 3 BULK SALES ACT REPEAL

The Schedule repeals the *Bulk Sales Act* and makes consequential amendments to other Acts.

SCHEDULE 4 INTERNATIONAL CHOICE OF COURT AGREEMENTS CONVENTION ACT, 2017

The Schedule implements the Hague Convention of 30 June 2005 on Choice of Court Agreements.

SCHEDULE 5 INTERNATIONAL COMMERCIAL ARBITRATION ACT, 2017

The Schedule repeals and replaces the *International Commercial Arbitration Act*. The replacement Act provides for the application in Ontario of the Convention on the Recognition and Enforcement of Foreign Arbitral Awards adopted by the United Nations Conference on International Commercial Arbitration in New York on 10 June 1958, and of the Model Law on International Commercial Arbitration adopted by the United Nations Commission on International Trade Law on 21 June 1985, as amended by the United Nations Commission on International Trade Law on 7 July 2006.

In addition, the *Arbitration Act, 1991* and the *Limitations Act, 2002* are amended to align limitation periods applicable to the commencement of proceedings to enforce awards made under the *Arbitration Act, 1991* and awards to which the *International Commercial Arbitration Act, 2017* applies, and to provide that those limitation periods apply instead of the limitation periods established under the *Limitations Act, 2002*.

SCHEDULE 6 INTERNATIONAL ELECTRONIC COMMUNICATIONS CONVENTION ACT, 2017

The Schedule implements the United Nations Convention on the Use of Electronic Communications in International Contracts.

SCHEDULE 7 INTERNATIONAL RECOGNITION OF TRUSTS ACT, 2017

The Schedule implements the Convention on the Law Applicable to Trusts and on their Recognition.

SCHEDULE 8 INTERNATIONAL SALE OF GOODS ACT AMENDMENTS

The Schedule amends the *International Sale of Goods Act* to provide for the implementation in Ontario of the Convention on the Limitation Period in the International Sale of Goods and of the Convention on the Limitation Period in the International

Sale of Goods as amended by the Protocol amending the Convention on the Limitation Period in the International Sale of Goods. In consequence, the title of the Act is changed to the *International Sales Conventions Act*.

The Schedule makes a consequential amendment to the *Limitations Act, 2002*, to provide that it does not apply to proceedings to which one of the Conventions on limitation periods applies.

**SCHEDULE 9
MINISTRY OF CITIZENSHIP AND IMMIGRATION**

The Schedule amends the *Fair Access to Regulated Professions and Compulsory Trades Act, 2006* and makes complementary amendments to other Acts. Employees of the Office of the Fairness Commissioner are appointed under Part III of the *Public Service of Ontario Act, 2006*.

**SCHEDULE 10
MINISTRY OF ENERGY**

Electricity Act, 1998

The Schedule amends the *Electricity Act, 1998* to provide market participants with a more flexible appeals process that allows the Ontario Energy Board up to 120 days to make a final decision in an appeal from an amendment of the market rules.

Ontario Energy Board Act, 1998

The Schedule makes several amendments to the *Ontario Energy Board Act, 1998*. Among the amendments:

1. It is provided that the Ontario Energy Board (“the Board”) may exercise its powers with respect to a regulated utility even where a liquidator or similar official has been appointed with respect to the regulated utility.
2. The specific timing periods for the Board’s orders respecting the reflection in rates of deferral and variance accounts are removed.
3. The Board is given the power to publish audit and compliance results of an inspection, subject to a determination of confidentiality.
4. The Board is given increased discretion when reviewing acquisitions involving generators owning transmission or distribution assets or transmitters or distributors owning generation assets and also given the power to exempt certain minor transactions from review.

**SCHEDULE 11
MINISTRY OF THE ENVIRONMENT AND CLIMATE CHANGE**

Environmental Protection Act

The Schedule amends the *Environmental Protection Act* to allow for prescribed instruments to cease to apply in respect of an activity at a site where a registration is in effect in respect of the activity under Part II.2 of the Act.

Other Acts

The Schedule amends each of the following Acts to include provisions relating to requirements that persons respond to reasonable inquiries for the purposes of determining compliance with the Act: the *Clean Water Act, 2006*, the *Nutrient Management Act, 2002*, the *Ontario Water Resources Act*, the *Pesticides Act*, the *Safe Drinking Water Act, 2002* and the *Toxics Reduction Act, 2009*.

The Schedule makes other minor amendments, including technical amendments, to various Acts.

**SCHEDULE 12
MINISTRY OF GOVERNMENT AND CONSUMER SERVICES**

Business Corporations Act

Currently, with certain exceptions, a meeting of the board of directors of a corporation must be held at its registered office. An amendment provides that unless the articles or by-laws of a corporation provide otherwise, a meeting of the board of directors may be held at any place. The Schedule also makes certain technical amendments.

Business Regulation Reform Act, 1994

The Schedule amends the Act in respect of business identifiers. Currently, the Minister responsible for the administration of section 8 of the Act may enter into agreements with certain types of entities to require those entities to use the system of business identifiers that is established under the Act. The amendment allows the Minister to enter into these agreements with two additional types of entities: corporations that administer a designated Act (or provisions of a designated Act) on behalf of the Government of Ontario; Crown corporations that exercise powers or perform duties under a designated Act.

Consumer Protection Act, 2002

The Director under the Act may enter into an agreement with other entities that will disclose information to the Ministry for the purpose of making the information publicly available. Those entities include another ministry of the Government of Ontario, a corporation that administers Ontario legislation, an Ontario agency, board or commission, a municipality or the Government of Canada.

The Ministry may mediate a complaint received under section 105 of the Act if the parties to the complaint agree to mediation. The Ministry may request in writing that either party to a mediation provide to the Ministry documents or other evidence that are relevant to the complaint.

In addition to the powers of inspection involving entering a place, an inspector may contact any person who is in control of the operations of a supplier and may exercise the powers that he or she has to conduct an inspection with respect to the supplier or person, if the inspector establishes that the supplier is subject to the Act and that the person is in control of the operations of the supplier.

The power of the Director to delegate order-making powers to an inspector is expanded to include powers to make a proposal under specified sections of the Act.

Freedom of Information and Protection of Privacy Act***Municipal Freedom of Information and Protection of Privacy Act***

Currently, each Act requires a person seeking access to a record to make a request in writing to the institution that the person believes has custody or control of the record. The Schedule amends each Act to require the person to specify that the request is being made under the Act.

Land Titles Act

When easements are registered under section 39 of the Act, the Director of Titles is allowed to determine the evidence required for recording the easements on title and the manner of recording them.

To prove their percentage of ownership, co-owners are no longer required to provide an affidavit, but instead are required to provide the proof that the Director of Titles requires.

Personal Property Security Act

A secured party is no longer required to provide a copy of a verification statement to a debtor within 30 days after the date of registration of a financing statement or financing change statement, if the debtor waives the right to receive a copy. The Schedule also makes a technical amendment to the French version of the Act.

Technical Standards and Safety Act, 2000

The Schedule imposes a deadline of 90 days for an appeal to a director under section 22 of the Act.

**SCHEDULE 13
MINISTRY OF LABOUR**

Protecting Child Performers Act, 2015

The Schedule amends the *Protecting Child Performers Act, 2015* in respect of overnight travel expenses, the number of hours a child performer may work in a day, rules relating to breaks and requirements for individualized adult accompaniment.

Registered Human Resources Professionals Act, 2013

The Schedule amends the *Registered Human Resources Professionals Act, 2013* authorizing certain members of the Human Resources Professionals Association to perform workplace investigations.

**SCHEDULE 14
MINISTRY OF NATURAL RESOURCES AND FORESTRY**

Crown Forest Sustainability Act, 1994

The Schedule amends the *Crown Forest Sustainability Act, 1994* to change the maximum term of a forest resource licence granted under section 27 of the Act from five years to 10 years and to change the maximum renewal term of such a licence from one year to two years. The Schedule also allows for documents that are incorporated by reference in manuals prepared under section 68 and in regulations made under section 69, to be incorporated as those documents may be amended from time to time.

Fish and Wildlife Conservation Act, 1997

The Schedule amends the *Fish and Wildlife Conservation Act, 1997*.

Subsection 1 (1) of the Act currently defines furbearing mammal, game amphibian, game bird, game mammal and game reptile, as well as specially protected amphibian, specially protected bird, specially protected invertebrate, specially protected mammal, specially protected raptor and specially protected reptile as a member of the corresponding species set out in

Schedules 1 to 11 to the Act or prescribed by the regulations as such a species. Schedules 1 to 11 are repealed and the definitions are amended to remove the references to the Schedules.

Subsection 1 (7) is amended to specify applicable criteria for determining when an electronic ignition muzzle-loading gun is considered a loaded firearm for the purposes of the Act.

Currently, under subsection 6 (2), the holder of a licence to trap furbearing mammals is authorized to trap or hunt wildlife referred to in that subsection to the extent that the open season falls within the period from September 1 in a year to June 30 of the following year. The subsection is amended to also authorize the holder to hunt the wildlife referred to in the subsection to the extent that the open season falls within any additional period prescribed by the regulations. A related regulation-making power is added to section 112.

Currently, subsection 16 (1) prohibits a person who is in possession of a firearm for the purpose of hunting or trapping from discharging or handling the firearm without due care and attention or without reasonable consideration for people or property, and subsection 16 (2) requires a person to report injuries caused by the discharge of a firearm while the person is in possession of the firearm for the purpose of hunting or trapping. The subsections are amended to also apply to a person who is in possession of a firearm for the purpose of fishing.

Currently, under clause 31 (3) (b), a white-tailed deer, an American elk and other prescribed wildlife may not be harassed, captured or killed in protection of property unless it is done in accordance with the authorization of the Minister of Natural Resources and Forestry. Clause 31 (3) (b) is amended to provide that this may also be done in circumstances prescribed by the regulations. A related regulation-making power is added to section 112.

Under new section 72.1, the Minister may refuse to issue to a person who is in default of the payment of a fine imposed for an offence under the Act or the *Fisheries Act* (Canada) any licence under the Act or any component of a licence under the Act, until the fine is paid.

Current subsection 76 (1) provides that Minister's notices of refusal or cancellation of a licence referred to in that subsection shall be served personally or by registered mail. Section 76 is re-enacted to provide that these notices shall be served personally, by mail or by any other method prescribed by the regulations. A related regulation-making power is added to section 112.

Current clause 104 (1) (c) provides that if a person is convicted of an offence for the careless use of a firearm under subsection 16 (1), the court shall order that before applying for a licence to hunt, the person shall complete a hunter education course prescribed by the regulations and pass an examination for applicants for licences to hunt. Clause 104 (1) (c) is re-enacted to provide that the court shall order that before applying for a licence to hunt, the person shall complete the educational requirements and pass the examinations prescribed by the regulations for the licence.

New section 114.1 provides that regulations that adopt documents by reference may adopt the documents as they may be amended from time to time after the regulations are made.

The Schedule makes several housekeeping amendments to the Act, including an amendment to update the definition of "Ontario Fishery Regulations" in subsection 1 (1) and an amendment to update the cross-reference to a federal Act in subsection 87 (2).

Lakes and Rivers Improvement Act

The Schedule amends clause 14 (3) (a) of the *Lakes and Rivers Improvement Act* which requires a person applying for the Minister's approval of the plan and specifications for the construction of a dam in a lake or river to submit three copies of the plans and specification with the application. The amendment would require the person to submit the number of copies of the plans and specifications that the Minister requires up to a maximum of three copies. A couple of technical amendments are also made to the Act.

Public Lands Act

The Schedule amends the Public Lands Act to add a provision that entitles a person to occupy public lands for the purpose of erecting or placing on the public lands, and using, a building, structure or things of a prescribed type or class or that meets prescribed specifications. No lease, licence, permit or other instrument under the Act is required to authorize the occupation of public lands under this provision. Rules respecting the occupation of public lands are specified in the Act and the regulations. A person who occupies public lands under this new provision must vacate the public lands and remove the buildings, structures or things from the public lands when required to do so by regulation or by notice given by the Minister.

SCHEDULE 15 MINISTRY OF NORTHERN DEVELOPMENT AND MINES

The Schedule amends section 10 of the *Ministry of Northern Development, Mines and Forestry Act* to give the Minister the power to establish programs under that section. Currently the programs are established by the Lieutenant Governor in Council on the recommendation of the Minister.

SCHEDULE 16
MINISTRY OF TOURISM, CULTURE AND SPORT

Ontario Place Corporation Act

The Schedule amends the Act to broaden the objects of Ontario Place Corporation.

Section 9 of the Act is amended to broaden Ontario Place Corporation's development, acquisition, construction, operation, maintenance and management powers. Ontario Place Corporation is also given the power to acquire and dispose of land or any interest in land, subject to the Lieutenant Governor in Council's approval.

SCHEDULE 17
MINISTRY OF TRANSPORTATION

Highway Traffic Act

The definition of "power-assisted bicycle" in subsection 1 (1) of the Act is amended to specify that it must be fitted at all times with pedals that are operable and is capable at all times of being propelled on level ground solely by using muscular power to operate the pedals. Related amendments are made to section 82 of the Act: subsections 82 (2) and (3) are re-enacted to give police officers and transportation enforcement officers the power to require that power-assisted bicycles be submitted for examinations and tests. A consequential amendment is made to Bill 173, the *Jobs for Today and Tomorrow Act (Budget Measures), 2016* if the amendments to subsections 82 (2) and (3) of the *Highway Traffic Act* in that Act are not in force before the re-enactments of those subsections in this Schedule are in force.

Current subsection 62 (14) of the Act permits the use of flashing red hazard lights. Subsection 62 (14) is re-enacted to permit the use of flashing red turning signal lights as well.

Under new section 110.5, over-dimensional vehicle escorts may be appointed; they will have the authority to direct traffic or close highways while escorting vehicles or combinations of vehicles that exceed the Act's dimensional or weight limits. A consequential amendment is made to subsection 146.1 (5) of the Act to permit over-dimensional vehicle escorts to use traffic control stop and slow signs.

Current subsection 146.1 (2) of the Act permits firefighters to display a traffic control stop or slow sign when attending at an accident. This is re-enacted to permit firefighters to display the stop and slow signs when attending to any emergency on or adjacent to a roadway.

Current subsection 166 (1) of the Act requires vehicles, bicycles and horses that overtake a stopped street car taking on or discharging passengers to stay at least 2 metres behind the rear or front entrance or exit until the passengers are safely on the street car or the side of the street. This is re-enacted to refer to any door of the street car. The reference to bicycles in both subsections 166 (1) and (2) is deleted, because vehicle, by definition, includes a bicycle.

Section 174 of the Act is amended to provide that the requirements that public vehicles and school buses not change gears while crossing a railway crossing only applies to those vehicles with manual transmission.

Current subsection 202 (1) of the Act requires Crown attorneys and police officers to report fatal accidents to the Registrar of Motor Vehicles. This is re-enacted so that it no longer applies to Crown attorneys.

Current subsection 205.22 (1) of the Act provides that a defendant who has given notice of an intention to appear at trial and who fails to appear shall be deemed not to dispute the charge. This is re-enacted to say that a defendant is deemed to not wish to dispute the charge if the defendant has been issued a notice of the time and place of trial and fails to appear.

Section 210 of the Act requires that notice of convictions for certain specified offences be given to the Registrar of Motor Vehicles. Currently, subsection 210 (1.1) lists convictions under various Acts, including the *Highway Traffic Act*, committed by means of a motor vehicle, street car, vessel or motorized snow vehicle for which this notice must be given. Subsections 210 (1) and (1.1) are re-enacted to provide that a conviction for any offence under the *Highway Traffic Act* requires this notice.

In addition, housekeeping amendments are made as follows: the citation of the *Motor Vehicle Transport Act (Canada)* in sections 17 and 17.0.2 of the Act is corrected; reference to "a dishonoured cheque" in clause 46 (4) (d) is changed to "a dishonoured payment"; corrections are made to the French version of a number of provisions.

**An Act to reduce the regulatory burden on business,
to enact various new Acts and to make other amendments and repeals**

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Her Majesty, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

Contents of this Act

1 This Act consists of this section, sections 2 and 3 and the Schedules to this Act.

Commencement

2 (1) Subject to subsections (2) and (3), this Act comes into force on the day it receives Royal Assent.

Schedules

(2) The Schedules to this Act come into force as provided in each Schedule.

Different dates for same Schedule

(3) If a Schedule to this Act provides that any of its provisions are to come into force on a day to be named by proclamation of the Lieutenant Governor, a proclamation may apply to one or more of those provisions, and proclamations may be issued at different times with respect to any of those provisions.

Short title

3 The short title of this Act is the *Burden Reduction Act, 2017*.

SCHEDULE 1
MINISTRY OF AGRICULTURE, FOOD AND RURAL AFFAIRS

MINISTRY OF AGRICULTURE, FOOD AND RURAL AFFAIRS ACT

1 Clause 4 (a) of the *Ministry of Agriculture, Food and Rural Affairs Act* is amended by striking out “agriculture and food” and substituting “agriculture, food and rural affairs”.

2 The Act is amended by adding the following sections:

Agreements

6.1 The Minister may enter into agreements in respect of any matter that is under his or her administration under this or any other Act.

Establishment of programs by Minister

6.2 (1) The Minister may, by order, establish programs for the encouragement of any branch of agriculture, food or rural affairs.

Contents of order

(2) An order establishing a program shall set out,

- (a) the conditions under which services are to be provided under the program;
- (b) the conditions under which any grants or other payments under the program may be made and the circumstances in which the grants and payments shall be repaid;
- (c) any restrictions on whether a grant or the payment made under the program may be assigned, charged, attached or given as security, and the legal effect of any purported transaction that contravenes the restrictions; and
- (d) the circumstances under which expenses incurred by participants in the program in connection with the program may be reimbursed by the Minister.

Fees

(3) An order establishing a program may,

- (a) require that persons participating in the program or classes of such persons pay fees;
- (b) fix the amount of the fees; and
- (c) specify any circumstances in which the fees may be waived or refunded.

Delegation of program administration

(4) An order establishing a program may specify that any of the following persons are authorized to administer the program:

- 1. A person employed under Part III of the *Public Service of Ontario Act, 2006* who works in or provides services to the Ministry.
- 2. A person or entity other than a person described in paragraph 1 with whom the Minister enters into an agreement in respect of administering the program.

Municipal valuers

(5) If a program requires the appointment of valuers for the purposes of investigating or assessing damage to livestock or poultry caused by wild animals, the council of every municipality shall appoint one or more persons as valuers for that purpose.

Publication of order

(6) An order made under subsection (1) shall be published on the Government of Ontario’s website.

Part III of Legislation Act, 2006

(7) Part III of the *Legislation Act, 2006* does not apply to an order made under this section.

3 (1) Subsection 7 (1) of the Act is repealed and the following substituted:

(1) Upon the recommendation of the Minister, the Lieutenant Governor in Council may, by order, establish programs for the encouragement of any branch of agriculture, food or rural affairs.

(2) Section 7 of the Act is amended by adding the following subsections:

Part III of Legislation Act, 2006

(7) Part III of the *Legislation Act, 2006* does not apply to an order made under this section.

Transition to Minister's orders

(8) A program that was established by the Lieutenant Governor in Council under this section before the day section 2 of Schedule 1 of the *Burden Reduction Act, 2017* comes into force and that is still in effect on that day is deemed, on and after that day, to be a program established by the Minister under section 6.2.

Commencement

4 This Schedule comes into force on the day the *Burden Reduction Act, 2017* receives Royal Assent.

SCHEDULE 2
MINISTRY OF THE ATTORNEY GENERAL
COURTS OF JUSTICE ACT

1 Section 14 of the *Courts of Justice Act* is amended by adding the following subsection:

Small Claims Court Administrative Judge

(5.1) The Chief Justice of the Superior Court of Justice may delegate to the Small Claims Court Administrative Judge appointed under section 87.2 his or her powers and duties under subsection (1) in respect of the Small Claims Court, subject to such conditions or restrictions as he or she may specify.

2 Clause 21 (2) (b) of the Act is amended by striking out “a provincial judge or a deputy judge” and substituting “a person referred to in subsection 24 (2)”.

3 Subsection 24 (2) of the Act is repealed and the following substituted:

Other judicial officials who may preside

(2) Despite subsection (1), a proceeding in the Small Claims Court may also be heard and determined by,

- (a) a provincial judge who was assigned to the Provincial Court (Civil Division) immediately before the 1st day of September, 1990;
- (b) a deputy judge appointed under section 32; or
- (c) the Small Claims Court Administrative Judge appointed under section 87.2.

4 Clause 33 (2) (d) of the Act is repealed and the following substituted:

- (d) the Small Claims Court Administrative Judge appointed under section 87.2 or a deputy judge, as appointed by the Chief Justice; and

5 Subsection 33.1 (21) of the Act is amended by striking out “the person’s duty under this section” at the end and substituting “any power or duty of the person, or for any neglect or default in the exercise or performance in good faith of such power or duty”.

6 (1) Subsection 43 (5) of the Act is repealed.

(2) Section 43 of the Act is amended by adding the following subsection:

Personal liability

(15) No action or other proceeding for damages shall be instituted against the Committee or any of its members for any act done in good faith in the execution or intended execution of any power or duty of the Committee, or for any neglect or default in the exercise or performance in good faith of such power or duty.

7 Subsection 47 (8) of the Act is repealed.

8 (1) Subsections 48 (1) and (2) of the Act are repealed and the following substituted:

Resignation and election

Resignation

(1) A provincial judge may at any time resign from his or her office by delivering a signed letter of resignation to the Chief Justice of the Ontario Court of Justice or, in the case of the Chief Justice, to the Attorney General.

Election

(2) A Chief Justice, an associate chief justice or a regional senior judge may, before the expiry of his or her term of office under section 42, elect to hold the office of a provincial judge only, by delivering a signed letter to that effect to the Attorney General in the case of a Chief Justice, or to the Chief Justice of the Ontario Court of Justice in any other case.

(2) Subsection 48 (4) of the Act is amended by striking out “to the Attorney General” and substituting “to the Chief Justice or the Attorney General, as the case may be”.

9 (1) Subsection 49 (7) of the Act is repealed.

(2) Subsection 49 (27) of the Act is amended by striking out “the Council’s or person’s duty” at the end and substituting “any power or duty of the Council or person, or for any neglect or default in the exercise or performance in good faith of such power or duty”.

10 Subsection 51.8 (5) of the Act is repealed.

11 (1) Subsection 53 (1) of the Act is amended by adding the following clause:

(a.4) providing for the matters referred to in clauses (a.2) and (a.3) with respect to the Small Claims Court Administrative Judge appointed under section 87.2;

(2) Subsection 53 (3) of the Act is amended by striking out “clause (1) (a.2) or (a.3)” and substituting “clause (1) (a.2), (a.3) or (a.4)”.

12 Clause 65 (2) (d) of the Act is repealed and the following substituted:

(d) the Small Claims Court Administrative Judge appointed under section 87.2;

13 Subsections 70 (2) and (3) of the Act are repealed.

14 The Act is amended by adding the following section before Part V:

Provincial offences rules

70.1 (1) Subject to subsection (2), the Attorney General may make rules in relation to the practice and procedure of the Court of Appeal, the Superior Court of Justice and the Ontario Court of Justice in proceedings under the *Provincial Offences Act*, including rules,

- (a) regulating any matters relating to the practice and procedure of proceedings under the *Provincial Offences Act*;
- (b) prescribing forms;
- (c) regulating the duties of the employees of the courts;
- (d) regulating the duties of municipal employees and other persons who act under the authority of agreements made under Part X of the *Provincial Offences Act*;
- (e) prescribing and regulating the procedures under any Act that confers jurisdiction under the *Provincial Offences Act* on the Ontario Court of Justice or a judge or justice of the peace sitting in it;
- (f) prescribing any matter relating to proceedings under the *Provincial Offences Act* that is referred to in an Act as provided for by the rules of court.

Prior approval of courts

(2) Before a rule may be made under subsection (1), the Attorney General shall obtain the approval of one or more of the Chief Justice of Ontario, the Chief Justice of the Superior Court of Justice and the Chief Justice of the Ontario Court of Justice, as the Attorney General considers appropriate given the proceedings to which the rule would apply.

Recommendations, proposals by courts

(3) The Attorney General shall consider any recommendations or proposals given to him or her by the Chief Justice of Ontario, the Chief Justice of the Superior Court of Justice or the Chief Justice of the Ontario Court of Justice respecting rules that may be made under subsection (1).

15 Subsection 73 (2) of the Act is repealed and the following substituted:

Assignment of powers, duties

(2) The Deputy Attorney General or a person designated by the Deputy Attorney General may, in writing, assign to any person or class of persons a power or duty given to a registrar, sheriff, court clerk, bailiff, assessment officer, Small Claims Court referee or official examiner under an Act, regulation or rule of court, subject to any conditions or restrictions set out in the assignment.

Same

(2.1) For greater certainty, a power or duty may be assigned to a person or class of persons under subsection (2) regardless of whether or not the person or persons are appointed under Part III of the *Public Service of Ontario Act, 2006*.

16 Subsections 86.1 (7) and (8) of the Act are repealed and the following substituted:

Application of ss. 46 to 48

(7) Sections 46 to 48 apply to case management masters, with necessary modifications, in the same manner as to provincial judges, with the following exceptions:

1. Section 46 does not apply in circumstances in which the rules of court require participation in alternative dispute resolution.
2. Subsection 47 (3) does not apply.
3. Letters of resignation under section 48 shall be delivered to the Attorney General instead of to the Chief Justice of the Ontario Court of Justice.

17 Subsection 86.2 (19) of the Act is amended by striking out “the person’s duty under this section” at the end and substituting “any power or duty of the person, or for any neglect or default in the exercise or performance in good faith of such power or duty”.

18 The Act is amended by adding the following section:

Small Claims Court Administrative Judge

87.2 (1) The Lieutenant Governor in Council may, on the recommendation of the Attorney General, appoint a person who meets the qualifications set out in subsection 42 (2) as Small Claims Court Administrative Judge.

Prior consultation

(2) Before making a recommendation under subsection (1), the Attorney General shall consult with the Chief Justice of the Superior Court of Justice.

Term

(3) The appointment of a person as Small Claims Court Administrative Judge is for a term of five years, subject to subsection (5).

Reappointment

(4) The Lieutenant Governor in Council shall reappoint a person as Small Claims Court Administrative Judge for one further term of five years, subject to subsection (5), if the Chief Justice of the Superior Court of Justice recommends the reappointment.

On reaching 65

(5) The completion of any portion of a term during which a person serving as Small Claims Court Administrative Judge is over 64 years of age and under 75 years of age is subject to the annual approval of the Chief Justice of the Superior Court of Justice.

On reaching 75

(6) If a person reaches 75 years of age while serving as Small Claims Court Administrative Judge, his or her term is deemed to expire on that day.

Compensation

(7) The salary, pension benefits, other benefits and allowances of the Small Claims Court Administrative Judge are subject to the recommendations of the Provincial Judges Remuneration Commission and, for the purpose, the Small Claims Court Administrative Judge is deemed to be a provincial judge under the framework agreement set out in the Schedule to this Act.

Same

(8) Until and subject to the first recommendations of the Provincial Judges Remuneration Commission respecting the Small Claims Court Administrative Judge, he or she is entitled to receive the same salary, pension benefits, other benefits and allowances a provincial judge receives under the framework agreement.

Application of ss. 44 to 46

(9) Subsections 44 (1) and (4), and sections 45 and 46, apply with necessary modifications to the Small Claims Court Administrative Judge as if he or she were a provincial judge, subject to the following:

1. For the purposes of subsection 44 (1), the consent of the Chief Justice of the Superior Court of Justice is required.
2. For the purposes of an application under section 45, one of the members of the Judicial Council who is a provincial judge shall be replaced by a judge of the Superior Court of Justice. The Chief Justice of the Ontario Court of Justice shall determine which judge is to be replaced and the Chief Justice of the Superior Court of Justice shall designate the judge who is to replace that judge.

Resignation

(10) The Small Claims Court Administrative Judge may at any time resign from his or her office by delivering a signed letter of resignation to the Attorney General.

Complaints

(11) Any person may make a complaint alleging misconduct by the Small Claims Court Administrative Judge to the Ontario Judicial Council continued under section 49.

Same

(12) For the purposes of subsection (11), sections 51.3 to 51.8 apply with necessary modifications to the Small Claims Court Administrative Judge as if he or she were a provincial judge, subject to the following:

1. One of the members of the Judicial Council who is a provincial judge shall be replaced by a judge of the Superior Court of Justice. The Chief Justice of the Ontario Court of Justice shall determine which judge is to be replaced and the Chief Justice of the Superior Court of Justice shall designate the judge who is to replace that judge.
2. Complaints shall be referred to the Chief Justice of the Superior Court of Justice rather than to the Chief Justice of the Ontario Court of Justice.
3. Subcommittee recommendations with respect to interim suspension shall be made to the Chief Justice of the Superior Court of Justice, to whom subsections 51.4 (10) and (11) apply with necessary modifications.

Standards, education, evaluation

(13) Subject to the consent of the Chief Justice of the Superior Court of Justice, sections 51.9, 51.10 and 51.11 apply with necessary modifications to the Small Claims Court Administrative Judge.

19 Clause 102 (8) (c) of the Act is amended by striking out “section 89 of the *Labour Relations Act*” and substituting “section 94 of the *Labour Relations Act, 1995*”.

JUSTICES OF THE PEACE ACT

20 (1) Subsection 2.1 (7) of the *Justices of the Peace Act* is repealed and the following substituted:

Personal liability

(7) No action or other proceeding for damages shall be instituted against the Advisory Committee or any of its members for any act done in good faith in the execution or intended execution of any power or duty of the Advisory Committee, or for any neglect or default in the exercise or performance in good faith of such power or duty.

(2) Subsection 2.1 (12.1) of the Act is repealed.

21 Subsection 5.1 (1) of the Act is amended by striking out “may change” in the portion before paragraph 1 and substituting “shall change”.

22 (1) Subsection 7 (1) of the Act is amended by striking out “the Attorney General” at the end and substituting “the Chief Justice of the Ontario Court of Justice”.

(2) Subsection 7 (2) of the Act is amended by striking out “the Attorney General” and substituting “the Chief Justice of the Ontario Court of Justice”.

23 Subsection 8 (6) of the Act is repealed.

24 Subsection 16 (7) of the Act is repealed.

LEGISLATION ACT, 2006

25 The definition of “rules of court” in section 87 of the *Legislation Act, 2006* is repealed and the following substituted:

“rules of court” means rules made under Part IV of the *Courts of Justice Act*, or otherwise by an authority having power to make rules regulating court practices and procedures. (“règles de pratique”)

PROFESSIONAL ENGINEERS ACT

26 Paragraph 16 of subsection 7 (1) of the *Professional Engineers Act* is repealed and the following substituted:

16. providing for the maintenance and inspection of registers established for the purposes of section 21;

27 Clause 28 (4) (h) of the Act is amended by striking out “Treasurer of Ontario” and substituting “Minister of Finance”.

PROVINCIAL OFFENCES ACT

28 The *Provincial Offences Act* is amended by adding the following section:

Collection agency costs payable

70.1 (1) A defendant shall pay the costs that a municipality incurs by using a registered collection agency in good standing under the *Collection and Debt Settlement Services Act* to collect a fine that is in default, but the costs shall not exceed an amount approved by the municipality.

Costs collectable as a fine

(2) For the purpose of making and enforcing payment, costs payable under this section shall be deemed to be part of the fine that is in default.

OPEN FOR BUSINESS ACT, 2010

29 Subsection 5 (17) of Schedule 2 to the *Open for Business Act, 2010* is repealed.

COMMENCEMENT

Commencement

30 This Schedule comes into force on the day the *Burden Reduction Act, 2017* receives Royal Assent.

**SCHEDULE 3
BULK SALES ACT REPEAL**

Bulk Sales Act

1 The *Bulk Sales Act* is repealed.

Electricity Act, 1998

2 (1) Section 135 of the *Electricity Act, 1998* is amended by striking out “The *Bulk Sales Act*” at the beginning.

(2) Section 159 of the Act is amended by striking out “The *Bulk Sales Act*” at the beginning.

Farm Implements Act

3 (1) Section 29 of the *Farm Implements Act* is repealed.

(2) Subsection 30.1 (7) of the Act is repealed.

Farm Products Payments Act

4 (1) Clause 3 (1) (b) of the *Farm Products Payments Act* is amended by striking out “or the *Bulk Sales Act*” at the end.

(2) Clause 3 (2) (b) of the Act is amended by striking out “or the *Bulk Sales Act*”.

Housing Services Act, 2011

5 (1) Paragraph 6 of section 83 of the *Housing Services Act, 2011* is repealed.

(2) Paragraph 2 of subsection 167 (1) of the Act is repealed.

Limitations Act, 2002

6 The Schedule to the *Limitations Act, 2002* is amended by striking out the row for the *Bulk Sales Act*.

Metrolinx Act, 2006

7 Subsection 44 (7) of the *Metrolinx Act, 2006* is amended by striking out “The *Bulk Sales Act*” at the beginning.

Personal Property Security Act

8 (1) Clause 4 (1) (g) of the *Personal Property Security Act* is repealed and the following substituted:

(g) to a sale of accounts or chattel paper as part of a sale of the business out of which they arose unless the vendor remains in apparent control of the business after the sale;

(2) Subsection 20 (3) of the Act is amended by striking out the portion before clause (c) and clauses (c) and (d) and substituting the following:

has priority over an interest set out in subclause (1) (a) (ii) and is effective against a person described in clause (1) (b).

Province of Ontario Savings Office Privatization Act, 2002

9 Section 10 of the *Province of Ontario Savings Office Privatization Act, 2002* is repealed.

Retail Sales Tax Act

10 (1) Subsection 6 (3) of the *Retail Sales Tax Act* is amended by striking out “a sale in bulk to which the *Bulk Sales Act* applies” and substituting “a sale in bulk to which the *Bulk Sales Act*, as it read immediately before it was repealed, would have applied had it not been repealed”.

(2) Subsection 6 (5) of the Act is amended by striking out “a sale in bulk to which the *Bulk Sales Act* applies” and substituting “a sale in bulk to which the *Bulk Sales Act*, as it read immediately before it was repealed, would have applied had it not been repealed”.

Tobacco Tax Act

11 (1) Subsection 14 (1) of the *Tobacco Tax Act* is amended by striking out “the *Bulk Sales Act*” and substituting “the *Bulk Sales Act*, as it read immediately before it was repealed,”.

(2) Subsection 14 (2) of the Act is amended by striking out “the *Bulk Sales Act*” and substituting “the *Bulk Sales Act*, as it read immediately before it was repealed,”.

Commencement

12 This Schedule comes into force on the day the *Burden Reduction Act, 2017* receives Royal Assent.

**SCHEDULE 4
INTERNATIONAL CHOICE OF COURT AGREEMENTS CONVENTION ACT, 2017**

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INTERPRETATION

Definition

1 In this Act,

“declaration” means a declaration made by Canada under the Convention with respect to Ontario.

Aid to interpretation

2 For the purpose of interpreting the Convention, recourse may be had to the Explanatory Report on the 2005 Hague Choice of Court Agreements Convention, published by the Hague Conference on Private International Law in 2013.

THE CONVENTION

Application of Convention

3 Subject to any declaration that is in force, the Hague Convention of 30 June 2005 on Choice of Court Agreements set out in Schedule 1 has force of law in Ontario on and after the day it enters into force in accordance with Articles 28 and 31 of the Convention.

Crown bound

4 This Act binds the Crown.

COMMENCEMENT AND SHORT TITLE

Commencement

5 The Act set out in this Schedule comes into force on the day the *Burden Reduction Act, 2017* receives Royal Assent.

Short title

6 The short title of the Act set out in this Schedule is the *International Choice of Court Agreements Convention Act, 2017*.

SCHEDULE 1

HAGUE CONVENTION OF 30 JUNE 2005 ON CHOICE OF COURT AGREEMENTS

The States Parties to the present Convention,

Desiring to promote international trade and investment through enhanced judicial co-operation,

Believing that such co-operation can be enhanced by uniform rules on jurisdiction and on recognition and enforcement of foreign judgments in civil or commercial matters,

Believing that such enhanced co-operation requires in particular an international legal regime that provides certainty and ensures the effectiveness of exclusive choice of court agreements between parties to commercial transactions and that governs the recognition and enforcement of judgments resulting from proceedings based on such agreements,

Have resolved to conclude this Convention and have agreed upon the following provisions -

CHAPTER I
SCOPE AND DEFINITIONS

Article 1
Scope

- (1) This Convention shall apply in international cases to exclusive choice of court agreements concluded in civil or commercial matters.
- (2) For the purposes of Chapter II, a case is international unless the parties are resident in the same Contracting State and the relationship of the parties and all other elements relevant to the dispute, regardless of the location of the chosen court, are connected only with that State.
- (3) For the purposes of Chapter III, a case is international where recognition or enforcement of a foreign judgment is sought.

Article 2
Exclusions from scope

- (1) This Convention shall not apply to exclusive choice of court agreements –
 - a) to which a natural person acting primarily for personal, family or household purposes (a consumer) is a party;
 - b) relating to contracts of employment, including collective agreements.
- (2) This Convention shall not apply to the following matters –
 - a) the status and legal capacity of natural persons;
 - b) maintenance obligations;
 - c) other family law matters, including matrimonial property regimes and other rights or obligations arising out of marriage or similar relationships;
 - d) wills and succession;
 - e) insolvency, composition and analogous matters;
 - f) the carriage of passengers and goods;
 - g) marine pollution, limitation of liability for maritime claims, general average, and emergency towage and salvage;
 - h) anti-trust (competition) matters;
 - i) liability for nuclear damage;
 - j) claims for personal injury brought by or on behalf of natural persons;
 - k) tort or delict claims for damage to tangible property that do not arise from a contractual relationship;
 - l) rights *in rem* in immovable property, and tenancies of immovable property;
 - m) the validity, nullity, or dissolution of legal persons, and the validity of decisions of their organs;
 - n) the validity of intellectual property rights other than copyright and related rights;
 - o) infringement of intellectual property rights other than copyright and related rights, except where infringement proceedings are brought for breach of a contract between the parties relating to such rights, or could have been brought for breach of that contract;
 - p) the validity of entries in public registers.
- (3) Notwithstanding paragraph 2, proceedings are not excluded from the scope of this Convention where a matter excluded under that paragraph arises merely as a preliminary question and not as an object of the proceedings. In particular, the mere fact that a matter excluded under paragraph 2 arises by way of defence does not exclude proceedings from the Convention, if that matter is not an object of the proceedings.
- (4) This Convention shall not apply to arbitration and related proceedings.
- (5) Proceedings are not excluded from the scope of this Convention by the mere fact that a State, including a government, a governmental agency or any person acting for a State, is a party thereto.
- (6) Nothing in this Convention shall affect privileges and immunities of States or of international organisations, in respect of themselves and of their property.

Article 3
Exclusive choice of court agreements

For the purposes of this Convention –

- a) “exclusive choice of court agreement” means an agreement concluded by two or more parties that meets the requirements of paragraph c) and designates, for the purpose of deciding disputes which have arisen or may arise in connection with a particular legal relationship, the courts of one Contracting State or one or more specific courts of one Contracting State to the exclusion of the jurisdiction of any other courts;
- b) a choice of court agreement which designates the courts of one Contracting State or one or more specific courts of one Contracting State shall be deemed to be exclusive unless the parties have expressly provided otherwise;
- c) an exclusive choice of court agreement must be concluded or documented –
 - i) in writing; or
 - ii) by any other means of communication which renders information accessible so as to be usable for subsequent reference;
- d) an exclusive choice of court agreement that forms part of a contract shall be treated as an agreement independent of the other terms of the contract. The validity of the exclusive choice of court agreement cannot be contested solely on the ground that the contract is not valid.

Article 4 Other definitions

- (1) In this Convention, “judgment” means any decision on the merits given by a court, whatever it may be called, including a decree or order, and a determination of costs or expenses by the court (including an officer of the court), provided that the determination relates to a decision on the merits which may be recognised or enforced under this Convention. An interim measure of protection is not a judgment.
- (2) For the purposes of this Convention, an entity or person other than a natural person shall be considered to be resident in the State –
 - a) where it has its statutory seat;
 - b) under whose law it was incorporated or formed;
 - c) where it has its central administration; or
 - d) where it has its principal place of business.

CHAPTER II JURISDICTION

Article 5 Jurisdiction of the chosen court

- (1) The court or courts of a Contracting State designated in an exclusive choice of court agreement shall have jurisdiction to decide a dispute to which the agreement applies, unless the agreement is null and void under the law of that State.
- (2) A court that has jurisdiction under paragraph 1 shall not decline to exercise jurisdiction on the ground that the dispute should be decided in a court of another State.
- (3) The preceding paragraphs shall not affect rules –
 - a) on jurisdiction related to subject matter or to the value of the claim;
 - b) on the internal allocation of jurisdiction among the courts of a Contracting State. However, where the chosen court has discretion as to whether to transfer a case, due consideration should be given to the choice of the parties.

Article 6 Obligations of a court not chosen

A court of a Contracting State other than that of the chosen court shall suspend or dismiss proceedings to which an exclusive choice of court agreement applies unless –

- a) the agreement is null and void under the law of the State of the chosen court;
- b) a party lacked the capacity to conclude the agreement under the law of the State of the court seised;
- c) giving effect to the agreement would lead to a manifest injustice or would be manifestly contrary to the public policy of the State of the court seised;
- d) for exceptional reasons beyond the control of the parties, the agreement cannot reasonably be performed; or
- e) the chosen court has decided not to hear the case.

Article 7
Interim measures of protection

Interim measures of protection are not governed by this Convention. This Convention neither requires nor precludes the grant, refusal or termination of interim measures of protection by a court of a Contracting State and does not affect whether or not a party may request or a court should grant, refuse or terminate such measures.

CHAPTER III
RECOGNITION AND ENFORCEMENT

Article 8
Recognition and enforcement

- (1) A judgment given by a court of a Contracting State designated in an exclusive choice of court agreement shall be recognised and enforced in other Contracting States in accordance with this Chapter. Recognition or enforcement may be refused only on the grounds specified in this Convention.
- (2) Without prejudice to such review as is necessary for the application of the provisions of this Chapter, there shall be no review of the merits of the judgment given by the court of origin. The court addressed shall be bound by the findings of fact on which the court of origin based its jurisdiction, unless the judgment was given by default.
- (3) A judgment shall be recognised only if it has effect in the State of origin, and shall be enforced only if it is enforceable in the State of origin.
- (4) Recognition or enforcement may be postponed or refused if the judgment is the subject of review in the State of origin or if the time limit for seeking ordinary review has not expired. A refusal does not prevent a subsequent application for recognition or enforcement of the judgment.
- (5) This Article shall also apply to a judgment given by a court of a Contracting State pursuant to a transfer of the case from the chosen court in that Contracting State as permitted by Article 5, paragraph 3. However, where the chosen court had discretion as to whether to transfer the case to another court, recognition or enforcement of the judgment may be refused against a party who objected to the transfer in a timely manner in the State of origin.

Article 9
Refusal of recognition or enforcement

Recognition or enforcement may be refused if –

- a) the agreement was null and void under the law of the State of the chosen court, unless the chosen court has determined that the agreement is valid;
- b) a party lacked the capacity to conclude the agreement under the law of the requested State;
- c) the document which instituted the proceedings or an equivalent document, including the essential elements of the claim,
 - i) was not notified to the defendant in sufficient time and in such a way as to enable him to arrange for his defence, unless the defendant entered an appearance and presented his case without contesting notification in the court of origin, provided that the law of the State of origin permitted notification to be contested; or
 - ii) was notified to the defendant in the requested State in a manner that is incompatible with fundamental principles of the requested State concerning service of documents;
- d) the judgment was obtained by fraud in connection with a matter of procedure;
- e) recognition or enforcement would be manifestly incompatible with the public policy of the requested State, including situations where the specific proceedings leading to the judgment were incompatible with fundamental principles of procedural fairness of that State;
- f) the judgment is inconsistent with a judgment given in the requested State in a dispute between the same parties; or
- g) the judgment is inconsistent with an earlier judgment given in another State between the same parties on the same cause of action, provided that the earlier judgment fulfils the conditions necessary for its recognition in the requested State.

Article 10
Preliminary questions

- (1) Where a matter excluded under Article 2, paragraph 2, or under Article 21, arose as a preliminary question, the ruling on that question shall not be recognised or enforced under this Convention.
- (2) Recognition or enforcement of a judgment may be refused if, and to the extent that, the judgment was based on a ruling on a matter excluded under Article 2, paragraph 2.

(3) However, in the case of a ruling on the validity of an intellectual property right other than copyright or a related right, recognition or enforcement of a judgment may be refused or postponed under the preceding paragraph only where –

- a) that ruling is inconsistent with a judgment or a decision of a competent authority on that matter given in the State under the law of which the intellectual property right arose; or
- b) proceedings concerning the validity of the intellectual property right are pending in that State.

(4) Recognition or enforcement of a judgment may be refused if, and to the extent that, the judgment was based on a ruling on a matter excluded pursuant to a declaration made by the requested State under Article 21.

Article 11 Damages

(1) Recognition or enforcement of a judgment may be refused if, and to the extent that, the judgment awards damages, including exemplary or punitive damages, that do not compensate a party for actual loss or harm suffered.

(2) The court addressed shall take into account whether and to what extent the damages awarded by the court of origin serve to cover costs and expenses relating to the proceedings.

Article 12 Judicial settlements (*transactions judiciaires*)

Judicial settlements (*transactions judiciaires*) which a court of a Contracting State designated in an exclusive choice of court agreement has approved, or which have been concluded before that court in the course of proceedings, and which are enforceable in the same manner as a judgment in the State of origin, shall be enforced under this Convention in the same manner as a judgment.

Article 13 Documents to be produced

(1) The party seeking recognition or applying for enforcement shall produce –

- a) a complete and certified copy of the judgment;
- b) the exclusive choice of court agreement, a certified copy thereof, or other evidence of its existence;
- c) if the judgment was given by default, the original or a certified copy of a document establishing that the document which instituted the proceedings or an equivalent document was notified to the defaulting party;
- d) any documents necessary to establish that the judgment has effect or, where applicable, is enforceable in the State of origin;
- e) in the case referred to in Article 12, a certificate of a court of the State of origin that the judicial settlement or a part of it is enforceable in the same manner as a judgment in the State of origin.

(2) If the terms of the judgment do not permit the court addressed to verify whether the conditions of this Chapter have been complied with, that court may require any necessary documents.

(3) An application for recognition or enforcement may be accompanied by a document, issued by a court (including an officer of the court) of the State of origin, in the form recommended and published by the Hague Conference on Private International Law.

(4) If the documents referred to in this Article are not in an official language of the requested State, they shall be accompanied by a certified translation into an official language, unless the law of the requested State provides otherwise.

Article 14 Procedure

The procedure for recognition, declaration of enforceability or registration for enforcement, and the enforcement of the judgment, are governed by the law of the requested State unless this Convention provides otherwise. The court addressed shall act expeditiously.

Article 15 Severability

Recognition or enforcement of a severable part of a judgment shall be granted where recognition or enforcement of that part is applied for, or only part of the judgment is capable of being recognised or enforced under this Convention.

CHAPTER IV
GENERAL CLAUSES

Article 16
Transitional provisions

- (1) This Convention shall apply to exclusive choice of court agreements concluded after its entry into force for the State of the chosen court.
- (2) This Convention shall not apply to proceedings instituted before its entry into force for the State of the court seised.

Article 17
Contracts of insurance and reinsurance

- (1) Proceedings under a contract of insurance or reinsurance are not excluded from the scope of this Convention on the ground that the contract of insurance or reinsurance relates to a matter to which this Convention does not apply.
- (2) Recognition and enforcement of a judgment in respect of liability under the terms of a contract of insurance or reinsurance may not be limited or refused on the ground that the liability under that contract includes liability to indemnify the insured or reinsured in respect of –
 - a) a matter to which this Convention does not apply; or
 - b) an award of damages to which Article 11 might apply.

Article 18
No legalisation

All documents forwarded or delivered under this Convention shall be exempt from legalisation or any analogous formality, including an Apostille.

Article 19
Declarations limiting jurisdiction

A State may declare that its courts may refuse to determine disputes to which an exclusive choice of court agreement applies if, except for the location of the chosen court, there is no connection between that State and the parties or the dispute.

Article 20
Declarations limiting recognition and enforcement

A State may declare that its courts may refuse to recognise or enforce a judgment given by a court of another Contracting State if the parties were resident in the requested State, and the relationship of the parties and all other elements relevant to the dispute, other than the location of the chosen court, were connected only with the requested State.

Article 21
Declarations with respect to specific matters

- (1) Where a State has a strong interest in not applying this Convention to a specific matter, that State may declare that it will not apply the Convention to that matter. The State making such a declaration shall ensure that the declaration is no broader than necessary and that the specific matter excluded is clearly and precisely defined.
- (2) With regard to that matter, the Convention shall not apply –
 - a) in the Contracting State that made the declaration;
 - b) in other Contracting States, where an exclusive choice of court agreement designates the courts, or one or more specific courts, of the State that made the declaration.

Article 22
Reciprocal declarations on non-exclusive choice of court agreements

- (1) A Contracting State may declare that its courts will recognise and enforce judgments given by courts of other Contracting States designated in a choice of court agreement concluded by two or more parties that meets the requirements of Article 3, paragraph c), and designates, for the purpose of deciding disputes which have arisen or may arise in connection with a particular legal relationship, a court or courts of one or more Contracting States (a non-exclusive choice of court agreement).
- (2) Where recognition or enforcement of a judgment given in a Contracting State that has made such a declaration is sought in another Contracting State that has made such a declaration, the judgment shall be recognised and enforced under this Convention, if –
 - a) the court of origin was designated in a non-exclusive choice of court agreement;

- b) there exists neither a judgment given by any other court before which proceedings could be brought in accordance with the non-exclusive choice of court agreement, nor a proceeding pending between the same parties in any other such court on the same cause of action; and
- c) the court of origin was the court first seised.

Article 23
Uniform interpretation

In the interpretation of this Convention, regard shall be had to its international character and to the need to promote uniformity in its application.

Article 24
Review of operation of the Convention

The Secretary General of the Hague Conference on Private International Law shall at regular intervals make arrangements for –

- a) review of the operation of this Convention, including any declarations; and
- b) consideration of whether any amendments to this Convention are desirable.

Article 25
Non-unified legal systems

(1) In relation to a Contracting State in which two or more systems of law apply in different territorial units with regard to any matter dealt with in this Convention –

- a) any reference to the law or procedure of a State shall be construed as referring, where appropriate, to the law or procedure in force in the relevant territorial unit;
- b) any reference to residence in a State shall be construed as referring, where appropriate, to residence in the relevant territorial unit;
- c) any reference to the court or courts of a State shall be construed as referring, where appropriate, to the court or courts in the relevant territorial unit;
- d) any reference to a connection with a State shall be construed as referring, where appropriate, to a connection with the relevant territorial unit.

(2) Notwithstanding the preceding paragraph, a Contracting State with two or more territorial units in which different systems of law apply shall not be bound to apply this Convention to situations which involve solely such different territorial units.

(3) A court in a territorial unit of a Contracting State with two or more territorial units in which different systems of law apply shall not be bound to recognise or enforce a judgment from another Contracting State solely because the judgment has been recognised or enforced in another territorial unit of the same Contracting State under this Convention.

(4) This Article shall not apply to a Regional Economic Integration Organisation.

Article 26
Relationship with other international instruments

(1) This Convention shall be interpreted so far as possible to be compatible with other treaties in force for Contracting States, whether concluded before or after this Convention.

(2) This Convention shall not affect the application by a Contracting State of a treaty, whether concluded before or after this Convention, in cases where none of the parties is resident in a Contracting State that is not a Party to the treaty.

(3) This Convention shall not affect the application by a Contracting State of a treaty that was concluded before this Convention entered into force for that Contracting State, if applying this Convention would be inconsistent with the obligations of that Contracting State to any non-Contracting State. This paragraph shall also apply to treaties that revise or replace a treaty concluded before this Convention entered into force for that Contracting State, except to the extent that the revision or replacement creates new inconsistencies with this Convention.

(4) This Convention shall not affect the application by a Contracting State of a treaty, whether concluded before or after this Convention, for the purposes of obtaining recognition or enforcement of a judgment given by a court of a Contracting State that is also a Party to that treaty. However, the judgment shall not be recognised or enforced to a lesser extent than under this Convention.

(5) This Convention shall not affect the application by a Contracting State of a treaty which, in relation to a specific matter, governs jurisdiction or the recognition or enforcement of judgments, even if concluded after this Convention and even if all States concerned are Parties to this Convention. This paragraph shall apply only if the Contracting State has made a declaration in respect of the treaty under this paragraph. In the case of such a declaration, other Contracting States shall not

be obliged to apply this Convention to that specific matter to the extent of any inconsistency, where an exclusive choice of court agreement designates the courts, or one or more specific courts, of the Contracting State that made the declaration.

(6) This Convention shall not affect the application of the rules of a Regional Economic Integration Organisation that is a Party to this Convention, whether adopted before or after this Convention –

- a) where none of the parties is resident in a Contracting State that is not a Member State of the Regional Economic Integration Organisation;
- b) as concerns the recognition or enforcement of judgments as between Member States of the Regional Economic Integration Organisation.

CHAPTER V FINAL CLAUSES

Article 27

Signature, ratification, acceptance, approval or accession

- (1) This Convention is open for signature by all States.
- (2) This Convention is subject to ratification, acceptance or approval by the signatory States.
- (3) This Convention is open for accession by all States.
- (4) Instruments of ratification, acceptance, approval or accession shall be deposited with the Ministry of Foreign Affairs of the Kingdom of the Netherlands, depositary of the Convention.

Article 28

Declarations with respect to non-unified legal systems

- (1) If a State has two or more territorial units in which different systems of law apply in relation to matters dealt with in this Convention, it may at the time of signature, ratification, acceptance, approval or accession declare that the Convention shall extend to all its territorial units or only to one or more of them and may modify this declaration by submitting another declaration at any time.
- (2) A declaration shall be notified to the depositary and shall state expressly the territorial units to which the Convention applies.
- (3) If a State makes no declaration under this Article, the Convention shall extend to all territorial units of that State.
- (4) This Article shall not apply to a Regional Economic Integration Organisation.

Article 29

Regional Economic Integration Organisations

- (1) A Regional Economic Integration Organisation which is constituted solely by sovereign States and has competence over some or all of the matters governed by this Convention may similarly sign, accept, approve or accede to this Convention. The Regional Economic Integration Organisation shall in that case have the rights and obligations of a Contracting State, to the extent that the Organisation has competence over matters governed by this Convention.
- (2) The Regional Economic Integration Organisation shall, at the time of signature, acceptance, approval or accession, notify the depositary in writing of the matters governed by this Convention in respect of which competence has been transferred to that Organisation by its Member States. The Organisation shall promptly notify the depositary in writing of any changes to its competence as specified in the most recent notice given under this paragraph.
- (3) For the purposes of the entry into force of this Convention, any instrument deposited by a Regional Economic Integration Organisation shall not be counted unless the Regional Economic Integration Organisation declares in accordance with Article 30 that its Member States will not be Parties to this Convention.
- (4) Any reference to a “Contracting State” or “State” in this Convention shall apply equally, where appropriate, to a Regional Economic Integration Organisation that is a Party to it.

Article 30

Accession by a Regional Economic Integration Organisation without its Member States

- (1) At the time of signature, acceptance, approval or accession, a Regional Economic Integration Organisation may declare that it exercises competence over all the matters governed by this Convention and that its Member States will not be Parties to this Convention but shall be bound by virtue of the signature, acceptance, approval or accession of the Organisation.
- (2) In the event that a declaration is made by a Regional Economic Integration Organisation in accordance with paragraph 1, any reference to a “Contracting State” or “State” in this Convention shall apply equally, where appropriate, to the Member States of the Organisation.

Article 31
Entry into force

- (1) This Convention shall enter into force on the first day of the month following the expiration of three months after the deposit of the second instrument of ratification, acceptance, approval or accession referred to in Article 27.
- (2) Thereafter this Convention shall enter into force –
- a) for each State or Regional Economic Integration Organisation subsequently ratifying, accepting, approving or acceding to it, on the first day of the month following the expiration of three months after the deposit of its instrument of ratification, acceptance, approval or accession;
 - b) for a territorial unit to which this Convention has been extended in accordance with Article 28, paragraph 1, on the first day of the month following the expiration of three months after the notification of the declaration referred to in that Article.

Article 32
Declarations

- (1) Declarations referred to in Articles 19, 20, 21, 22 and 26 may be made upon signature, ratification, acceptance, approval or accession or at any time thereafter, and may be modified or withdrawn at any time.
- (2) Declarations, modifications and withdrawals shall be notified to the depositary.
- (3) A declaration made at the time of signature, ratification, acceptance, approval or accession shall take effect simultaneously with the entry into force of this Convention for the State concerned.
- (4) A declaration made at a subsequent time, and any modification or withdrawal of a declaration, shall take effect on the first day of the month following the expiration of three months after the date on which the notification is received by the depositary.
- (5) A declaration under Articles 19, 20, 21 and 26 shall not apply to exclusive choice of court agreements concluded before it takes effect.

Article 33
Denunciation

- (1) This Convention may be denounced by notification in writing to the depositary. The denunciation may be limited to certain territorial units of a non-unified legal system to which this Convention applies.
- (2) The denunciation shall take effect on the first day of the month following the expiration of twelve months after the date on which the notification is received by the depositary. Where a longer period for the denunciation to take effect is specified in the notification, the denunciation shall take effect upon the expiration of such longer period after the date on which the notification is received by the depositary.

Article 34
Notifications by the depositary

The depositary shall notify the Members of the Hague Conference on Private International Law, and other States and Regional Economic Integration Organisations which have signed, ratified, accepted, approved or acceded in accordance with Articles 27, 29 and 30 of the following –

- a) the signatures, ratifications, acceptances, approvals and accessions referred to in Articles 27, 29 and 30;
- b) the date on which this Convention enters into force in accordance with Article 31;
- c) the notifications, declarations, modifications and withdrawals of declarations referred to in Articles 19, 20, 21, 22, 26, 28, 29 and 30;
- d) the denunciations referred to in Article 33.

In witness whereof the undersigned, being duly authorised thereto, have signed this Convention.

Done at The Hague, on 30 June 2005, in the English and French languages, both texts being equally authentic, in a single copy which shall be deposited in the archives of the Government of the Kingdom of the Netherlands, and of which a certified copy shall be sent, through diplomatic channels, to each of the Member States of the Hague Conference on Private International Law as of the date of its Twentieth Session and to each State which participated in that Session.

**SCHEDULE 5
INTERNATIONAL COMMERCIAL ARBITRATION ACT, 2017**

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**PART I
THE CONVENTION**

Interpretation

1 Except as otherwise provided in this Act, words and expressions used in this Part have the same meaning as the corresponding words and expressions in the Convention.

Application of Convention

2 (1) Subject to this Act, the Convention on the Recognition and Enforcement of Foreign Arbitral Awards, adopted by the United Nations Conference on International Commercial Arbitration in New York on 10 June 1958 and set out in Schedule 1, has force of law in Ontario in relation to arbitral awards or arbitration agreements in respect of differences arising out of commercial legal relationships.

Same

(2) Subsection (1) applies to arbitral awards and arbitration agreements whether made before or after the coming into force of this Act.

Determining application

(3) In determining whether the Convention applies to certain types of arbitral awards,

- (a) an arbitral award made in a jurisdiction within Canada that is considered to be international in that jurisdiction is not considered to be a domestic award for the purpose of article I (1) of the Convention; and
- (b) an arbitral award made in a jurisdiction within Canada that is not considered to be international in that jurisdiction is considered to be a domestic award for the purpose of article I (1) of the Convention.

Designation of court

3 For the purpose of seeking recognition and enforcement of an arbitral award pursuant to the Convention, application shall be made to the Superior Court of Justice.

PART II
THE MODEL LAW

Interpretation

4 Except as otherwise provided in this Act, words and expressions used in this Part have the same meaning as the corresponding words and expressions in the Model Law.

Application of Model Law

5 (1) Subject to this Act, the Model Law on International Commercial Arbitration, adopted by the United Nations Commission on International Trade Law on 21 June 1985, as amended by the United Nations Commission on International Trade Law on 7 July 2006, set out in Schedule 2, has force of law in Ontario.

Same

(2) With respect to article 7 of the Model Law, option I applies in Ontario; option II does not.

Same

(3) The Model Law applies to international commercial arbitration agreements and awards made in international commercial arbitrations, whether made before or after the coming into force of this Act.

Interpretation of Model Law

6 (1) For the purposes of subsection 5 (1), the words and expressions listed in Column 2 of the following table, as used in the provisions of the Model Law set out in Column 1 of the table, shall be read as the words and expressions listed in the corresponding row of Column 3 of the table.

TABLE

Column 1	Column 2	Column 3
article 1 (1)	“agreement in force between this State and any other State or States”	“an agreement that is in force in Ontario between Canada and any other country or countries”
articles 1 (2), 17 J, 27, 34 (2) (a) (i), 34 (2) (b) (ii), and 36(1) (b) (ii)	“this State”	“Ontario”
article 1 (3)	“different States” and “the State”	“different countries” and “the country”, respectively
article 1 (5)	“any other law of this State”	“any other law of Ontario or laws of Canada that are in force in Ontario”
articles 34 (2) (b) (i), and 36 (1) (b) (i)	“the law of this State”	“the law of Ontario and any laws of Canada that are in force in Ontario”
article 35 (2)	“this State”	“Canada”

Same, “court” or “competent court”

(2) “Court” or “competent court”, when used in the Model Law in reference to an Ontario court, shall be read as a reference to the Superior Court of Justice unless the context requires otherwise.

Use of extrinsic material

(3) In applying the Model Law, recourse may be had to,

- (a) the Reports of the United Nations Commission on International Trade Law on the work of its 18th (3 – 21 June 1985) and 39th (19 June – 7 July 2006) sessions (U.N. Docs. A/40/17 and A/61/17);
- (b) the International Commercial Arbitration Analytical Commentary on Draft Text of a Model Law on International Commercial Arbitration (U.N. Doc A/CN.9/264); and
- (c) the Commentary of the United Nations Commission on International Trade Law concerning the UNCITRAL Model Law on International Commercial Arbitration 1985 with Amendments as Adopted in 2006 (U.N. Sales No. E.08.V.4).

Rules applicable to substance of dispute

7 Despite article 28 (2) of the Model Law, if the parties fail to make a designation pursuant to article 28 (1) of the Model Law, the arbitral tribunal shall apply the rules of law it considers to be appropriate given all the circumstances respecting the dispute.

**PART III
GENERAL**

Enforcement of consolidation agreements

8 (1) If all parties to two or more arbitral proceedings have agreed to consolidate those proceedings, a party, with notice to the others, may apply to the Superior Court of Justice for an order that the proceedings be consolidated as agreed to by the parties.

Consolidation permissible without order

(2) Subsection (1) does not prohibit parties from consolidating arbitral proceedings without a court order.

Powers of court

(3) On an application under subsection (1), if all parties to the arbitral proceedings have agreed to consolidate the proceedings but have not agreed, through the adoption of procedural rules or otherwise, to the following matters, the court may, subject to subsection (4), make an order deciding either or both of those matters:

1. The designation of parties as claimants or respondents or a method for making those designations.
2. The method for determining the composition of the arbitral tribunal.

Same, limitation

(4) If the arbitral proceedings are under different arbitration agreements, no order shall be made under subsection (1) unless, by their arbitration agreements or otherwise, the parties have agreed,

- (a) to the same place of arbitration or a method for determining a single place of arbitration for the consolidated proceeding within Ontario;
- (b) to the same procedural rules or a method for determining a single set of procedural rules for the conduct of the consolidated proceedings; and
- (c) either to have the consolidated proceedings administered by the same arbitral institution or to have the consolidated proceedings not be administered by any arbitral institution.

Relevant circumstances

(5) In making an order under this section, the court may have regard to any circumstances that it considers relevant, including whether,

- (a) one or more arbitrators have been appointed in one or more of the arbitral proceedings;
- (b) the applicant delayed applying for the order; or
- (c) any material prejudice to any of the parties or any injustice may result from making an order.

Stay of proceedings

9 Where, pursuant to article II (3) of the Convention or article 8 of the Model Law, a court refers the parties to arbitration, the proceedings of the court are stayed with respect to the matters to which the arbitration relates.

Limitation period

10 No application under the Convention or the Model Law for recognition or enforcement (or both) of an arbitral award shall be made after the later of December 31, 2018 and the tenth anniversary of,

- (a) the date on which the award was made; or
- (b) if proceedings at the place of arbitration to set aside the award were commenced, the date on which the proceedings concluded.

Appeals re jurisdiction

11 (1) If, pursuant to article 16 (2) of the Model Law, an arbitral tribunal rules on a plea that it does not have jurisdiction, any party may apply to the Superior Court of Justice to decide the matter.

No appeal

(2) The court's decision under subsection (1) is not subject to appeal.

Effect on other matters

(3) If the arbitral tribunal rules on the plea as a preliminary question and an application is brought under this section, the proceedings of the arbitral tribunal are not stayed with respect to any other matters to which the arbitration relates and are within its jurisdiction.

Crown bound

12 (1) This Act binds the Crown.

Enforceability of awards

(2) An award recognized pursuant to this Act is enforceable against the Crown in the same manner and to the same extent as a judgment is enforceable against the Crown.

**PART IV
COMPLEMENTARY AMENDMENTS**

Arbitration Act, 1991

13 Subsection 52 (3) of the *Arbitration Act, 1991* is repealed and the following substituted:

Enforcement of award

(3) An application to enforce an award shall not be commenced after the later of December 31, 2018 and the tenth anniversary of,

- (a) the day the award was received; or
- (b) if an application to set aside the award was commenced, the date on which the application was finally determined.

Limitations Act, 2002

14 (1) Clause 16 (1) (d) of the *Limitations Act, 2002* is repealed.

(2) The Schedule to the Act is amended by adding the following:

Arbitration Act, 1991	subsection 52 (3)
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International Commercial Arbitration Act, 2017	section 10
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Repeal

15 The *International Commercial Arbitration Act* is repealed.

**PART V
COMMENCEMENT AND SHORT TITLE**

Commencement

16 The Act set out in this Schedule comes into force on the day the *Burden Reduction Act, 2017* receives Royal Assent.

Short title

17 The short title of the Act set out in this Schedule is the *International Commercial Arbitration Act, 2017*.

**SCHEDULE 1
CONVENTION ON THE RECOGNITION AND ENFORCEMENT OF FOREIGN ARBITRAL AWARDS**

Article I

1 This Convention shall apply to the recognition and enforcement of arbitral awards made in the territory of a State other than the State where the recognition and enforcement of such awards are sought, and arising out of differences between persons, whether physical or legal. It shall also apply to arbitral awards not considered as domestic awards in the State where their recognition and enforcement are sought.

2 The term “arbitral awards” shall include not only awards made by arbitrators appointed for each case but also those made by permanent arbitral bodies to which the parties have submitted.

3 When signing, ratifying or acceding to this Convention, or notifying extension under article X hereof, any State may on the basis of reciprocity declare that it will apply the Convention to the recognition and enforcement of awards made only in the territory of another Contracting State. It may also declare that it will apply the Convention only to differences arising out of legal relationships, whether contractual or not, which are considered as commercial under the national law of the State making such declaration.

Article II

1 Each Contracting State shall recognize an agreement in writing under which the parties undertake to submit to arbitration all or any differences which have arisen or which may arise between them in respect of a defined legal relationship, whether contractual or not, concerning a subject matter capable of settlement by arbitration.

2 The term “agreement in writing” shall include an arbitral clause in a contract or an arbitration agreement, signed by the parties or contained in an exchange of letters or telegrams.

3 The court of a Contracting State, when seized of an action in a matter in respect of which the parties have made an agreement within the meaning of this article, shall, at the request of one of the parties, refer the parties to arbitration, unless it finds that the said agreement is null and void, inoperative or incapable of being performed.

Article III

Each Contracting State shall recognize arbitral awards as binding and enforce them in accordance with the rules of procedure of the territory where the award is relied upon, under the conditions laid down in the following articles. There shall not be imposed substantially more onerous conditions or higher fees or charges on the recognition or enforcement of arbitral awards to which this Convention applies than are imposed on the recognition or enforcement of domestic arbitral awards.

Article IV

1 To obtain the recognition and enforcement mentioned in the preceding article, the party applying for recognition and enforcement shall, at the time of the application, supply:

- (a) The duly authenticated original award or a duly certified copy thereof;
- (b) The original agreement referred to in article II or a duly certified copy thereof.

2 If the said award or agreement is not made in an official language of the country in which the award is relied upon, the party applying for recognition and enforcement of the award shall produce a translation of these documents into such language. The translation shall be certified by an official or sworn translator or by a diplomatic or consular agent.

Article V

1 Recognition and enforcement of the award may be refused, at the request of the party against whom it is invoked, only if that party furnishes to the competent authority where the recognition and enforcement is sought, proof that:

- (a) The parties to the agreement referred to in article II were, under the law applicable to them, under some incapacity, or the said agreement is not valid under the law to which the parties have subjected it or, failing any indication thereon, under the law of the country where the award was made; or
- (b) The party against whom the award is invoked was not given proper notice of the appointment of the arbitrator or of the arbitration proceedings or was otherwise unable to present his case; or
- (c) The award deals with a difference not contemplated by or not falling within the terms of the submission to arbitration, or it contains decisions on matters beyond the scope of the submission to arbitration, provided that, if the decisions on matters submitted to arbitration can be separated from those not so submitted, that part of the award which contains decisions on matters submitted to arbitration may be recognized and enforced; or
- (d) The composition of the arbitral authority or the arbitral procedure was not in accordance with the agreement of the parties, or, failing such agreement, was not in accordance with the law of the country where the arbitration took place; or
- (e) The award has not yet become binding on the parties, or has been set aside or suspended by a competent authority of the country in which, or under the law of which, that award was made.

2 Recognition and enforcement of an arbitral award may also be refused if the competent authority in the country where recognition and enforcement is sought finds that:

- (a) The subject matter of the difference is not capable of settlement by arbitration under the law of that country; or
- (b) The recognition or enforcement of the award would be contrary to the public policy of that country.

Article VI

If an application for the setting aside or suspension of the award has been made to a competent authority referred to in article V(1)(e), the authority before which the award is sought to be relied upon may, if it considers it proper, adjourn the decision on the enforcement of the award and may also, on the application of the party claiming enforcement of the award, order the other party to give suitable security.

Article VII

1 The provisions of the present Convention shall not affect the validity of multilateral or bilateral agreements concerning the recognition and enforcement of arbitral awards entered into by the Contracting States nor deprive any interested party of any right he may have to avail himself of an arbitral award in the manner and to the extent allowed by the law or the treaties of the country where such award is sought to be relied upon.

2 The Geneva Protocol on Arbitration Clauses of 1923 and the Geneva Convention on the Execution of Foreign Arbitral Awards of 1927 shall cease to have effect between Contracting States on their becoming bound and to the extent that they become bound, by this Convention.

Article VIII

1 This Convention shall be open until 31 December 1958 for signature on behalf of any Member of the United Nations and also on behalf of any other State which is or hereafter becomes a member of any specialized agency of the United Nations, or which is or hereafter becomes a party to the Statute of the International Court of Justice, or any other State to which an invitation has been addressed by the General Assembly of the United Nations.

2 This Convention shall be ratified and the instrument of ratification shall be deposited with the Secretary-General of the United Nations.

Article IX

1 This Convention shall be open for accession to all States referred to in article VIII.

2 Accession shall be effected by the deposit of an instrument of accession with the Secretary-General of the United Nations.

Article X

1 Any State may, at the time of signature, ratification or accession, declare that this Convention shall extend to all or any of the territories for the international relations of which it is responsible. Such a declaration shall take effect when the Convention enters into force for the State concerned.

2 At any time thereafter any such extension shall be made by notification addressed to the Secretary-General of the United Nations and shall take effect as from the ninetieth day after the day of receipt by the Secretary-General of the United Nations of this notification, or as from the date of entry into force of the Convention for the State concerned, whichever is the later.

3 With respect to those territories to which this Convention is not extended at the time of signature, ratification or accession, each State concerned shall consider the possibility of taking the necessary steps in order to extend the application of this Convention to such territories, subject, where necessary for constitutional reasons, to the consent of the Governments of such territories.

Article XI

In the case of a federal or non-unitary State, the following provisions shall apply:

- (a) With respect to those articles of this Convention that come within the legislative jurisdiction of the federal authority, the obligations of the federal Government shall to this extent be the same as those of Contracting States which are not federal States;
- (b) With respect to those articles of this Convention that come within the legislative jurisdiction of constituent states or provinces which are not, under the constitutional system of the federation, bound to take legislative action, the federal Government shall bring such articles with a favourable recommendation to the notice of the appropriate authorities of constituent states or provinces at the earliest possible moment;
- (c) A federal State Party to this Convention shall, at the request of any other Contracting State transmitted through the Secretary-General of the United Nations, supply a statement of the law and practice of the federation and its constituent units in regard to any particular provision of this Convention, showing the extent to which effect has been given to that provision by legislative or other action.

Article XII

1 This Convention shall come into force on the ninetieth day following the date of deposit of the third instrument of ratification or accession.

2 For each State ratifying or acceding to this Convention after the deposit of the third instrument of ratification or accession, this Convention shall enter into force on the ninetieth day after deposit by such State of its instrument of ratification or accession.

Article XIII

1 Any Contracting State may denounce this Convention by a written notification to the Secretary-General of the United Nations. Denunciation shall take effect one year after the date of receipt of the notification by the Secretary-General.

2 Any State which has made a declaration or notification under article X may, at any time thereafter, by notification to the Secretary-General of the United Nations, declare that this Convention shall cease to extend to the territory concerned one year after the date of the receipt of the notification by the Secretary-General.

3 This Convention shall continue to be applicable to arbitral awards in respect of which recognition or enforcement proceedings have been instituted before the denunciation takes effect.

Article XIV

A Contracting State shall not be entitled to avail itself of the present Convention against other Contracting States except to the extent that it is itself bound to apply the Convention.

Article XV

The Secretary-General of the United Nations shall notify the States contemplated in article VIII of the following:

- (a) Signatures and ratifications in accordance with article VIII;
- (b) Accessions in accordance with article IX;
- (c) Declarations and notifications under articles I, X and XI;
- (d) The date upon which this Convention enters into force in accordance with article XII;
- (e) Denunciations and notifications in accordance with article XIII.

Article XVI

1 This Convention, of which the Chinese, English, French, Russian and Spanish texts shall be equally authentic, shall be deposited in the archives of the United Nations.

2 The Secretary-General of the United Nations shall transmit a certified copy of this Convention to the States contemplated in article VIII.

SCHEDULE 2 UNCITRAL MODEL LAW ON INTERNATIONAL COMMERCIAL ARBITRATION

(United Nations documents A/40/17, annex I and A/61/17, annex I)

**(As adopted by the United Nations Commission on
International Trade Law on 21 June 1985,
and as amended by the United Nations Commission
on International Trade Law on 7 July 2006)**

CHAPTER I. GENERAL PROVISIONS

Article 1. Scope of application

- (1) This Law applies to international commercial arbitration, subject to any agreement in force between this State and any other State or States.
- (2) The provisions of this Law, except articles 8, 9, 17 H, 17 I, 17 J, 35 and 36, apply only if the place of arbitration is in the territory of this State.
- (3) An arbitration is international if:
 - (a) the parties to an arbitration agreement have, at the time of the conclusion of that agreement, their places of business in different States; or
 - (b) one of the following places is situated outside the State in which the parties have their places of business:
 - (i) the place of arbitration if determined in, or pursuant to, the arbitration agreement;
 - (ii) any place where a substantial part of the obligations of the commercial relationship is to be performed or the place with which the subject-matter of the dispute is most closely connected; or
 - (c) the parties have expressly agreed that the subject-matter of the arbitration agreement relates to more than one country.
- (4) For the purposes of paragraph (3) of this article:
 - (a) if a party has more than one place of business, the place of business is that which has the closest relationship to the arbitration agreement;
 - (b) if a party does not have a place of business, reference is to be made to his habitual residence.

(5) This Law shall not affect any other law of this State by virtue of which certain disputes may not be submitted to arbitration or may be submitted to arbitration only according to provisions other than those of this Law.

Article 2. Definitions and rules of interpretation

For the purposes of this Law:

- (a) “arbitration” means any arbitration whether or not administered by a permanent arbitral institution;
- (b) “arbitral tribunal” means a sole arbitrator or a panel of arbitrators;
- (c) “court” means a body or organ of the judicial system of a State;
- (d) where a provision of this Law, except article 28, leaves the parties free to determine a certain issue, such freedom includes the right of the parties to authorize a third party, including an institution, to make that determination;
- (e) where a provision of this Law refers to the fact that the parties have agreed or that they may agree or in any other way refers to an agreement of the parties, such agreement includes any arbitration rules referred to in that agreement;
- (f) where a provision of this Law, other than in articles 25(a) and 32(2) (a), refers to a claim, it also applies to a counter-claim, and where it refers to a defence, it also applies to a defence to such counter-claim.

Article 2 A. International origin and general principles

- (1) In the interpretation of this Law, regard is to be had to its international origin and to the need to promote uniformity in its application and the observance of good faith.
- (2) Questions concerning matters governed by this Law which are not expressly settled in it are to be settled in conformity with the general principles on which this Law is based.

Article 3. Receipt of written communications

- (1) Unless otherwise agreed by the parties:
 - (a) any written communication is deemed to have been received if it is delivered to the addressee personally or if it is delivered at his place of business, habitual residence or mailing address; if none of these can be found after making a reasonable inquiry, a written communication is deemed to have been received if it is sent to the addressee’s last-known place of business, habitual residence or mailing address by registered letter or any other means which provides a record of the attempt to deliver it;
 - (b) the communication is deemed to have been received on the day it is so delivered.
- (2) The provisions of this article do not apply to communications in court proceedings.

Article 4. Waiver of right to object

A party who knows that any provision of this Law from which the parties may derogate or any requirement under the arbitration agreement has not been complied with and yet proceeds with the arbitration without stating his objection to such non-compliance without undue delay or, if a time-limit is provided therefor, within such period of time, shall be deemed to have waived his right to object.

Article 5. Extent of court intervention

In matters governed by this Law, no court shall intervene except where so provided in this Law.

Article 6. Court or other authority for certain functions of arbitration assistance and supervision

The functions referred to in articles 11(3), 11(4), 13(3), 14, 16(3) and 34(2) shall be performed by the Superior Court of Justice.

CHAPTER II.
ARBITRATION AGREEMENT

Option I

Article 7. Definition and form of arbitration agreement

- (1) “Arbitration agreement” is an agreement by the parties to submit to arbitration all or certain disputes which have arisen or which may arise between them in respect of a defined legal relationship, whether contractual or not. An arbitration agreement may be in the form of an arbitration clause in a contract or in the form of a separate agreement.
- (2) The arbitration agreement shall be in writing.
- (3) An arbitration agreement is in writing if its content is recorded in any form, whether or not the arbitration agreement or contract has been concluded orally, by conduct, or by other means.

(4) The requirement that an arbitration agreement be in writing is met by an electronic communication if the information contained therein is accessible so as to be useable for subsequent reference; “electronic communication” means any communication that the parties make by means of data messages; “data message” means information generated, sent, received or stored by electronic, magnetic, optical or similar means, including, but not limited to, electronic data interchange (EDI), electronic mail, telegram, telex or telecopy.

(5) Furthermore, an arbitration agreement is in writing if it is contained in an exchange of statements of claim and defence in which the existence of an agreement is alleged by one party and not denied by the other.

(6) The reference in a contract to any document containing an arbitration clause constitutes an arbitration agreement in writing, provided that the reference is such as to make that clause part of the contract.

Option II

Article 7. Definition of arbitration agreement

“Arbitration agreement” is an agreement by the parties to submit to arbitration all or certain disputes which have arisen or which may arise between them in respect of a defined legal relationship, whether contractual or not.

Article 8. Arbitration agreement and substantive claim before court

(1) A court before which an action is brought in a matter which is the subject of an arbitration agreement shall, if a party so requests not later than when submitting his first statement on the substance of the dispute, refer the parties to arbitration unless it finds that the agreement is null and void, inoperative or incapable of being performed.

(2) Where an action referred to in paragraph (1) of this article has been brought, arbitral proceedings may nevertheless be commenced or continued, and an award may be made, while the issue is pending before the court.

Article 9. Arbitration agreement and interim measures by court

It is not incompatible with an arbitration agreement for a party to request, before or during arbitral proceedings, from a court an interim measure of protection and for a court to grant such measure.

CHAPTER III.
COMPOSITION OF ARBITRAL TRIBUNAL

Article 10. Number of arbitrators

- (1) The parties are free to determine the number of arbitrators.
- (2) Failing such determination, the number of arbitrators shall be three.

Article 11. Appointment of arbitrators

(1) No person shall be precluded by reason of his nationality from acting as an arbitrator, unless otherwise agreed by the parties.

(2) The parties are free to agree on a procedure of appointing the arbitrator or arbitrators, subject to the provisions of paragraphs (4) and (5) of this article.

(3) Failing such agreement,

(a) in an arbitration with three arbitrators, each party shall appoint one arbitrator, and the two arbitrators thus appointed shall appoint the third arbitrator; if a party fails to appoint the arbitrator within thirty days of receipt of a request to do so from the other party, or if the two arbitrators fail to agree on the third arbitrator within thirty days of their appointment, the appointment shall be made, upon request of a party, by the court or other authority specified in article 6;

(b) in an arbitration with a sole arbitrator, if the parties are unable to agree on the arbitrator, he shall be appointed, upon request of a party, by the court or other authority specified in article 6.

(4) Where, under an appointment procedure agreed upon by the parties,

(a) a party fails to act as required under such procedure, or

(b) the parties, or two arbitrators, are unable to reach an agreement expected of them under such procedure, or

(c) a third party, including an institution, fails to perform any function entrusted to it under such procedure, any party may request the court or other authority specified in article 6 to take the necessary measure, unless the agreement on the appointment procedure provides other means for securing the appointment.

(5) A decision on a matter entrusted by paragraph (3) or (4) of this article to the court or other authority specified in article 6 shall be subject to no appeal. The court or other authority, in appointing an arbitrator, shall have due regard to any qualifications required of the arbitrator by the agreement of the parties and to such considerations as are likely to secure the

appointment of an independent and impartial arbitrator and, in the case of a sole or third arbitrator, shall take into account as well the advisability of appointing an arbitrator of a nationality other than those of the parties.

Article 12. Grounds for challenge

- (1) When a person is approached in connection with his possible appointment as an arbitrator, he shall disclose any circumstances likely to give rise to justifiable doubts as to his impartiality or independence. An arbitrator, from the time of his appointment and throughout the arbitral proceedings, shall without delay disclose any such circumstances to the parties unless they have already been informed of them by him.
- (2) An arbitrator may be challenged only if circumstances exist that give rise to justifiable doubts as to his impartiality or independence, or if he does not possess qualifications agreed to by the parties. A party may challenge an arbitrator appointed by him, or in whose appointment he has participated, only for reasons of which he becomes aware after the appointment has been made.

Article 13. Challenge procedure

- (1) The parties are free to agree on a procedure for challenging an arbitrator, subject to the provisions of paragraph (3) of this article.
- (2) Failing such agreement, a party who intends to challenge an arbitrator shall, within fifteen days after becoming aware of the constitution of the arbitral tribunal or after becoming aware of any circumstance referred to in article 12(2), send a written statement of the reasons for the challenge to the arbitral tribunal. Unless the challenged arbitrator withdraws from his office or the other party agrees to the challenge, the arbitral tribunal shall decide on the challenge.
- (3) If a challenge under any procedure agreed upon by the parties or under the procedure of paragraph (2) of this article is not successful, the challenging party may request, within thirty days after having received notice of the decision rejecting the challenge, the court or other authority specified in article 6 to decide on the challenge, which decision shall be subject to no appeal; while such a request is pending, the arbitral tribunal, including the challenged arbitrator, may continue the arbitral proceedings and make an award.

Article 14. Failure or impossibility to act

- (1) If an arbitrator becomes *de jure* or *de facto* unable to perform his functions or for other reasons fails to act without undue delay, his mandate terminates if he withdraws from his office or if the parties agree on the termination. Otherwise, if a controversy remains concerning any of these grounds, any party may request the court or other authority specified in article 6 to decide on the termination of the mandate, which decision shall be subject to no appeal.
- (2) If, under this article or article 13(2), an arbitrator withdraws from his office or a party agrees to the termination of the mandate of an arbitrator, this does not imply acceptance of the validity of any ground referred to in this article or article 12(2).

Article 15. Appointment of substitute arbitrator

Where the mandate of an arbitrator terminates under article 13 or 14 or because of his withdrawal from office for any other reason or because of the revocation of his mandate by agreement of the parties or in any other case of termination of his mandate, a substitute arbitrator shall be appointed according to the rules that were applicable to the appointment of the arbitrator being replaced.

CHAPTER IV.
JURISDICTION OF ARBITRAL TRIBUNAL

Article 16. Competence of arbitral tribunal to rule on its jurisdiction

- (1) The arbitral tribunal may rule on its own jurisdiction, including any objections with respect to the existence or validity of the arbitration agreement. For that purpose, an arbitration clause which forms part of a contract shall be treated as an agreement independent of the other terms of the contract. A decision by the arbitral tribunal that the contract is null and void shall not entail *ipso jure* the invalidity of the arbitration clause.
- (2) A plea that the arbitral tribunal does not have jurisdiction shall be raised not later than the submission of the statement of defence. A party is not precluded from raising such a plea by the fact that he has appointed, or participated in the appointment of, an arbitrator. A plea that the arbitral tribunal is exceeding the scope of its authority shall be raised as soon as the matter alleged to be beyond the scope of its authority is raised during the arbitral proceedings. The arbitral tribunal may, in either case, admit a later plea if it considers the delay justified.
- (3) The arbitral tribunal may rule on a plea referred to in paragraph (2) of this article either as a preliminary question or in an award on the merits. If the arbitral tribunal rules as a preliminary question that it has jurisdiction, any party may request, within thirty days after having received notice of that ruling, the court specified in article 6 to decide the matter, which decision shall be subject to no appeal; while such a request is pending, the arbitral tribunal may continue the arbitral proceedings and make an award.

CHAPTER IV A.
INTERIM MEASURES AND PRELIMINARY ORDERS

Section 1. Interim measures

Article 17. Power of arbitral tribunal to order interim measures

- (1) Unless otherwise agreed by the parties, the arbitral tribunal may, at the request of a party, grant interim measures.
- (2) An interim measure is any temporary measure, whether in the form of an award or in another form, by which, at any time prior to the issuance of the award by which the dispute is finally decided, the arbitral tribunal orders a party to:
 - (a) Maintain or restore the status quo pending determination of the dispute;
 - (b) Take action that would prevent, or refrain from taking action that is likely to cause, current or imminent harm or prejudice to the arbitral process itself;
 - (c) Provide a means of preserving assets out of which a subsequent award may be satisfied; or
 - (d) Preserve evidence that may be relevant and material to the resolution of the dispute.

Article 17 A. Conditions for granting interim measures

- (1) The party requesting an interim measure under article 17(2)(a), (b) and (c) shall satisfy the arbitral tribunal that:
 - (a) Harm not adequately reparable by an award of damages is likely to result if the measure is not ordered, and such harm substantially outweighs the harm that is likely to result to the party against whom the measure is directed if the measure is granted; and
 - (b) There is a reasonable possibility that the requesting party will succeed on the merits of the claim. The determination on this possibility shall not affect the discretion of the arbitral tribunal in making any subsequent determination.
- (2) With regard to a request for an interim measure under article 17(2)(d), the requirements in paragraphs (1)(a) and (b) of this article shall apply only to the extent the arbitral tribunal considers appropriate.

Section 2. Preliminary orders

Article 17 B. Applications for preliminary orders and conditions for granting preliminary orders

- (1) Unless otherwise agreed by the parties, a party may, without notice to any other party, make a request for an interim measure together with an application for a preliminary order directing a party not to frustrate the purpose of the interim measure requested.
- (2) The arbitral tribunal may grant a preliminary order provided it considers that prior disclosure of the request for the interim measure to the party against whom it is directed risks frustrating the purpose of the measure.
- (3) The conditions defined under article 17A apply to any preliminary order, provided that the harm to be assessed under article 17A(1)(a), is the harm likely to result from the order being granted or not.

Article 17 C. Specific regime for preliminary orders

- (1) Immediately after the arbitral tribunal has made a determination in respect of an application for a preliminary order, the arbitral tribunal shall give notice to all parties of the request for the interim measure, the application for the preliminary order, the preliminary order, if any, and all other communications, including by indicating the content of any oral communication, between any party and the arbitral tribunal in relation thereto.
- (2) At the same time, the arbitral tribunal shall give an opportunity to any party against whom a preliminary order is directed to present its case at the earliest practicable time.
- (3) The arbitral tribunal shall decide promptly on any objection to the preliminary order.
- (4) A preliminary order shall expire after twenty days from the date on which it was issued by the arbitral tribunal. However, the arbitral tribunal may issue an interim measure adopting or modifying the preliminary order, after the party against whom the preliminary order is directed has been given notice and an opportunity to present its case.
- (5) A preliminary order shall be binding on the parties but shall not be subject to enforcement by a court. Such a preliminary order does not constitute an award.

Section 3. Provisions applicable to interim measures and preliminary orders

Article 17 D. Modification, suspension, termination

The arbitral tribunal may modify, suspend or terminate an interim measure or a preliminary order it has granted, upon application of any party or, in exceptional circumstances and upon prior notice to the parties, on the arbitral tribunal's own initiative.

Article 17 E. Provision of security

- (1) The arbitral tribunal may require the party requesting an interim measure to provide appropriate security in connection with the measure.
- (2) The arbitral tribunal shall require the party applying for a preliminary order to provide security in connection with the order unless the arbitral tribunal considers it inappropriate or unnecessary to do so.

Article 17 F. Disclosure

- (1) The arbitral tribunal may require any party promptly to disclose any material change in the circumstances on the basis of which the measure was requested or granted.
- (2) The party applying for a preliminary order shall disclose to the arbitral tribunal all circumstances that are likely to be relevant to the arbitral tribunal's determination whether to grant or maintain the order, and such obligation shall continue until the party against whom the order has been requested has had an opportunity to present its case. Thereafter, paragraph (1) of this article shall apply.

Article 17 G. Costs and damages

The party requesting an interim measure or applying for a preliminary order shall be liable for any costs and damages caused by the measure or the order to any party if the arbitral tribunal later determines that, in the circumstances, the measure or the order should not have been granted. The arbitral tribunal may award such costs and damages at any point during the proceedings.

Section 4. Recognition and enforcement of interim measures

Article 17 H. Recognition and enforcement

- (1) An interim measure issued by an arbitral tribunal shall be recognized as binding and, unless otherwise provided by the arbitral tribunal, enforced upon application to the competent court, irrespective of the country in which it was issued, subject to the provisions of article 17 I.
- (2) The party who is seeking or has obtained recognition or enforcement of an interim measure shall promptly inform the court of any termination, suspension or modification of that interim measure.
- (3) The court of the State where recognition or enforcement is sought may, if it considers it proper, order the requesting party to provide appropriate security if the arbitral tribunal has not already made a determination with respect to security or where such a decision is necessary to protect the rights of third parties.

Article 17 I. Grounds for refusing recognition or enforcement

- (1) Recognition or enforcement of an interim measure may be refused only:
 - (a) At the request of the party against whom it is invoked if the court is satisfied that:
 - (i) Such refusal is warranted on the grounds set forth in article 36(1)(a)(i), (ii), (iii) or (iv); or
 - (ii) The arbitral tribunal's decision with respect to the provision of security in connection with the interim measure issued by the arbitral tribunal has not been complied with; or
 - (iii) The interim measure has been terminated or suspended by the arbitral tribunal or, where so empowered, by the court of the State in which the arbitration takes place or under the law of which that interim measure was granted; or
 - (b) If the court finds that:
 - (i) The interim measure is incompatible with the powers conferred upon the court unless the court decides to reformulate the interim measure to the extent necessary to adapt it to its own powers and procedures for the purposes of enforcing that interim measure and without modifying its substance; or
 - (ii) Any of the grounds set forth in article 36(1)(b)(i) or (ii), apply to the recognition and enforcement of the interim measure.
- (2) Any determination made by the court on any ground in paragraph (1) of this article shall be effective only for the purposes of the application to recognize and enforce the interim measure. The court where recognition or enforcement is sought shall not, in making that determination, undertake a review of the substance of the interim measure.

Section 5. Court-ordered interim measures

Article 17 J. Court-ordered interim measures

A court shall have the same power of issuing an interim measure in relation to arbitration proceedings, irrespective of whether their place is in the territory of this State, as it has in relation to proceedings in courts. The court shall exercise such power in accordance with its own procedures in consideration of the specific features of international arbitration.

CHAPTER V. CONDUCT OF ARBITRAL PROCEEDINGS

Article 18. Equal treatment of parties

The parties shall be treated with equality and each party shall be given a full opportunity of presenting his case.

Article 19. Determination of rules of procedure

(1) Subject to the provisions of this Law, the parties are free to agree on the procedure to be followed by the arbitral tribunal in conducting the proceedings.

(2) Failing such agreement, the arbitral tribunal may, subject to the provisions of this Law, conduct the arbitration in such manner as it considers appropriate. The power conferred upon the arbitral tribunal includes the power to determine the admissibility, relevance, materiality and weight of any evidence.

Article 20. Place of arbitration

(1) The parties are free to agree on the place of arbitration. Failing such agreement, the place of arbitration shall be determined by the arbitral tribunal having regard to the circumstances of the case, including the convenience of the parties.

(2) Notwithstanding the provisions of paragraph (1) of this article, the arbitral tribunal may, unless otherwise agreed by the parties, meet at any place it considers appropriate for consultation among its members, for hearing witnesses, experts or the parties, or for inspection of goods, other property or documents.

Article 21. Commencement of arbitral proceedings

Unless otherwise agreed by the parties, the arbitral proceedings in respect of a particular dispute commence on the date on which a request for that dispute to be referred to arbitration is received by the respondent.

Article 22. Language

(1) The parties are free to agree on the language or languages to be used in the arbitral proceedings. Failing such agreement, the arbitral tribunal shall determine the language or languages to be used in the proceedings. This agreement or determination, unless otherwise specified therein, shall apply to any written statement by a party, any hearing and any award, decision or other communication by the arbitral tribunal.

(2) The arbitral tribunal may order that any documentary evidence shall be accompanied by a translation into the language or languages agreed upon by the parties or determined by the arbitral tribunal.

Article 23. Statements of claim and defence

(1) Within the period of time agreed by the parties or determined by the arbitral tribunal, the claimant shall state the facts supporting his claim, the points at issue and the relief or remedy sought, and the respondent shall state his defence in respect of these particulars, unless the parties have otherwise agreed as to the required elements of such statements. The parties may submit with their statements all documents they consider to be relevant or may add a reference to the documents or other evidence they will submit.

(2) Unless otherwise agreed by the parties, either party may amend or supplement his claim or defence during the course of the arbitral proceedings, unless the arbitral tribunal considers it inappropriate to allow such amendment having regard to the delay in making it.

Article 24. Hearings and written proceedings

(1) Subject to any contrary agreement by the parties, the arbitral tribunal shall decide whether to hold oral hearings for the presentation of evidence or for oral argument, or whether the proceedings shall be conducted on the basis of documents and other materials. However, unless the parties have agreed that no hearings shall be held, the arbitral tribunal shall hold such hearings at an appropriate stage of the proceedings, if so requested by a party.

(2) The parties shall be given sufficient advance notice of any hearing and of any meeting of the arbitral tribunal for the purposes of inspection of goods, other property or documents.

(3) All statements, documents or other information supplied to the arbitral tribunal by one party shall be communicated to the other party. Also any expert report or evidentiary document on which the arbitral tribunal may rely in making its decision shall be communicated to the parties.

Article 25. Default of a party

Unless otherwise agreed by the parties, if, without showing sufficient cause,

- (a) the claimant fails to communicate his statement of claim in accordance with article 23(1), the arbitral tribunal shall terminate the proceedings;
- (b) the respondent fails to communicate his statement of defence in accordance with article 23(1), the arbitral tribunal shall continue the proceedings without treating such failure in itself as an admission of the claimant's allegations;
- (c) any party fails to appear at a hearing or to produce documentary evidence, the arbitral tribunal may continue the proceedings and make the award on the evidence before it.

Article 26. Expert appointed by arbitral tribunal

(1) Unless otherwise agreed by the parties, the arbitral tribunal,

- (a) may appoint one or more experts to report to it on specific issues to be determined by the arbitral tribunal;
- (b) may require a party to give the expert any relevant information or to produce, or to provide access to, any relevant documents, goods or other property for his inspection.

(2) Unless otherwise agreed by the parties, if a party so requests or if the arbitral tribunal considers it necessary, the expert shall, after delivery of his written or oral report, participate in a hearing where the parties have the opportunity to put questions to him and to present expert witnesses in order to testify on the points at issue.

Article 27. Court assistance in taking evidence

The arbitral tribunal or a party with the approval of the arbitral tribunal may request from a competent court of this State assistance in taking evidence. The court may execute the request within its competence and according to its rules on taking evidence.

CHAPTER VI.
MAKING OF AWARD AND TERMINATION OF PROCEEDINGS

Article 28. Rules applicable to substance of dispute

(1) The arbitral tribunal shall decide the dispute in accordance with such rules of law as are chosen by the parties as applicable to the substance of the dispute. Any designation of the law or legal system of a given State shall be construed, unless otherwise expressed, as directly referring to the substantive law of that State and not to its conflict of laws rules.

(2) Failing any designation by the parties, the arbitral tribunal shall apply the law determined by the conflict of laws rules which it considers applicable.

(3) The arbitral tribunal shall decide *ex aequo et bono* or as *amiable compositeur* only if the parties have expressly authorized it to do so.

(4) In all cases, the arbitral tribunal shall decide in accordance with the terms of the contract and shall take into account the usages of the trade applicable to the transaction.

Article 29. Decision-making by panel of arbitrators

In arbitral proceedings with more than one arbitrator, any decision of the arbitral tribunal shall be made, unless otherwise agreed by the parties, by a majority of all its members. However, questions of procedure may be decided by a presiding arbitrator, if so authorized by the parties or all members of the arbitral tribunal.

Article 30. Settlement

(1) If, during arbitral proceedings, the parties settle the dispute, the arbitral tribunal shall terminate the proceedings and, if requested by the parties and not objected to by the arbitral tribunal, record the settlement in the form of an arbitral award on agreed terms.

(2) An award on agreed terms shall be made in accordance with the provisions of article 31 and shall state that it is an award. Such an award has the same status and effect as any other award on the merits of the case.

Article 31. Form and contents of award

(1) The award shall be made in writing and shall be signed by the arbitrator or arbitrators. In arbitral proceedings with more than one arbitrator, the signatures of the majority of all members of the arbitral tribunal shall suffice, provided that the reason for any omitted signature is stated.

(2) The award shall state the reasons upon which it is based, unless the parties have agreed that no reasons are to be given or the award is an award on agreed terms under article 30.

(3) The award shall state its date and the place of arbitration as determined in accordance with article 20(1). The award shall be deemed to have been made at that place.

(4) After the award is made, a copy signed by the arbitrators in accordance with paragraph (1) of this article shall be delivered to each party.

Article 32. Termination of proceedings

(1) The arbitral proceedings are terminated by the final award or by an order of the arbitral tribunal in accordance with paragraph (2) of this article.

(2) The arbitral tribunal shall issue an order for the termination of the arbitral proceedings when:

- (a) the claimant withdraws his claim, unless the respondent objects thereto and the arbitral tribunal recognizes a legitimate interest on his part in obtaining a final settlement of the dispute;
- (b) the parties agree on the termination of the proceedings;
- (c) the arbitral tribunal finds that the continuation of the proceedings has for any other reason become unnecessary or impossible.

(3) The mandate of the arbitral tribunal terminates with the termination of the arbitral proceedings, subject to the provisions of articles 33 and 34(4).

Article 33. Correction and interpretation of award; additional award

(1) Within thirty days of receipt of the award, unless another period of time has been agreed upon by the parties:

- (a) a party, with notice to the other party, may request the arbitral tribunal to correct in the award any errors in computation, any clerical or typographical errors or any errors of similar nature;
- (b) if so agreed by the parties, a party, with notice to the other party, may request the arbitral tribunal to give an interpretation of a specific point or part of the award.

If the arbitral tribunal considers the request to be justified, it shall make the correction or give the interpretation within thirty days of receipt of the request. The interpretation shall form part of the award.

(2) The arbitral tribunal may correct any error of the type referred to in paragraph (1)(a) of this article on its own initiative within thirty days of the date of the award.

(3) Unless otherwise agreed by the parties, a party, with notice to the other party, may request, within thirty days of receipt of the award, the arbitral tribunal to make an additional award as to claims presented in the arbitral proceedings but omitted from the award. If the arbitral tribunal considers the request to be justified, it shall make the additional award within sixty days.

(4) The arbitral tribunal may extend, if necessary, the period of time within which it shall make a correction, interpretation or an additional award under paragraph (1) or (3) of this article.

(5) The provisions of article 31 shall apply to a correction or interpretation of the award or to an additional award.

CHAPTER VII.
RECOURSE AGAINST AWARD

Article 34. Application for setting aside as exclusive recourse against arbitral award

(1) Recourse to a court against an arbitral award may be made only by an application for setting aside in accordance with paragraphs (2) and (3) of this article.

(2) An arbitral award may be set aside by the court specified in article 6 only if:

- (a) the party making the application furnishes proof that:
 - (i) a party to the arbitration agreement referred to in article 7 was under some incapacity; or the said agreement is not valid under the law to which the parties have subjected it or, failing any indication thereon, under the law of this State; or
 - (ii) the party making the application was not given proper notice of the appointment of an arbitrator or of the arbitral proceedings or was otherwise unable to present his case; or
 - (iii) the award deals with a dispute not contemplated by or not falling within the terms of the submission to arbitration, or contains decisions on matters beyond the scope of the submission to arbitration, provided that, if the decisions on matters submitted to arbitration can be separated from those not so submitted, only that part of the award which contains decisions on matters not submitted to arbitration may be set aside; or

- (iv) the composition of the arbitral tribunal or the arbitral procedure was not in accordance with the agreement of the parties, unless such agreement was in conflict with a provision of this Law from which the parties cannot derogate, or, failing such agreement, was not in accordance with this Law; or
- (b) the court finds that:
 - (i) the subject-matter of the dispute is not capable of settlement by arbitration under the law of this State; or
 - (ii) the award is in conflict with the public policy of this State.
- (3) An application for setting aside may not be made after three months have elapsed from the date on which the party making that application had received the award or, if a request had been made under article 33, from the date on which that request had been disposed of by the arbitral tribunal.
- (4) The court, when asked to set aside an award, may, where appropriate and so requested by a party, suspend the setting aside proceedings for a period of time determined by it in order to give the arbitral tribunal an opportunity to resume the arbitral proceedings or to take such other action as in the arbitral tribunal's opinion will eliminate the grounds for setting aside.

CHAPTER VIII.
RECOGNITION AND ENFORCEMENT OF AWARDS

Article 35. Recognition and enforcement

- (1) An arbitral award, irrespective of the country in which it was made, shall be recognized as binding and, upon application in writing to the competent court, shall be enforced subject to the provisions of this article and of article 36.
- (2) The party relying on an award or applying for its enforcement shall supply the original award or a copy thereof. If the award is not made in an official language of this State, the court may request the party to supply a translation thereof into such language.

Article 36. Grounds for refusing recognition or enforcement

- (1) Recognition or enforcement of an arbitral award, irrespective of the country in which it was made, may be refused only:
 - (a) at the request of the party against whom it is invoked, if that party furnishes to the competent court where recognition or enforcement is sought proof that:
 - (i) a party to the arbitration agreement referred to in article 7 was under some incapacity; or the said agreement is not valid under the law to which the parties have subjected it or, failing any indication thereon, under the law of the country where the award was made; or
 - (ii) the party against whom the award is invoked was not given proper notice of the appointment of an arbitrator or of the arbitral proceedings or was otherwise unable to present his case; or
 - (iii) the award deals with a dispute not contemplated by or not falling within the terms of the submission to arbitration, or it contains decisions on matters beyond the scope of the submission to arbitration, provided that, if the decisions on matters submitted to arbitration can be separated from those not so submitted, that part of the award which contains decisions on matters submitted to arbitration may be recognized and enforced; or
 - (iv) the composition of the arbitral tribunal or the arbitral procedure was not in accordance with the agreement of the parties or, failing such agreement, was not in accordance with the law of the country where the arbitration took place; or
 - (v) the award has not yet become binding on the parties or has been set aside or suspended by a court of the country in which, or under the law of which, that award was made; or
 - (b) if the court finds that:
 - (i) the subject-matter of the dispute is not capable of settlement by arbitration under the law of this State; or
 - (ii) the recognition or enforcement of the award would be contrary to the public policy of this State.
- (2) If an application for setting aside or suspension of an award has been made to a court referred to in paragraph (1)(a)(v) of this article, the court where recognition or enforcement is sought may, if it considers it proper, adjourn its decision and may also, on the application of the party claiming recognition or enforcement of the award, order the other party to provide appropriate security.

SCHEDULE 6
INTERNATIONAL ELECTRONIC COMMUNICATIONS CONVENTION ACT, 2017

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INTERPRETATION

Definition

1 In this Act,

“declaration” means a declaration made by Canada under the Convention with respect to Ontario.

Aid to interpretation

2 For the purpose of interpreting the Convention, recourse may be had to the Explanatory Note on the United Nations Convention on the Use of Electronic Communications in International Contracts published by the United Nations Commission on International Commercial Law in January 2007.

THE CONVENTION

Application of Convention

3 Subject to any declaration that is in force, the United Nations Convention on the Use of Electronic Communications in International Contracts set out in Schedule 1 has force of law in Ontario on and after the day it enters into force in accordance with Articles 18 and 23 of the Convention.

Crown bound

4 This Act binds the Crown.

COMMENCEMENT AND SHORT TITLE

Commencement

5 The Act set out in this Schedule comes into force on the day the *Burden Reduction Act, 2017* receives Royal Assent.

Short title

6 The short title of the Act set out in this Schedule is the *International Electronic Communications Convention Act, 2017*.

SCHEDULE 1

UNITED NATIONS CONVENTION ON THE USE OF ELECTRONIC COMMUNICATIONS IN INTERNATIONAL CONTRACTS

The States Parties to this Convention,

Reaffirming their belief that international trade on the basis of equality and mutual benefit is an important element in promoting friendly relations among States,

Noting that the increased use of electronic communications improves the efficiency of commercial activities, enhances trade connections and allows new access opportunities for previously remote parties and markets, thus playing a fundamental role in promoting trade and economic development, both domestically and internationally,

Considering that problems created by uncertainty as to the legal value of the use of electronic communications in international contracts constitute an obstacle to international trade,

Convinced that the adoption of uniform rules to remove obstacles to the use of electronic communications in international contracts, including obstacles that might result from the operation of existing international trade law instruments, would

enhance legal certainty and commercial predictability for international contracts and help States gain access to modern trade routes,

Being of the opinion that uniform rules should respect the freedom of parties to choose appropriate media and technologies, taking account of the principles of technological neutrality and functional equivalence, to the extent that the means chosen by the parties comply with the purpose of the relevant rules of law,

Desiring to provide a common solution to remove legal obstacles to the use of electronic communications in a manner acceptable to States with different legal, social and economic systems,

Have agreed as follows:

CHAPTER I. SPHERE OF APPLICATION

Article 1. Scope of application

1 This Convention applies to the use of electronic communications in connection with the formation or performance of a contract between parties whose places of business are in different States.

2 The fact that the parties have their places of business in different States is to be disregarded whenever this fact does not appear either from the contract or from any dealings between the parties or from information disclosed by the parties at any time before or at the conclusion of the contract.

3 Neither the nationality of the parties nor the civil or commercial character of the parties or of the contract is to be taken into consideration in determining the application of this Convention.

Article 2. Exclusions

1 This Convention does not apply to electronic communications relating to any of the following:

- (a) Contracts concluded for personal, family or household purposes;
- (b) (i) Transactions on a regulated exchange; (ii) foreign exchange transactions; (iii) inter-bank payment systems, inter-bank payment agreements or clearance and settlement systems relating to securities or other financial assets or instruments; (iv) the transfer of security rights in sale, loan or holding of or agreement to repurchase securities or other financial assets or instruments held with an intermediary.

2 This Convention does not apply to bills of exchange, promissory notes, consignment notes, bills of lading, warehouse receipts or any transferable document or instrument that entitles the bearer or beneficiary to claim the delivery of goods or the payment of a sum of money.

Article 3. Party autonomy

The parties may exclude the application of this Convention or derogate from or vary the effect of any of its provisions.

CHAPTER II. GENERAL PROVISIONS

Article 4. Definitions

For the purposes of this Convention:

- (a) “Communication” means any statement, declaration, demand, notice or request, including an offer and the acceptance of an offer, that the parties are required to make or choose to make in connection with the formation or performance of a contract;
- (b) “Electronic communication” means any communication that the parties make by means of data messages;
- (c) “Data message” means information generated, sent, received or stored by electronic, magnetic, optical or similar means, including, but not limited to, electronic data interchange, electronic mail, telegram, telex or telecopy;
- (d) “Originator” of an electronic communication means a party by whom, or on whose behalf, the electronic communication has been sent or generated prior to storage, if any, but it does not include a party acting as an intermediary with respect to that electronic communication;
- (e) “Addressee” of an electronic communication means a party who is intended by the originator to receive the electronic communication, but does not include a party acting as an intermediary with respect to that electronic communication;
- (f) “Information system” means a system for generating, sending, receiving, storing or otherwise processing data messages;

- (g) “Automated message system” means a computer program or an electronic or other automated means used to initiate an action or respond to data messages or performances in whole or in part, without review or intervention by a natural person each time an action is initiated or a response is generated by the system;
- (h) “Place of business” means any place where a party maintains a non-transitory establishment to pursue an economic activity other than the temporary provision of goods or services out of a specific location.

Article 5. Interpretation

- 1 In the interpretation of this Convention, regard is to be had to its international character and to the need to promote uniformity in its application and the observance of good faith in international trade.
- 2 Questions concerning matters governed by this Convention which are not expressly settled in it are to be settled in conformity with the general principles on which it is based or, in the absence of such principles, in conformity with the law applicable by virtue of the rules of private international law.

Article 6. Location of the parties

- 1 For the purposes of this Convention, a party’s place of business is presumed to be the location indicated by that party, unless another party demonstrates that the party making the indication does not have a place of business at that location.
- 2 If a party has not indicated a place of business and has more than one place of business, then the place of business for the purposes of this Convention is that which has the closest relationship to the relevant contract, having regard to the circumstances known to or contemplated by the parties at any time before or at the conclusion of the contract.
- 3 If a natural person does not have a place of business, reference is to be made to the person’s habitual residence.
- 4 A location is not a place of business merely because that is: (a) where equipment and technology supporting an information system used by a party in connection with the formation of a contract are located; or (b) where the information system may be accessed by other parties.
- 5 The sole fact that a party makes use of a domain name or electronic mail address connected to a specific country does not create a presumption that its place of business is located in that country.

Article 7. Information requirements

Nothing in this Convention affects the application of any rule of law that may require the parties to disclose their identities, places of business or other information, or relieves a party from the legal consequences of making inaccurate, incomplete or false statements in that regard.

CHAPTER III.
USE OF ELECTRONIC COMMUNICATIONS IN INTERNATIONAL CONTRACTS

Article 8. Legal recognition of electronic communications

- 1 A communication or a contract shall not be denied validity or enforceability on the sole ground that it is in the form of an electronic communication.
- 2 Nothing in this Convention requires a party to use or accept electronic communications, but a party’s agreement to do so may be inferred from the party’s conduct.

Article 9. Form requirements

- 1 Nothing in this Convention requires a communication or a contract to be made or evidenced in any particular form.
- 2 Where the law requires that a communication or a contract should be in writing, or provides consequences for the absence of a writing, that requirement is met by an electronic communication if the information contained therein is accessible so as to be usable for subsequent reference.
- 3 Where the law requires that a communication or a contract should be signed by a party, or provides consequences for the absence of a signature, that requirement is met in relation to an electronic communication if:
 - (a) A method is used to identify the party and to indicate that party’s intention in respect of the information contained in the electronic communication; and
 - (b) The method used is either:
 - (i) As reliable as appropriate for the purpose for which the electronic communication was generated or communicated, in the light of all the circumstances, including any relevant agreement; or
 - (ii) Proven in fact to have fulfilled the functions described in subparagraph (a) above, by itself or together with further evidence.

4 Where the law requires that a communication or a contract should be made available or retained in its original form, or provides consequences for the absence of an original, that requirement is met in relation to an electronic communication if:

- (a) There exists a reliable assurance as to the integrity of the information it contains from the time when it was first generated in its final form, as an electronic communication or otherwise; and
- (b) Where it is required that the information it contains be made available, that information is capable of being displayed to the person to whom it is to be made available.

5 For the purposes of paragraph 4 (a):

- (a) The criteria for assessing integrity shall be whether the information has remained complete and unaltered, apart from the addition of any endorsement and any change that arises in the normal course of communication, storage and display; and
- (b) The standard of reliability required shall be assessed in the light of the purpose for which the information was generated and in the light of all the relevant circumstances.

Article 10. Time and place of dispatch and receipt of electronic communications

1 The time of dispatch of an electronic communication is the time when it leaves an information system under the control of the originator or of the party who sent it on behalf of the originator or, if the electronic communication has not left an information system under the control of the originator or of the party who sent it on behalf of the originator, the time when the electronic communication is received.

2 The time of receipt of an electronic communication is the time when it becomes capable of being retrieved by the addressee at an electronic address designated by the addressee. The time of receipt of an electronic communication at another electronic address of the addressee is the time when it becomes capable of being retrieved by the addressee at that address and the addressee becomes aware that the electronic communication has been sent to that address. An electronic communication is presumed to be capable of being retrieved by the addressee when it reaches the addressee's electronic address.

3 An electronic communication is deemed to be dispatched at the place where the originator has its place of business and is deemed to be received at the place where the addressee has its place of business, as determined in accordance with article 6.

4 Paragraph 2 of this article applies notwithstanding that the place where the information system supporting an electronic address is located may be different from the place where the electronic communication is deemed to be received under paragraph 3 of this article.

Article 11. Invitations to make offers

A proposal to conclude a contract made through one or more electronic communications which is not addressed to one or more specific parties, but is generally accessible to parties making use of information systems, including proposals that make use of interactive applications for the placement of orders through such information systems, is to be considered as an invitation to make offers, unless it clearly indicates the intention of the party making the proposal to be bound in case of acceptance.

Article 12. Use of automated message systems for contract formation

A contract formed by the interaction of an automated message system and a natural person, or by the interaction of automated message systems, shall not be denied validity or enforceability on the sole ground that no natural person reviewed or intervened in each of the individual actions carried out by the automated message systems or the resulting contract.

Article 13. Availability of contract terms

Nothing in this Convention affects the application of any rule of law that may require a party that negotiates some or all of the terms of a contract through the exchange of electronic communications to make available to the other party those electronic communications which contain the contractual terms in a particular manner, or relieves a party from the legal consequences of its failure to do so.

Article 14. Error in electronic communications

1 Where a natural person makes an input error in an electronic communication exchanged with the automated message system of another party and the automated message system does not provide the person with an opportunity to correct the error, that person, or the party on whose behalf that person was acting, has the right to withdraw the portion of the electronic communication in which the input error was made if:

- (a) The person, or the party on whose behalf that person was acting, notifies the other party of the error as soon as possible after having learned of the error and indicates that he or she made an error in the electronic communication; and

- (b) The person, or the party on whose behalf that person was acting, has not used or received any material benefit or value from the goods or services, if any, received from the other party.

2 Nothing in this article affects the application of any rule of law that may govern the consequences of any error other than as provided for in paragraph 1.

CHAPTER IV.
FINAL PROVISIONS

Article 15. Depositary

The Secretary-General of the United Nations is hereby designated as the depositary for this Convention.

Article 16. Signature, ratification, acceptance or approval

1 This Convention is open for signature by all States at United Nations Headquarters in New York from 16 January 2006 to 16 January 2008.

2 This Convention is subject to ratification, acceptance or approval by the signatory States.

3 This Convention is open for accession by all States that are not signatory States as from the date it is open for signature.

4 Instruments of ratification, acceptance, approval and accession are to be deposited with the Secretary-General of the United Nations.

Article 17. Participation by regional economic integration organizations

1 A regional economic integration organization that is constituted by sovereign States and has competence over certain matters governed by this Convention may similarly sign, ratify, accept, approve or accede to this Convention. The regional economic integration organization shall in that case have the rights and obligations of a Contracting State, to the extent that that organization has competence over matters governed by this Convention.

Where the number of Contracting States is relevant in this Convention, the regional economic integration organization shall not count as a Contracting State in addition to its member States that are Contracting States.

2 The regional economic integration organization shall, at the time of signature, ratification, acceptance, approval or accession, make a declaration to the depositary specifying the matters governed by this Convention in respect of which competence has been transferred to that organization by its member States. The regional economic integration organization shall promptly notify the depositary of any changes to the distribution of competence, including new transfers of competence, specified in the declaration under this paragraph.

3 Any reference to a “Contracting State” or “Contracting States” in this Convention applies equally to a regional economic integration organization where the context so requires.

4 This Convention shall not prevail over any conflicting rules of any regional economic integration organization as applicable to parties whose respective places of business are located in States members of any such organization, as set out by declaration made in accordance with article 21.

Article 18. Effect in domestic territorial units

1 If a Contracting State has two or more territorial units in which different systems of law are applicable in relation to the matters dealt with in this Convention, it may, at the time of signature, ratification, acceptance, approval or accession, declare that this Convention is to extend to all its territorial units or only to one or more of them, and may amend its declaration by submitting another declaration at any time.

2 These declarations are to be notified to the depositary and are to state expressly the territorial units to which the Convention extends.

3 If, by virtue of a declaration under this article, this Convention extends to one or more but not all of the territorial units of a Contracting State, and if the place of business of a party is located in that State, this place of business, for the purposes of this Convention, is considered not to be in a Contracting State, unless it is in a territorial unit to which the Convention extends.

4 If a Contracting State makes no declaration under paragraph 1 of this article, the Convention is to extend to all territorial units of that State.

Article 19. Declarations on the scope of application

1 Any Contracting State may declare, in accordance with article 21, that it will apply this Convention only:

- (a) When the States referred to in article 1, paragraph 1, are Contracting States to this Convention; or
- (b) When the parties have agreed that it applies.

2 Any Contracting State may exclude from the scope of application of this Convention the matters it specifies in a declaration made in accordance with article 21.

Article 20. Communications exchanged under other international conventions

1 The provisions of this Convention apply to the use of electronic communications in connection with the formation or performance of a contract to which any of the following international conventions, to which a Contracting State to this Convention is or may become a Contracting State, apply:

Convention on the Recognition and Enforcement of Foreign Arbitral Awards (New York, 10 June 1958);

Convention on the Limitation Period in the International Sale of Goods (New York, 14 June 1974) and Protocol thereto (Vienna, 11 April 1980);

United Nations Convention on Contracts for the International Sale of Goods (Vienna, 11 April 1980);

United Nations Convention on the Liability of Operators of Transport Terminals in International Trade (Vienna, 19 April 1991);

United Nations Convention on Independent Guarantees and Stand-by Letters of Credit (New York, 11 December 1995);

United Nations Convention on the Assignment of Receivables in International Trade (New York, 12 December 2001).

2 The provisions of this Convention apply further to electronic communications in connection with the formation or performance of a contract to which another international convention, treaty or agreement not specifically referred to in paragraph 1 of this article, and to which a Contracting State to this Convention is or may become a Contracting State, applies, unless the State has declared, in accordance with article 21, that it will not be bound by this paragraph.

3 A State that makes a declaration pursuant to paragraph 2 of this article may also declare that it will nevertheless apply the provisions of this Convention to the use of electronic communications in connection with the formation or performance of any contract to which a specified international convention, treaty or agreement applies to which the State is or may become a Contracting State.

4 Any State may declare that it will not apply the provisions of this Convention to the use of electronic communications in connection with the formation or performance of a contract to which any international convention, treaty or agreement specified in that State's declaration, to which the State is or may become a Contracting State, applies, including any of the conventions referred to in paragraph 1 of this article, even if such State has not excluded the application of paragraph 2 of this article by a declaration made in accordance with article 21.

Article 21. Procedure and effects of declarations

1 Declarations under article 17, paragraph 4, article 19, paragraphs 1 and 2, and article 20, paragraphs 2, 3 and 4, may be made at any time. Declarations made at the time of signature are subject to confirmation upon ratification, acceptance or approval.

2 Declarations and their confirmations are to be in writing and to be formally notified to the depositary.

3 A declaration takes effect simultaneously with the entry into force of this Convention in respect of the State concerned. However, a declaration of which the depositary receives formal notification after such entry into force takes effect on the first day of the month following the expiration of six months after the date of its receipt by the depositary.

4 Any State that makes a declaration under this Convention may modify or withdraw it at any time by a formal notification in writing addressed to the depositary. The modification or withdrawal is to take effect on the first day of the month following the expiration of six months after the date of the notification by the depositary.

Article 22. Reservations

No reservations may be made under this Convention.

Article 23. Entry into force

1 This Convention enters into force on the first day of the month following the expiration of six months after the date of deposit of the third instrument of ratification, acceptance, approval or accession.

2 When a State ratifies, accepts, approves or accedes to this Convention after the deposit of the third instrument of ratification, acceptance, approval or accession, this Convention enters into force in respect of that State on the first day of the month following the expiration of six months after the date of the deposit of its instrument of ratification, acceptance, approval or accession.

Article 24. Time of application

This Convention and any declaration apply only to electronic communications that are made after the date when the Convention or the declaration enters into force or takes effect in respect of each Contracting State.

Article 25. Denunciations

1 A Contracting State may denounce this Convention by a formal notification in writing addressed to the depositary.

2 The denunciation takes effect on the first day of the month following the expiration of twelve months after the notification is received by the depositary. Where a longer period for the denunciation to take effect is specified in the notification, the denunciation takes effect upon the expiration of such longer period after the notification is received by the depositary.

DONE at New York this twenty-third day of November two thousand and five, in a single original, of which the Arabic, Chinese, English, French, Russian and Spanish texts are equally authentic.

IN WITNESS WHEREOF the undersigned plenipotentiaries, being duly authorized by their respective Governments, have signed this Convention.

**SCHEDULE 7
INTERNATIONAL RECOGNITION OF TRUSTS ACT, 2017**

CONTENTS

1.	Interpretation
2.	Application of Convention
3.	Extension of Convention
4.	Crown bound
5.	Commencement
6.	Short title
Schedule 1	Convention on the Law Applicable to Trusts and on their Recognition

Interpretation

1 The word “fiducie” used in the French version of this Act has the same meaning as the word “trust” used in the French version of the Convention referred to in subsection 2 (1).

Application of Convention

2 (1) The Convention on the Law Applicable to Trusts and on their Recognition, done at The Hague on July 1, 1985 and set out in Schedule 1, has force of law in Ontario on and after the day it enters into force in accordance with Articles 29 and 30 of the Convention.

Application of Act

(2) This Act does not apply to conflicts solely between the laws of the provinces and territories of Canada.

Extension of Convention

3 (1) The Convention is extended to trusts declared by judicial decisions including constructive trusts and resulting trusts.

Interpretation, refusal to give recognition or effect

(2) Nothing in this Act is to be construed as requiring that recognition or effect be given to a trust declared by judicial decision in another state or a severable aspect of such a trust, if the Superior Court of Justice is satisfied that there is a substantial reason for refusing to give recognition or effect to the trust or aspect.

Crown bound

4 This Act binds the Crown.

Commencement

5 The Act set out in this Schedule comes into force on the day the *Burden Reduction Act, 2017* receives Royal Assent.

Short title

6 The short title of the Act set out in this Schedule is the *International Recognition of Trusts Act, 2017*.

SCHEDULE 1
CONVENTION ON THE LAW APPLICABLE TO TRUSTS AND ON THEIR RECOGNITION

The States signatory to the present Convention,

Considering that the trust, as developed in courts of equity in common law jurisdictions and adopted with some modifications in other jurisdictions, is a unique legal institution,

Desiring to establish common provisions on the law applicable to trusts and to deal with the most important issues concerning the recognition of trusts,

Have resolved to conclude a Convention to this effect, and have agreed upon the following provisions –

CHAPTER I
SCOPE

Article 1

This Convention specifies the law applicable to trusts and governs their recognition.

Article 2

For the purposes of this Convention, the term “trust” refers to the legal relationships created – *inter vivos* or on death – by a person, the settlor, when assets have been placed under the control of a trustee for the benefit of a beneficiary or for a specified purpose.

A trust has the following characteristics –

- a) the assets constitute a separate fund and are not a part of the trustee's own estate;
- b) title to the trust assets stands in the name of the trustee or in the name of another person on behalf of the trustee;
- c) the trustee has the power and the duty, in respect of which he is accountable, to manage, employ or dispose of the assets in accordance with the terms of the trust and the special duties imposed upon him by law.

The reservation by the settlor of certain rights and powers, and the fact that the trustee may himself have rights as a beneficiary, are not necessarily inconsistent with the existence of a trust.

Article 3

The Convention applies only to trusts created voluntarily and evidenced in writing.

Article 4

The Convention does not apply to preliminary issues relating to the validity of wills or of other acts by virtue of which assets are transferred to the trustee.

Article 5

The Convention does not apply to the extent that the law specified by Chapter II does not provide for trusts or the category of trusts involved.

CHAPTER II APPLICABLE LAW

Article 6

A trust shall be governed by the law chosen by the settlor. The choice must be express or be implied in the terms of the instrument creating or the writing evidencing the trust, interpreted, if necessary, in the light of the circumstances of the case.

Where the law chosen under the previous paragraph does not provide for trusts or the category of trust involved, the choice shall not be effective and the law specified in Article 7 shall apply.

Article 7

Where no applicable law has been chosen, a trust shall be governed by the law with which it is most closely connected.

In ascertaining the law with which a trust is most closely connected reference shall be made in particular to –

- a) the place of administration of the trust designated by the settlor;
- b) the situs of the assets of the trust;
- c) the place of residence or business of the trustee;
- d) the objects of the trust and the places where they are to be fulfilled.

Article 8

The law specified by Article 6 or 7 shall govern the validity of the trust, its construction, its effects, and the administration of the trust.

In particular that law shall govern –

- a) the appointment, resignation and removal of trustees, the capacity to act as a trustee, and the devolution of the office of trustee;
- b) the rights and duties of trustees among themselves;
- c) the right of trustees to delegate in whole or in part the discharge of their duties or the exercise of their powers;
- d) the power of trustees to administer or to dispose of trust assets, to create security interests in the trust assets, or to acquire new assets;
- e) the powers of investment of trustees;
- f) restrictions upon the duration of the trust, and upon the power to accumulate the income of the trust;
- g) the relationships between the trustees and the beneficiaries including the personal liability of the trustees to the beneficiaries;
- h) the variation or termination of the trust;

- i) the distribution of the trust assets;
- j) the duty of trustees to account for their administration.

Article 9

In applying this Chapter a severable aspect of the trust, particularly matters of administration, may be governed by a different law.

Article 10

The law applicable to the validity of the trust shall determine whether that law or the law governing a severable aspect of the trust may be replaced by another law.

CHAPTER III RECOGNITION

Article 11

A trust created in accordance with the law specified by the preceding Chapter shall be recognised as a trust.

Such recognition shall imply, as a minimum, that the trust property constitutes a separate fund, that the trustee may sue and be sued in his capacity as trustee, and that he may appear or act in this capacity before a notary or any person acting in an official capacity.

In so far as the law applicable to the trust requires or provides, such recognition shall imply, in particular –

- a) that personal creditors of the trustee shall have no recourse against the trust assets;
- b) that the trust assets shall not form part of the trustee's estate upon his insolvency or bankruptcy;
- c) that the trust assets shall not form part of the matrimonial property of the trustee or his spouse nor part of the trustee's estate upon his death;
- d) that the trust assets may be recovered when the trustee, in breach of trust, has mingled trust assets with his own property or has alienated trust assets. However, the rights and obligations of any third party holder of the assets shall remain subject to the law determined by the choice of law rules of the forum.

Article 12

Where the trustee desires to register assets, movable or immovable, or documents of title to them, he shall be entitled, in so far as this is not prohibited by or inconsistent with the law of the State where registration is sought, to do so in his capacity as trustee or in such other way that the existence of the trust is disclosed.

Article 13

No State shall be bound to recognise a trust the significant elements of which, except for the choice of the applicable law, the place of administration and the habitual residence of the trustee, are more closely connected with States which do not have the institution of the trust or the category of trust involved.

Article 14

The Convention shall not prevent the application of rules of law more favourable to the recognition of trusts.

CHAPTER IV GENERAL CLAUSES

Article 15

The Convention does not prevent the application of provisions of the law designated by the conflicts rules of the forum, in so far as those provisions cannot be derogated from by voluntary act, relating in particular to the following matters –

- a) the protection of minors and incapable parties;
- b) the personal and proprietary effects of marriage;
- c) succession rights, testate and intestate, especially the indefeasible shares of spouses and relatives;
- d) the transfer of title to property and security interests in property;
- e) the protection of creditors in matters of insolvency;
- f) the protection, in other respects, of third parties acting in good faith.

If recognition of a trust is prevented by application of the preceding paragraph, the court shall try to give effect to the objects of the trust by other means.

Article 16

The Convention does not prevent the application of those provisions of the law of the forum which must be applied even to international situations, irrespective of rules of conflict of laws.

If another State has a sufficiently close connection with a case then, in exceptional circumstances, effect may also be given to rules of that State which have the same character as mentioned in the preceding paragraph.

Any Contracting State may, by way of reservation, declare that it will not apply the second paragraph of this Article.

Article 17

In the Convention the word “law” means the rules of law in force in a State other than its rules of conflict of laws.

Article 18

The provisions of the Convention may be disregarded when their application would be manifestly incompatible with public policy (*ordre public*).

Article 19

Nothing in the Convention shall prejudice the powers of States in fiscal matters.

Article 20

Any Contracting State may, at any time, declare that the provisions of the Convention will be extended to trusts declared by judicial decisions.

This declaration shall be notified to the Ministry of Foreign Affairs of the Kingdom of the Netherlands and will come into effect on the day when this notification is received.

Article 31 is applicable to the withdrawal of this declaration in the same way as it applies to a denunciation of the Convention.

Article 21

Any Contracting State may reserve the right to apply the provisions of Chapter III only to trusts the validity of which is governed by the law of a Contracting State.

Article 22

The Convention applies to trusts regardless of the date on which they were created.

However, a Contracting State may reserve the right not to apply the Convention to trusts created before the date on which, in relation to that State, the Convention enters into force.

Article 23

For the purpose of identifying the law applicable under the Convention, where a State comprises several territorial units each of which has its own rules of law in respect of trusts, any reference to the law of that State is to be construed as referring to the law in force in the territorial unit in question.

Article 24

A State within which different territorial units have their own rules of law in respect of trusts is not bound to apply the Convention to conflicts solely between the laws of such units.

Article 25

The Convention shall not affect any other international instrument containing provisions on matters governed by this Convention to which a Contracting State is, or becomes, a Party.

CHAPTER V FINAL CLAUSES

Article 26

Any State may, at the time of signature, ratification, acceptance, approval or accession, or at the time of making a declaration in terms of Article 29, make the reservations provided for in Articles 16, 21 and 22.

No other reservation shall be permitted.

Any Contracting State may at any time withdraw a reservation which it has made; the reservation shall cease to have effect on the first day of the third calendar month after notification of the withdrawal.

Article 27

The Convention shall be open for signature by the States which were Members of the Hague Conference on Private International Law at the time of its Fifteenth Session.

It shall be ratified, accepted or approved and the instruments of ratification, acceptance or approval shall be deposited with the Ministry of Foreign Affairs of the Kingdom of the Netherlands.

Article 28

Any other State may accede to the Convention after it has entered into force in accordance with Article 30, paragraph 1.

The instrument of accession shall be deposited with the Ministry of Foreign Affairs of the Kingdom of the Netherlands.

The accession shall have effect only as regards the relations between the acceding State and those Contracting States which have not raised an objection to its accession in the twelve months after the receipt of the notification referred to in Article 32. Such an objection may also be raised by Member States at the time when they ratify, accept or approve the Convention after an accession. Any such objection shall be notified to the Ministry of Foreign Affairs of the Kingdom of the Netherlands.

Article 29

If a State has two or more territorial units in which different systems of law are applicable, it may at the time of signature, ratification, acceptance, approval or accession declare that this Convention shall extend to all of its territorial units or only to one or more of them and may modify this declaration by submitting another declaration at any time.

Any such declaration shall be notified to the Ministry of Foreign Affairs of the Kingdom of the Netherlands and shall state expressly the territorial units to which the Convention applies.

If a State makes no declaration under this Article, the Convention is to extend to all territorial units of that State.

Article 30

The Convention shall enter into force on the first day of the third calendar month after the deposit of the third instrument of ratification, acceptance or approval referred to in Article 27.

Thereafter the Convention shall enter into force –

- a) for each State ratifying, accepting or approving it subsequently, on the first day of the third calendar month after the deposit of its instrument of ratification, acceptance or approval;
- b) for each acceding State, on the first day of the third calendar month after the expiry of the period referred to in Article 28;
- c) for a territorial unit to which the Convention has been extended in conformity with Article 29, on the first day of the third calendar month after the notification referred to in that Article.

Article 31

Any Contracting State may denounce this Convention by a formal notification in writing addressed to the Ministry of Foreign Affairs of the Kingdom of the Netherlands, depositary of the Convention.

The denunciation takes effect on the first day of the month following the expiration of six months after the notification is received by the depositary or on such later date as is specified in the notification.

Article 32

The Ministry of Foreign Affairs of the Kingdom of the Netherlands shall notify the States Members of the Conference, and the States which have acceded in accordance with Article 28, of the following –

- a) the signatures and ratifications, acceptances or approvals referred to in Article 27;
- b) the date on which the Convention enters into force in accordance with Article 30;
- c) the accessions and the objections raised to accessions referred to in Article 28;
- d) the extensions referred to in Article 29;
- e) the declarations referred to in Article 20;
- f) the reservation or withdrawals referred to in Article 26;

g) the denunciations referred to in Article 31.

In witness whereof the undersigned, being duly authorised thereto, have signed this Convention.

Done at The Hague, on the first day of July, 1985, in English and French, both texts being equally authentic, in a single copy which shall be deposited in the archives of the Government of the Kingdom of the Netherlands, and of which a certified copy shall be sent, through diplomatic channels, to each of the States Members of the Hague Conference on Private International Law at the date of its Fifteenth Session.

**SCHEDULE 8
INTERNATIONAL SALE OF GOODS ACT AMENDMENTS**

International Sale of Goods Act

1 The title of the *International Sale of Goods Act* is repealed and the following substituted:

International Sales Conventions Act

2 Sections 1 to 6 of the Act are repealed and the following substituted:

Definitions and interpretation

Definitions

1 (1) In this Act,

“Amended Limitation Convention” means the Convention referred to in subsection 3 (3); (“Convention modifiée sur la prescription”)

“Limitation Convention” means the Convention referred to in subsection 3 (2); (“Convention sur la prescription”)

“Protocol” means the Protocol amending the Convention on the Limitation Period in the International Sale of Goods that was opened for signature at Vienna on April 11, 1980, set out in Schedule 4. (“Protocole”)

Interpretation

(2) All words and expressions used in this Act have the same meaning as the corresponding words and expressions used in the Conventions set out in Schedules 1 to 3.

Inconsistency

2 In the event of any inconsistency between this Act and any other law, this Act prevails to the extent of the inconsistency.

Application of Conventions

Sales Convention

3 (1) The United Nations Convention on Contracts for the International Sale of Goods that was opened for signature at Vienna on April 11, 1980, set out in Schedule 1, has force of law in Ontario.

Limitation Convention

(2) The Convention on the Limitation Period in the International Sale of Goods that was opened for signature at New York on June 14, 1974, set out in Schedule 2, has force of law in Ontario on and after the day it enters into force in accordance with Article 44 of the Convention.

Amended Limitation Convention

(3) The Convention on the Limitation Period in the International Sale of Goods as amended by the Protocol, prepared in accordance with Article XIV of the Protocol and set out in Schedule 3, has force of law in Ontario on and after the day it enters into force in accordance with Article 44 of the Convention.

Which Convention applies re limitation periods

4 (1) The Amended Limitation Convention applies in respect of any State that is a Contracting Party to that Convention.

Same

(2) The Limitation Convention applies in respect of any State that is a Contracting Party to that Convention and is not a Contracting Party to the Amended Limitation Convention.

Use of extrinsic materials in interpreting Conventions re limitation periods

5 In interpreting the Amended Limitation Convention and the Limitation Convention, recourse may be had to,

- (a) the Report of the United Nations Commission on International Trade Law on the work of its 5th session (1972), UN GAOR, 27th Session, Supp. No. 17, UN Doc. A/8717; and
- (b) the Commentary on the Convention on the Limitation Period in the International Sale of Goods, UN Doc. A/CONF. 63/17.

Non-application of Convention by parties

6 The parties to a contract may,

- (a) exclude the application of a Convention set out in Schedule 1, 2 or 3 by expressly providing in the contract that the Convention does not apply to the contract; or

- (b) otherwise exclude the application of a Convention set out in Schedule 1, 2 or 3, or derogate from or vary the effect of any of the Convention's provisions, in accordance with the terms of the Convention.

3 The heading to the Schedule to the Act is amended by adding "1" after "Schedule".

4 The Act is amended by adding the following Schedules:

SCHEDULE 2
CONVENTION ON THE LIMITATION PERIOD IN THE INTERNATIONAL SALE OF GOODS

PREAMBLE

The States Parties to the present Convention,

Considering that international trade is an important factor in the promotion of friendly relations amongst States,

Believing that the adoption of uniform rules governing the limitation period in the international sale of goods would facilitate the development of world trade,

Have agreed as follows:

PART I. SUBSTANTIVE PROVISIONS

SPHERE OF APPLICATION

Article 1

1 This Convention shall determine when claims of a buyer and a seller against each other arising from a contract of international sale of goods or relating to its breach, termination or invalidity can no longer be exercised by reason of the expiration of a period of time. Such period of time is hereinafter referred to as "the limitation period".

2 This Convention shall not affect a particular time-limit within which one party is required, as a condition for the acquisition or exercise of his claim, to give notice to the other party or perform any act other than the institution of legal proceedings.

3 In this Convention:

- (a) "buyer", "seller" and "party" mean persons who buy or sell, or agree to buy or sell, goods, and the successors to and assigns of their rights or obligations under the contract of sale;
- (b) "creditor" means a party who asserts a claim, whether or not such a claim is for a sum of money;
- (c) "debtor" means a party against whom a creditor asserts a claim;
- (d) "breach of contract" means the failure of a party to perform the contract or any performance not in conformity with the contract;
- (e) "legal proceedings" includes judicial, arbitral and administrative proceedings;
- (f) "person" includes corporation, company, partnership, association or entity, whether private or public, which can sue or be sued;
- (g) "writing" includes telegram and telex;
- (h) "year" means a year according to the Gregorian calendar.

Article 2

For the purposes of this Convention:

- (a) a contract of sale of goods shall be considered international if, at the time of the conclusion of the contract, the buyer and the seller have their places of business in different States;
- (b) the fact that the parties have their places of business in different States shall be disregarded whenever this fact does not appear either from the contract or from any dealings between, or from information disclosed by, the parties at any time before or at the conclusion of the contract;
- (c) where a party to a contract of sale of goods has places of business in more than one State, the place of business shall be that which has the closest relationship to the contract and its performance, having regard to the circumstances known to or contemplated by the parties at the time of the conclusion of the contract;
- (d) where a party does not have a place of business, reference shall be made to his habitual residence;
- (e) neither the nationality of the parties nor the civil or commercial character of the parties or of the contract shall be taken into consideration.

Article 3

1 This Convention shall apply only if, at the time of the conclusion of the contract, the places of business of the parties to a contract of international sale of goods are in Contracting States.

2 Unless this Convention provides otherwise, it shall apply irrespective of the law which would otherwise be applicable by virtue of the rules of private international law.

3 This Convention shall not apply when the parties have expressly excluded its application.

Article 4

This Convention shall not apply to sales:

- (a) of goods bought for personal, family or household use;
- (b) by auction;
- (c) on execution or otherwise by authority of law;
- (d) of stocks, shares, investment securities, negotiable instruments or money;
- (e) of ships, vessels, or aircraft;
- (f) of electricity.

Article 5

This Convention shall not apply to claims based upon:

- (a) death of, or personal injury to, any person;
- (b) nuclear damage caused by the goods sold;
- (c) a lien, mortgage or other security interest in property;
- (d) a judgement or award made in legal proceedings;
- (e) a document on which direct enforcement or execution can be obtained in accordance with the law of the place where such enforcement or execution is sought;
- (f) a bill of exchange, cheque or promissory note.

Article 6

1 This Convention shall not apply to contracts in which the preponderant part of the obligations of the seller consists in the supply of labour or other services.

2 Contracts for the supply of goods to be manufactured or produced shall be considered to be sales, unless the party who orders the goods undertakes to supply a substantial part of the materials necessary for such manufacture or production.

Article 7

In the interpretation and application of the provisions of this Convention, regard shall be had to its international character and to the need to promote uniformity.

THE DURATION AND COMMENCEMENT OF THE LIMITATION PERIOD

Article 8

The limitation period shall be four years.

Article 9

1 Subject to the provisions of articles 10, 11 and 12 the limitation period shall commence on the date on which the claim accrues.

2 The commencement of the limitation period shall not be postponed by:

- (a) a requirement that the party be given a notice as described in paragraph 2 of article 1, or
- (b) a provision in an arbitration agreement that no right shall arise until an arbitration award has been made.

Article 10

1 A claim arising from a breach of contract shall accrue on the date on which such breach occurs.

2 A claim arising from a defect or other lack of conformity shall accrue on the date on which the goods are actually handed over to, or their tender is refused by, the buyer.

3 A claim based on fraud committed before or at the time of the conclusion of the contract or during its performance shall accrue on the date on which the fraud was or reasonably could have been discovered.

Article 11

If the seller has given an express undertaking relating to the goods which is stated to have effect for a certain period of time, whether expressed in terms of a specific period of time or otherwise, the limitation period in respect of any claim arising from the undertaking shall commence on the date on which the buyer notifies the seller of the fact on which the claim is based, but not later than on the date of the expiration of the period of the undertaking.

Article 12

1 If, in circumstances provided for by the law applicable to the contract, one party is entitled to declare the contract terminated before the time for performance is due, and exercises this right, the limitation period in respect of a claim based on any such circumstances shall commence on the date on which the declaration is made to the other party. If the contract is not declared to be terminated before performance becomes due, the limitation period shall commence on the date on which performance is due.

2 The limitation period in respect of a claim arising out of a breach by one party of a contract for the delivery of or payment for goods by instalments shall, in relation to each separate instalment, commence on the date on which the particular breach occurs. If, under the law applicable to the contract, one party is entitled to declare the contract terminated by reason of such breach, and exercises this right, the limitation period in respect of all relevant instalments shall commence on the date on which the declaration is made to the other party.

CESSATION AND EXTENSION OF THE LIMITATION PERIOD

Article 13

The limitation period shall cease to run when the creditor performs any act which, under the law of the court where the proceedings are instituted, is recognized as commencing judicial proceedings against the debtor or as asserting his claim in such proceedings already instituted against the debtor, for the purpose of obtaining satisfaction or recognition of his claim.

Article 14

1 Where the parties have agreed to submit to arbitration, the limitation period shall cease to run when either party commences arbitral proceedings in the manner provided for in the arbitration agreement or by the law applicable to such proceedings.

2 In the absence of any such provision, arbitral proceedings shall be deemed to commence on the date on which a request that the claim in dispute be referred to arbitration is delivered at the habitual residence or place of business of the other party or, if he has no such residence or place of business, then at his last known residence or place of business.

Article 15

In any legal proceedings other than those mentioned in articles 13 and 14, including legal proceedings commenced upon the occurrence of:

- (a) the death or incapacity of the debtor,
- (b) the bankruptcy or any state of insolvency affecting the whole of the property of the debtor, or
- (c) the dissolution or liquidation of a corporation, company, partnership, association or entity when it is the debtor,

the limitation period shall cease to run when the creditor asserts his claim in such proceedings for the purpose of obtaining satisfaction or recognition of the claim, subject to the law governing the proceedings.

Article 16

For the purposes of articles 13, 14 and 15, any act performed by way of counterclaim shall be deemed to have been performed on the same date as the act performed in relation to the claim against which the counterclaim is raised, provided that both the claim and the counterclaim relate to the same contract or to several contracts concluded in the course of the same transaction.

Article 17

1 Where a claim has been asserted in legal proceedings within the limitation period in accordance with article 13, 14, 15 or 16, but such legal proceedings have ended without a decision binding on the merits of the claim, the limitation period shall be deemed to have continued to run.

2 If, at the time such legal proceedings ended, the limitation period has expired or has less than one year to run, the creditor shall be entitled to a period of one year from the date on which the legal proceedings ended.

Article 18

1 Where legal proceedings have been commenced against one debtor, the limitation period prescribed in this Convention shall cease to run against any other party jointly and severally liable with the debtor, provided that the creditor informs such party in writing within that period that the proceedings have been commenced.

2 Where legal proceedings have been commenced by a subpurchaser against the buyer, the limitation period prescribed in this Convention shall cease to run in relation to the buyer's claim over against the seller, if the buyer informs the seller in writing within that period that the proceedings have been commenced.

3 Where the legal proceedings referred to in paragraphs 1 and 2 of this article have ended, the limitation period in respect of the claim of the creditor or the buyer against the party jointly and severally liable or against the seller shall be deemed not to have ceased running by virtue of paragraphs 1 and 2 of this article, but the creditor or the buyer shall be entitled to an additional year from the date on which the legal proceedings ended, if at that time the limitation period had expired or had less than one year to run.

Article 19

Where the creditor performs, in the State in which the debtor has his place of business and before the expiration of the limitation period, any act, other than the acts described in articles 13, 14, 15 and 16, which under the law of that State has the effect of recommencing a limitation period, a new limitation period of four years shall commence on the date prescribed by that law.

Article 20

1 Where the debtor, before the expiration of the limitation period, acknowledges in writing his obligation to the creditor, a new limitation period of four years shall commence to run from the date of such acknowledgement.

2 Payment of interest or partial performance of an obligation by the debtor shall have the same effect as an acknowledgement under paragraph (1) of this article if it can reasonably be inferred from such payment or performance that the debtor acknowledges that obligation.

Article 21

Where, as a result of a circumstance which is beyond the control of the creditor and which he could neither avoid nor overcome, the creditor has been prevented from causing the limitation period to cease to run, the limitation period shall be extended so as not to expire before the expiration of one year from the date on which the relevant circumstance ceased to exist.

MODIFICATION OF THE LIMITATION PERIOD BY THE PARTIES

Article 22

1 The limitation period cannot be modified or affected by any declaration or agreement between the parties, except in the cases provided for in paragraph (2) of this article.

2 The debtor may at any time during the running of the limitation period extend the period by a declaration in writing to the creditor. This declaration may be renewed.

3 The provisions of this article shall not affect the validity of a clause in the contract of sale which stipulates that arbitral proceedings shall be commenced within a shorter period of limitation than that prescribed by this Convention, provided that such clause is valid under the law applicable to the contract of sale.

GENERAL LIMIT OF THE LIMITATION PERIOD

Article 23

Notwithstanding the provisions of this Convention, a limitation period shall in any event expire not later than ten years from the date on which it commenced to run under articles 9, 10, 11 and 12 of this Convention.

CONSEQUENCES OF THE EXPIRATION OF THE LIMITATION PERIOD

Article 24

Expiration of the limitation period shall be taken into consideration in any legal proceedings only if invoked by a party to such proceedings.

Article 25

1 Subject to the provisions of paragraph (2) of this article and of article 24, no claim shall be recognized or enforced in any legal proceedings commenced after the expiration of the limitation period.

2 Notwithstanding the expiration of the limitation period, one party may rely on his claim as a defence or for the purpose of set-off against a claim asserted by the other party, provided that in the latter case this may only be done:

- (a) if both claims relate to the same contract or to several contracts concluded in the course of the same transaction; or
- (b) if the claims could have been set-off at any time before the expiration of the limitation period.

Article 26

Where the debtor performs his obligation after the expiration of the limitation period, he shall not on that ground be entitled in any way to claim restitution even if he did not know at the time when he performed his obligation that the limitation period had expired.

Article 27

The expiration of the limitation period with respect to a principal debt shall have the same effect with respect to an obligation to pay interest on that debt.

CALCULATION OF THE PERIOD

Article 28

1 The limitation period shall be calculated in such a way that it shall expire at the end of the day which corresponds to the date on which the period commenced to run. If there is no such corresponding date, the period shall expire at the end of the last day of the last month of the limitation period.

2 The limitation period shall be calculated by reference to the date of the place where the legal proceedings are instituted.

Article 29

Where the last day of the limitation period falls on an official holiday or other *dies non juridicus* precluding the appropriate legal action in the jurisdiction where the creditor institutes legal proceedings or asserts a claim as envisaged in article 13, 14 or 15, the limitation period shall be extended so as not to expire until the end of the first day following that official holiday or *dies non juridicus* on which such proceedings could be instituted or on which such a claim could be asserted in that jurisdiction.

INTERNATIONAL EFFECT

Article 30

The acts and circumstances referred to in articles 13 through 19 which have taken place in one Contracting State shall have effect for the purposes of this Convention in another Contracting State, provided that the creditor has taken all reasonable steps to ensure that the debtor is informed of the relevant act or circumstances as soon as possible.

PART II. IMPLEMENTATION

Article 31

1 If a Contracting State has two or more territorial units in which, according to its constitution, different systems of law are applicable in relation to the matters dealt with in this Convention, it may, at the time of signature, ratification or accession, declare that this Convention shall extend to all its territorial units or only to one or more of them, and may amend its declaration by submitting another declaration at any time.

2 These declarations shall be notified to the Secretary-General of the United Nations and shall state expressly the territorial units to which the Convention applies.

3 If a Contracting State described in paragraph (1) of this article makes no declaration at the time of signature, ratification or accession, the Convention shall have effect within all territorial units of that State.

Article 32

Where in this Convention reference is made to the law of a State in which different systems of law apply, such reference shall be construed to mean the law of the particular legal system concerned.

Article 33

Each Contracting State shall apply the provisions of this Convention to contracts concluded on or after the date of the entry into force of this Convention.

PART III. DECLARATIONS AND RESERVATIONS

Article 34

Two or more Contracting States may at any time declare that contracts of sale between a seller having a place of business in one of these States and a buyer having a place of business in another of these States shall not be governed by this Convention, because they apply to the matters governed by this Convention the same or closely related legal rules.

Article 35

A Contracting State may declare, at the time of the deposit of its instrument of ratification or accession, that it will not apply the provisions of this Convention to actions for annulment of the contract.

Article 36

Any State may declare, at the time of the deposit of its instrument of ratification or accession, that it shall not be compelled to apply the provisions of article 24 of this Convention.

Article 37

This Convention shall not prevail over conventions already entered into or which may be entered into and which contain provisions concerning the matters covered by this Convention, provided that the seller and buyer have their places of business in States parties to such a convention.

Article 38

1 A Contracting State which is a party to an existing convention relating to the international sale of goods may declare, at the time of the deposit of its instrument of ratification or accession, that it will apply this Convention exclusively to contracts of international sale of goods as defined in such existing convention.

2 Such declaration shall cease to be effective on the first day of the month following the expiration of twelve months after a new convention on the international sale of goods, concluded under the auspices of the United Nations, shall have entered into force.

Article 39

No reservation other than those made in accordance with articles 34, 35, 36 and 38 shall be permitted.

Article 40

1 Declarations made under this Convention shall be addressed to the Secretary-General of the United Nations and shall take effect simultaneously with the entry of this Convention into force in respect of the State concerned, except declarations made thereafter. The latter declarations shall take effect on the first day of the month following the expiration of six months after the date of their receipt by the Secretary-General of the United Nations.

2 Any State which has made a declaration under this Convention may withdraw it at any time by a notification addressed to the Secretary-General of the United Nations. Such withdrawal shall take effect on the first day of the month following the expiration of six months after the date of the receipt of the notification by the Secretary-General of the United Nations. In the case of a declaration made under article 34 of this Convention, such withdrawal shall also render inoperative, as from the date on which the withdrawal takes effect, any reciprocal declaration made by another State under that article.

PART IV. FINAL CLAUSES

Article 41

This Convention shall be open until 31 December 1975 for signature by all States at the Headquarters of the United Nations.

Article 42

This Convention is subject to ratification. The instruments of ratification shall be deposited with the Secretary-General of the United Nations.

Article 43

This Convention shall remain open for accession by any State. The instruments of accession shall be deposited with the Secretary-General of the United Nations.

Article 44

1 This Convention shall enter into force on the first day of the month following the expiration of six months after the date of the deposit of the tenth instrument of ratification or accession.

2 For each State ratifying or acceding to this Convention after the deposit of the tenth instrument of ratification or accession, this Convention shall enter into force on the first day of the month following the expiration of six months after the date of the deposit of its instrument of ratification or accession.

Article 45

1 Any Contracting State may denounce this Convention by notifying the Secretary-General of the United Nations to that effect.

2 The denunciation shall take effect on the first day of the month following the expiration of twelve months after receipt of the notification by the Secretary-General of the United Nations.

Article 46

The original of this Convention, of which the Chinese, English, French, Russian and Spanish texts are equally authentic, shall be deposited with the Secretary-General of the United Nations.

SCHEDULE 3
CONVENTION ON THE LIMITATION PERIOD IN THE INTERNATIONAL SALE OF GOODS AS AMENDED BY
THE PROTOCOL

INTRODUCTORY NOTE

1 The Convention on the Limitation Period in the International Sale of Goods (hereinafter called the 1974 Limitation Convention) was concluded at New York on 14 June 1974. A Protocol to the 1974 Limitation Convention (hereinafter called the 1980 Protocol) was concluded at Vienna on 11 April 1980.

2 The 1974 Limitation Convention and the 1980 Protocol both entered into force on 1 August 1988, in accordance with articles 44 (1) of the 1974 Limitation Convention and IX (1) of the 1980 Protocol.

3 In accordance with article XIV (2) of the 1980 Protocol, the text of the 1974 Limitation Convention as amended by the 1980 Protocol has been prepared by the Secretary-General and will be found hereinafter.

4. The present text includes the relevant amendments to the articles of the 1974 Limitation Convention, as provided for by the 1980 Protocol. For ease of reference, the text of the original provisions of the 1974 Limitation Convention which have been amended by the 1980 Protocol are reproduced in footnotes. The present text also incorporates substantive provisions (final clauses) of the 1980 Protocol as required, including editorial additions. The relevant articles of the 1980 Protocol which have been incorporated in the present text of the 1974 Limitation Convention as amended have, for clarity, been assigned *bis* numbers with the indication in parenthesis of the corresponding number of the 1980 Protocol.

PREAMBLE

The States Parties to the present Convention,

Considering that international trade is an important factor in the promotion of friendly relations amongst States,

Believing that the adoption of uniform rules governing the limitation period in the international sale of goods would facilitate the development of world trade,

Have agreed as follows:

PART I. SUBSTANTIVE PROVISIONS

SPHERE OF APPLICATION

Article 1

1 This Convention shall determine when claims of a buyer and a seller against each other arising from a contract of international sale of goods or relating to its breach, termination or invalidity can no longer be exercised by reason of the expiration of a period of time. Such a period of time is hereinafter referred to as "the limitation period".

2 This Convention shall not affect a particular time-limit within which one party is required, as a condition for the acquisition or exercise of his claim, to give notice to the other party or perform any act other than the institution of legal proceedings.

3 In this Convention:

- (a) "buyer", "seller" and "party" mean persons who buy or sell, or agree to buy or sell, goods, and the successors to and assigns of their rights or obligations under the contract of sale;
- (b) "creditor" means a party who asserts a claim, whether or not such a claim is for a sum of money;
- (c) "debtor" means a party against whom a creditor asserts a claim;

- (d) “breach of contract” means the failure of a party to perform the contract or any performance not in conformity with the contract;
- (e) “legal proceedings” includes judicial, arbitral and administrative proceedings;
- (f) “person” includes corporation, company, partnership, association or entity, whether private or public, which can sue or be sued;
- (g) “writing” includes telegram and telex;
- (h) “year” means a year according to the Gregorian calendar.

Article 2

For the purposes of this Convention:

- (a) a contract of sale of goods shall be considered international if, at the time of the conclusion of the contract, the buyer and the seller have their places of business in different States;
- (b) the fact that the parties have their places of business in different States shall be disregarded whenever this fact does not appear either from the contract or from any dealings between, or from information disclosed by, the parties at any time before or at the conclusion of the contract;
- (c) where a party to a contract of sale of goods has places of business in more than one State, the place of business shall be that which has the closest relationship to the contract and its performance, having regard to the circumstances known to or contemplated by the parties at the time of the conclusion of the contract;
- (d) where a party does not have a place of business, reference shall be made to his habitual residence;
- (e) neither the nationality of the parties nor the civil or commercial character of the parties or of the contract shall be taken into consideration.

Article 3 See footnote 1

1. This Convention shall apply only
 - (a) if, at the time of the conclusion of the contract, the places of business of the parties to a contract of international sale of goods are in Contracting States; or
 - (b) if the rules of private international law make the law of a Contracting State applicable to the contract of sale.
2. This Convention shall not apply when the parties have expressly excluded its application.

Article 4 See footnote 2

This Convention shall not apply to sales:

- (a) of goods bought for personal, family or household use, unless the seller, at any time before or at the conclusion of the contract, neither knew nor ought to have known that the goods were bought for any such use;
- (b) by auction;
- (c) on execution or otherwise by authority of law;
- (d) of stocks, shares, investment securities, negotiable instruments or money;
- (e) of ships, vessels, hovercraft or aircraft;
- (f) of electricity.

Article 5

This Convention shall not apply to claims based upon:

- (a) death of, or personal injury to, any person;
- (b) nuclear damage caused by the goods sold;
- (c) a lien, mortgage or other security interest in property;
- (d) a judgement or award made in legal proceedings;
- (e) a document on which direct enforcement or execution can be obtained in accordance with the law of the place where such enforcement or execution is sought;
- (f) a bill of exchange, cheque or promissory note.

Article 6

1. This Convention shall not apply to contracts in which the preponderant part of the obligations of the seller consists in the supply of labour or other services.
2. Contracts for the supply of goods to be manufactured or produced shall be considered to be sales, unless the party who orders the goods undertakes to supply a substantial part of the materials necessary for such manufacture or production.

Article 7

In the interpretation and application of the provisions of this Convention, regard shall be had to its international character and to the need to promote uniformity.

THE DURATION AND COMMENCEMENT OF THE LIMITATION PERIOD

Article 8

The limitation period shall be four years.

Article 9

1. Subject to the provisions of articles 10, 11 and 12 the limitation period shall commence on the date on which the claim accrues.
2. The commencement of the limitation period shall not be postponed by:
 - (a) a requirement that the party be given a notice as described in paragraph 2 of article 1, or
 - (b) a provision in an arbitration agreement that no right shall arise until an arbitration award has been made.

Article 10

1. A claim arising from a breach of contract shall accrue on the date on which such breach occurs.
2. A claim arising from a defect or other lack of conformity shall accrue on the date on which the goods are actually handed over to, or their tender is refused by, the buyer.
3. A claim based on fraud committed before or at the time of the conclusion of the contract or during its performance shall accrue on the date on which the fraud was or reasonably could have been discovered.

Article 11

If the seller has given an express undertaking relating to the goods which is stated to have effect for a certain period of time, whether expressed in terms of a specific period of time or otherwise, the limitation period in respect of any claim, arising from the undertaking shall commence on the date on which the buyer notifies the seller of the fact on which the claim is based, but not later than on the date of the expiration of the period of the undertaking.

Article 12

1. If, in circumstances provided for by the law applicable to the contract, one party is entitled to declare the contract terminated before the time for performance is due, and exercises this right, the limitation period in respect of a claim based on any such circumstances shall commence on the date on which the declaration is made to the other party. If the contract is not declared to be terminated before performance becomes due, the limitation period shall commence on the date on which performance is due.
2. The limitation period in respect of a claim arising out of a breach by one party of a contract for the delivery of or payment for goods by instalments shall, in relation to each separate instalment, commence on the date on which the particular breach occurs. If, under the law applicable to the contract, one party is entitled to declare the contract terminated by reason of such breach, and exercises this right, the limitation period in respect of all relevant instalments shall commence on the date on which the declaration is made to the other party.

CESSATION AND EXTENSION OF THE LIMITATION PERIOD

Article 13

The limitation period shall cease to run when the creditor performs any act which, under the law of the court where the proceedings are instituted, is recognized as commencing judicial proceedings against the debtor or as asserting his claim in such proceedings already instituted against the debtor, for the purpose of obtaining satisfaction or recognition of his claim.

Article 14

1. Where the parties have agreed to submit to arbitration, the limitation period shall cease to run when either party commences arbitral proceedings in the manner provided for in the arbitration agreement or by the law applicable to such proceedings.

2. In the absence of any such provision, arbitral proceedings shall be deemed to commence on the date on which a request that the claim in dispute be referred to arbitration is delivered at the habitual residence or place of business of the other party or, if he has no such residence or place of business, then at his last known residence or place of business.

Article 15

In any legal proceedings other than those mentioned in articles 13 and 14, including legal proceedings commenced upon the occurrence of:

- (a) the death or incapacity of the debtor,
- (b) the bankruptcy or any state of insolvency affecting the whole of the property of the debtor, or
- (c) the dissolution or liquidation of a corporation, company, partnership, association or entity when it is the debtor,

the limitation period shall cease to run when the creditor asserts his claim in such proceedings for the purpose of obtaining satisfaction or recognition of the claim, subject to the law governing the proceedings.

Article 16

For the purposes of articles 13, 14 and 15, any act performed by way of counterclaim shall be deemed to have been performed on the same date as the act performed in relation to the claim against which the counterclaim is raised, provided that both the claim and the counterclaim relate to the same contract or to several contracts concluded in the course of the same transaction.

Article 17

1. Where a claim has been asserted in legal proceedings within the limitation period in accordance with article 13, 14, 15 or 16, but such legal proceedings have ended without a decision binding on the merits of the claim, the limitation period shall be deemed to have continued to run.

2. If, at the time such legal proceedings ended, the limitation period has expired or has less than one year to run, the creditor shall be entitled to a period of one year from the date on which the legal proceedings ended.

Article 18

1. Where legal proceedings have been commenced against one debtor, the limitation period prescribed in this Convention shall cease to run against any other party jointly and severally liable with the debtor, provided that the creditor informs such party in writing within that period that the proceedings have been commenced.

2. Where legal proceedings have been commenced by a subpurchaser against the buyer, the limitation period prescribed in this Convention shall cease to run in relation to the buyer's claim over against the seller, if the buyer informs the seller in writing within that period that the proceedings have been commenced.

3. Where the legal proceedings referred to in paragraphs 1 and 2 of this article have ended, the limitation period in respect of the claim of the creditor or the buyer against the party jointly and severally liable or against the seller shall be deemed not to have ceased running by virtue of paragraphs 1 and 2 of this article, but the creditor or the buyer shall be entitled to an additional year from the date on which the legal proceedings ended, if at that time the limitation period had expired or had less than one year to run.

Article 19

Where the creditor performs, in the State in which the debtor has his place of business and before the expiration of the limitation period, any act, other than the acts described in articles 13, 14, 15 and 16, which under the law of that State has the effect of recommencing a limitation period, a new limitation period of four years shall commence on the date prescribed by that law.

Article 20

1. Where the debtor, before the expiration of the limitation period, acknowledges in writing his obligation to the creditor, a new limitation period of four years shall commence to run from the date of such acknowledgement.

2. Payment of interest or partial performance of an obligation by the debtor shall have the same effect as an acknowledgement under paragraph 1 of this article if it can reasonably be inferred from such payment or performance that the debtor acknowledges that obligation.

Article 21

Where, as a result of a circumstance which is beyond the control of the creditor and which he could neither avoid nor overcome, the creditor has been prevented from causing the limitation period to cease to run, the limitation period shall be extended so as not to expire before the expiration of one year from the date on which the relevant circumstance ceased to exist.

MODIFICATION OF THE LIMITATION PERIOD BY THE PARTIES

Article 22

1. The limitation period cannot be modified or affected by any declaration or agreement between the parties, except in the cases provided for in paragraph 2 of this article.
2. The debtor may at any time during the running of the limitation period extend the period by a declaration in writing to the creditor. This declaration may be renewed.
3. The provisions of this article shall not affect the validity of a clause in the contract of sale which stipulates that arbitral proceedings shall be commenced within a shorter period of limitation than that prescribed by this Convention, provided that such clause is valid under the law applicable to the contract of sale.

GENERAL LIMIT OF THE LIMITATION PERIOD

Article 23

Notwithstanding the provisions of this Convention, a limitation period shall in any event expire not later than ten years from the date on which it commenced to run under articles 9, 10, 11 and 12 of this Convention.

CONSEQUENCES OF THE EXPIRATION OF THE LIMITATION PERIOD

Article 24

Expiration of the limitation period shall be taken into consideration in any legal proceedings only if invoked by a party to such proceedings.

Article 25

1. Subject to the provisions of paragraph 2 of this article and of article 24, no claim shall be recognized or enforced in any legal proceedings commenced after the expiration of the limitation period.
2. Notwithstanding the expiration of the limitation period, one party may rely on his claim as a defence or for the purpose of set-off against a claim asserted by the other party, provided that in the latter case this may only be done:
 - (a) if both claims relate to the same contract or to several contracts concluded in the course of the same transaction; or
 - (b) if the claims could have been set-off at any time before the expiration of the limitation period.

Article 26

Where the debtor performs his obligation after the expiration of the limitation period, he shall not on that ground be entitled in any way to claim restitution even if he did not know at the time when he performed his obligation that the limitation period had expired.

Article 27

The expiration of the limitation period with respect to a principal debt shall have the same effect with respect to an obligation to pay interest on that debt.

CALCULATION OF THE PERIOD

Article 28

1. The limitation period shall be calculated in such a way that it shall expire at the end of the day which corresponds to the date on which the period commenced to run. If there is no such corresponding date, the period shall expire at the end of the last day of the last month of the limitation period.
2. The limitation period shall be calculated by reference to the date of the place where the legal proceedings are instituted.

Article 29

Where the last day of the limitation period falls on an official holiday or other *dies non juridicus* precluding the appropriate legal action in the jurisdiction where the creditor institutes legal proceedings or asserts a claim as envisaged in article 13, 14 or 15, the limitation period shall be extended so as not to expire until the end of the first day following that official holiday or *dies non juridicus* on which such proceedings could be instituted or on which such a claim could be asserted in that jurisdiction.

INTERNATIONAL EFFECT

Article 30

The acts and circumstances referred to in articles 13 through 19 which have taken place in one Contracting State shall have effect for the purposes of this Convention in another Contracting State, provided that the creditor has taken all reasonable steps to ensure that the debtor is informed of the relevant act or circumstances as soon as possible.

PART II. IMPLEMENTATION

Article 31

1. If a Contracting State has two or more territorial units in which, according to its constitution, different systems of law are applicable in relation to the matters dealt with in this Convention, it may, at the time of signature, ratification or accession, declare that this Convention shall extend to all its territorial units or only to one or more of them, and may amend its declaration by submitting another declaration at any time.
2. These declarations shall be notified to the Secretary-General of the United Nations and shall state expressly the territorial units to which the Convention applies.
3. If a Contracting State described in paragraph 1 of this article makes no declaration at the time of signature, ratification or accession, the Convention shall have effect within all territorial units of that State.
4. *See footnote 3* If, by virtue of a declaration under this article, this Convention extends to one or more but not all of the territorial units of a Contracting State, and if the place of business of a party to a contract is located in that State, this place of business shall, for the purposes of this Convention, be considered not to be in a Contracting State, unless it is in a territorial unit to which the Convention extends.

Article 32

Where in this Convention reference is made to the law of a State in which different systems of law apply, such reference shall be construed to mean the law of the particular legal system concerned.

Article 33

Each Contracting State shall apply the provisions of this Convention to contracts concluded on or after the date of the entry into force of this Convention.

PART III. DECLARATIONS AND RESERVATIONS

Article 34 See footnote 4

1. Two or more Contracting States which have the same or closely related legal rules on matters governed by this Convention may at any time declare that the Convention shall not apply to contracts of international sale of goods where the parties have their places of business in those States. Such declarations may be made jointly or by reciprocal unilateral declarations.
2. A Contracting State which has the same or closely related legal rules on matters governed by this Convention as one or more non-Contracting States may at any time declare that the Convention shall not apply to contracts of international sale of goods where the parties have their places of business in those States.
3. If a State which is the object of a declaration under paragraph 2 of this article subsequently becomes a Contracting State, the declaration made shall, as from the date on which this Convention enters into force in respect of the new Contracting State, have the effect of a declaration made under paragraph 1, provided that the new Contracting State joins in such declaration or makes a reciprocal unilateral declaration.

Article 35

A Contracting State may declare, at the time of the deposit of its instrument of ratification or accession, that it will not apply the provisions of this Convention to actions for annulment of the contract.

Article 36

Any State may declare, at the time of the deposit of its instrument of ratification or accession, that it shall not be compelled to apply the provisions of article 24 of this Convention.

Article 36 bis (Article XII of the Protocol)

Any State may declare at the time of the deposit of its instrument of accession or its notification under article 43 *bis* that it will not be bound by the amendments to article 3 made by article I of the 1980 Protocol *See footnote 5*. A declaration made under this article shall be in writing and be formally notified to the depositary.

Article 37 See footnote 6

This Convention shall not prevail over any international agreement which has already been or may be entered into and which contains provisions concerning the matters governed by this Convention, provided that the seller and buyer have their places of business in States parties to such agreement.

Article 38

1. A Contracting State which is a party to an existing convention relating to the international sale of goods may declare, at the time of the deposit of its instrument of ratification or accession, that it will apply this Convention exclusively to contracts of international sale of goods as defined in such existing convention.
2. Such declaration shall cease to be effective on the first day of the month following the expiration of twelve months after a new convention on the international sale of goods, concluded under the auspices of the United Nations, shall have entered into force.

Article 39

No reservation other than those made in accordance with articles 34, 35, 36, 36 *bis* and 38 shall be permitted.

Article 40

1. Declarations made under this Convention shall be addressed to the Secretary-General of the United Nations and shall take effect simultaneously with the entry of this Convention into force in respect of the State concerned, except declarations made thereafter. The latter declarations shall take effect on the first day of the month following the expiration of six months after the date of their receipt by the Secretary-General of the United Nations. *See footnote 7* Reciprocal unilateral declarations under article 34 shall take effect on the first day of the month following the expiration of six months after the receipt of the latest declaration by the Secretary-General of the United Nations.
2. Any State which has made a declaration under this Convention may withdraw it at any time by a notification addressed to the Secretary-General of the United Nations. Such withdrawal shall take effect on the first day of the month following the expiration of six months after the date of the receipt of the notification by the Secretary-General of the United Nations. In the case of a declaration made under article 34 of this Convention, such withdrawal shall also render inoperative, as from the date on which the withdrawal takes effect, any reciprocal declaration made by another State under that article.

PART IV. FINAL CLAUSES

Article 41

This Convention *See footnote 8* shall be open until 31 December 1975 for signature by all States at the Headquarters of the United Nations.

Article 42

This Convention is subject to ratification. The instruments of ratification shall be deposited with the Secretary-General of the United Nations.

Article 43

This Convention shall remain open for accession by any State. The instruments of accession shall be deposited with the Secretary-General of the United Nations.

Article 43 bis (Article X of the Protocol)

If a State ratifies or accedes to the 1974 Limitation Convention after the entry into force of the 1980 Protocol, the ratification or accession shall also constitute a ratification of or an accession to the Convention as amended by the 1980 Protocol if the State notifies the depositary accordingly.

Article 43 ter (Article VIII (2) of the Protocol)

Accession to the 1980 Protocol by any State which is not a Contracting Party to the 1974 Limitation Convention shall have the effect of accession to that Convention as amended by the Protocol, subject to the provisions of article 44 *bis*.

Article 44

1. This Convention shall enter into force on the first day of the month following the expiration of six months after the date of the deposit of the tenth instrument of ratification or accession.
2. For each State ratifying or acceding to this Convention after the deposit of the tenth instrument of ratification or accession, this Convention shall enter into force on the first day of the month following the expiration of six months after the date of the deposit of its instrument of ratification or accession.

Article 44 bis (Article XI of the Protocol)

Any State which becomes a Contracting Party to the 1974 Limitation Convention, as amended by the 1980 Protocol, shall, unless it notifies the depositary to the contrary, be considered to be also a Contracting Party to the Convention, unamended, in relation to any Contracting Party to the Convention not yet a Contracting Party to the 1980 Protocol.

Article 45

1. Any Contracting State may denounce this Convention by notifying the Secretary-General of the United Nations to that effect.
2. The denunciation shall take effect on the first day of the month following the expiration of twelve months after receipt of the notification by the Secretary-General of the United Nations.

Article 45 bis (Article XIII (3) of the Protocol)

Any Contracting State in respect of which the 1980 Protocol ceases to have effect by the application of paragraphs (1) and (2) *See footnote 9* of article XIII of the 1980 Protocol shall remain a Contracting Party to the 1974 Limitation Convention, unamended, unless it denounces the unamended Convention in accordance with article 45 of that Convention.

Article 46

The original of this Convention, of which the Chinese, English, French, Russian and Spanish texts are equally authentic, shall be deposited with the Secretary-General of the United Nations.

Footnote: 1 Text as amended in accordance with article I of the 1980 Protocol. States that make a declaration under article 36 *bis* (article XII of the 1980 Protocol) will be bound by article 3 as originally adopted in the Limitation Convention, 1974. Article 3 as originally adopted reads as follows:

“Article 3

1. This Convention shall apply only if, at the time of the conclusion of the contract, the places of business of the parties to a contract of international sale of goods are in Contracting States.
2. Unless this Convention provides otherwise, it shall apply irrespective of the law which would otherwise be applicable by virtue of the rules of private international law.
3. This Convention shall not apply when the parties have expressly excluded its application.”

Footnote: 2 Text of paragraphs (a) and (e) as amended in accordance with article II of the 1980 Protocol. Paragraphs (a) and (e) of article 4 as originally adopted in the Limitation Convention, 1974, prior to its amendment under the 1980 Protocol, read as follows:

- “(a) of goods bought for personal, family or household use;
(e) of ships, vessels, or aircraft;”

Footnote: 3 New paragraph 4, added in accordance with article III of the 1980 Protocol.

Footnote: 4 Text as amended in accordance with article IV of the 1980 Protocol. Article 34 as originally adopted in the Limitation Convention, 1974, prior to its amendment under the 1980 Protocol, read as follows:

“Article 34

Two or more Contracting States may at any time declare that contracts of sale between a seller having a place of business in one of these States and a buyer having a place of business in another of these States shall not be governed by this Convention, because they apply to the matters governed by this Convention the same or closely related legal rules.”

Footnote: 5 Such a State will then be bound by article 3 of the unamended Convention. For its text, see footnote under article 3.

Footnote: 6 Text as amended in accordance with article V of the Protocol, Article 37 as originally adopted in the Limitation Convention, 1974, prior to its amendment under the 1980 Protocol, read as follows:

“Article 37

This Convention shall not prevail over conventions already entered into or which may be entered into, and which contain provisions concerning the matters covered by this Convention, provided that the seller and buyer have their places of business in States parties to such a convention.”

Footnote: 7 Last sentence of paragraph 1 of article 40 added in accordance with article VI of the 1980 Protocol.

Footnote: 8 Refers to the 1974 Limitation Convention.

Footnote: 9 Paragraphs (1) and (2) of article XIII of the Protocol read as follows:

- “(1) A Contracting State may denounce this Protocol by notifying the depositary to that effect.
 (2) The denunciation shall take effect on the first day of the month following the expiration of twelve months after receipt of the notification by the depositary.”

SCHEDULE 4

PROTOCOL AMENDING THE CONVENTION ON THE LIMITATION PERIOD IN THE INTERNATIONAL SALE OF GOODS

The States Parties to this Protocol,

Considering that international trade is an important factor in the promotion of friendly relations amongst States,

Believing that the adoption of uniform rules governing the limitation period in the international sale of goods would facilitate the development of world trade,

Considering that amending the Convention on the Limitation Period in the International Sale of Goods, concluded at New York on 14 June 1974 (the 1974 Limitation Convention), to conform to the United Nations Convention on Contracts for the International Sale of Goods, concluded at Vienna on 11 April 1980 (the 1980 Sales Convention), would promote the adoption of the uniform rules governing the limitation period contained in the 1974 Limitation Convention,

Have agreed to amend the 1974 Limitation Convention as follows:

Article I

- (1) Paragraph 1 of article 3 is replaced by the following provisions:

“1. This Convention shall apply only

- (a) if, at the time of the conclusion of the contract, the places of business of the parties to a contract of international sale of goods are in Contracting States; or
 (b) if the rules of private international law make the law of a Contracting State applicable to the contract of sale.”

- (2) Paragraph 2 of article 3 is deleted.

- (3) Paragraph 3 of article 3 is renumbered as paragraph 2.

Article II

- (1) Subparagraph (a) of article 4 is deleted and replaced by the following provision:

“(a) of goods bought for personal, family or household use, unless the seller, at any time before or at the conclusion of the contract, neither knew nor ought to have known that the goods were bought for any such use;”

- (2) Subparagraph (e) of article 4 is deleted and is replaced by the following provision:

“(e) of ships, vessels, hovercraft or aircraft;”

Article III

A new paragraph 4 is added to article 31 reading as follows:

“(4) If, by virtue of a declaration under this article, this Convention extends to one or more but not all of the territorial units of a Contracting State, and if the place of business of a party to a contract is located in that State, this place of business shall, for the purposes of this Convention, be considered not to be in a Contracting State unless it is in a territorial unit to which the Convention extends.”

Article IV

The provisions of article 34 are deleted and are replaced by the following provisions:

“1 Two or more Contracting States which have the same or closely related legal rules on matters governed by this Convention may at any time declare that the Convention shall not apply to contracts of international sale of goods where the parties have their places of business in those States. Such declarations may be made jointly or be reciprocal unilateral declarations.

2 A Contracting State which has the same or closely related legal rules on matters governed by this Convention as one or more non-Contracting States may at any time declare that the Convention shall not apply to contracts of international sale of goods where the parties have their places of business in those States.

3 If a State which is the object of a declaration under paragraph (2) of this article subsequently becomes a Contracting State, the declaration made shall, as from the date on which this Convention enters into force in respect of the new Contracting

State, have the effect of a declaration made under paragraph (1), provided that the new Contracting State joins in such declaration or makes a reciprocal unilateral declaration.”

Article V

The provisions of article 37 are deleted and are replaced by the following provisions:

“This Convention shall not prevail over any international agreement which has already been or may be entered into and which contains provisions concerning the matters governed by this Convention, provided that the seller and buyer have their places of business in States parties to such agreement.”

Article VI

At the end of paragraph 1 of article 40, the following provision is added:

“Reciprocal unilateral declarations under article 34 shall take effect on the first day of the month following the expiration of six months after the receipt of the latest declaration by the Secretary- General of the United Nations.”

FINAL PROVISIONS

Article VII

The Secretary-General of the United Nations is hereby designated as the depositary for this Protocol.

Article VIII

- (1) This Protocol shall be open for accession by all States.
- (2) Accession to this Protocol by any State which is not a Contracting Party to the 1974 Limitation Convention shall have the effect of accession to that Convention as amended by this Protocol, subject to the provisions of article XI.
- (3) Instruments of accession shall be deposited with the Secretary-General of the United Nations.

Article IX

(1) This Protocol shall enter into force on the first day of the sixth month following the deposit of the second instrument of accession, provided that on that date:

- (a) the 1974 Limitation Convention is itself in force; and
- (b) the 1980 Sales Convention is also in force.

If these Conventions are not both in force on that date, this Protocol shall enter into force on the first day on which both Conventions are in force.

(2) For each State acceding to this Protocol after the second instrument of accession has been deposited, this Protocol shall enter into force on the first day of the month following the expiration of six months after the date of the deposit of its instrument of accession, if by that date the Protocol is itself in force. If by that date the Protocol itself is not yet in force, the Protocol shall enter into force for that State on the date the Protocol itself enters into force.

Article X

If a State ratifies or accedes to the 1974 Limitation Convention after the entry into force of this Protocol, the ratification or accession shall also constitute an accession to this Protocol if the State notifies the depositary accordingly.

Article XI

Any State which becomes a Contracting Party to the 1974 Limitation Convention, as amended by this Protocol, by virtue of articles VIII, IX or X of this Protocol shall, unless it notifies the depositary to the contrary, be considered to be also a Contracting Party to the Convention not yet a Contracting Party to this Protocol.

Article XII

Any State may declare at the time of the deposit of its instrument of accession or its notification under article X that it will not be bound by article I of the Protocol. A declaration made under this article shall be in writing and be formally notified to the depositary.

Article XIII

- (1) A Contracting State may denounce this Protocol by notifying the depositary to that effect.
- (2) The denunciation shall take effect on the first day of the month following the expiration of twelve months after receipt of the notification by the depositary.

(3) Any Contracting State in respect of which this Protocol ceases to have effect by the application of paragraphs (1) and (2) of this article shall remain a Contracting party to the 1974 Limitation Convention, unamended, unless it denounces the unamended Convention in accordance with article 45 of that Convention.

Article XIV

(1) The depositary shall transmit certified true copies of this Protocol to all States.

(2) When this Protocol enters into force in accordance with article IX, the depositary shall prepare a text of the 1974 Limitation Convention, as amended by this Protocol, and shall transmit certified true copies to all States Parties to that Convention, as amended by this Protocol.

Done at Vienna, this day of 11 April 1980, in a single original, of which the Arabic, Chinese, English, French, Russian and Spanish texts are equally authentic.

September 2000

Limitations Act, 2002

5 Subsection 2 (1) of the *Limitations Act, 2002* is amended by striking out “and” at the end of clause (e), by adding “and” at the end of clause (f) and by adding the following clause:

(g) proceedings to which the Limitation Convention or the Amended Limitation Convention, as defined in the *International Sales Conventions Act*, applies.

Commencement

6 This Schedule comes into force on the day the *Burden Reduction Act, 2017* receives Royal Assent.

**SCHEDULE 9
MINISTRY OF CITIZENSHIP AND IMMIGRATION**

FAIR ACCESS TO REGULATED PROFESSIONS AND COMPULSORY TRADES ACT, 2006

1 Section 5 of the *Fair Access to Regulated Professions and Compulsory Trades Act, 2006* is repealed and the following substituted:

Application

5 (1) This Act applies to regulated professions.

Compulsory trades

(2) This Act applies to the Ontario College of Trades in the same manner and to the same extent as if a reference in this Act to a regulated profession were a reference to a compulsory trade.

2 Section 16 of the Act is repealed and the following substituted:

Employees

16 The employees that are considered necessary for the proper conduct of the affairs of the Office of the Fairness Commissioner may be appointed under Part III of the *Public Service of Ontario Act, 2006*.

3 The English version of section 18 of the Act is amended by striking out “Such employees as are considered necessary” at the beginning and substituting “The employees that are considered necessary”.

4 (1) The following provisions of subsection 30 (1) of the Act are amended by striking out “a person employed by the Fairness Commissioner or providing services under an agreement referred to in subsection 16 (3)” wherever that expression appears and substituting in each case “a person employed in the Office of the Fairness Commissioner”:

1. Clause (a) at the end.
2. Clause (c).

(2) Clause 30 (2) (a) of the Act is amended by striking out “a person employed by the Fairness Commissioner or providing services under an agreement referred to in subsection 16 (3)” and substituting “a person employed in the Office of the Fairness Commissioner”.

5 (1) Subsection 32 (1) of the Act is repealed and the following substituted:

Immunity

(1) No proceeding shall be commenced against the Fairness Commissioner, anyone employed in the Office of the Fairness Commissioner or anyone employed under section 18 for any act done or omitted in good faith in the execution or intended execution of his or her duties under this Act.

(2) Subsection 32 (2) of the Act is amended by striking out “anyone employed by the Fairness Commissioner or providing services under an agreement referred to in subsection 16 (3)” and substituting “anyone employed in the Office of the Fairness Commissioner”.

6 Section 33 of the Act is amended by striking out the portion before clause (a) and substituting the following:

Limitation on powers

33 Neither the Fairness Commissioner, nor anyone employed in the Office of the Fairness Commissioner, nor anyone employed under section 18,

.

7 Clause 34 (1) (a) of the Act is repealed.

8 Section 2 of Schedule 1 to the Act is repealed.

PROFESSIONAL FORESTERS ACT, 2000

9 Paragraph 25.1 of subsection 53 (1) of the *Professional Foresters Act, 2000* is amended by adding “and Compulsory Trades” after “Regulated Professions”.

REGULATED HEALTH PROFESSIONS ACT, 1991

10 The following provisions of the *Regulated Health Professions Act, 1991* are amended by adding “and Compulsory Trades” after “Regulated Professions” in each case:

1. Section 5.1.
2. Clause 43 (1) (i).

3. The definition of “Fairness Commissioner” in section 22.1 of Schedule 2.

11 (1) The following provisions of subsection 22.12 (1) of Schedule 2 to the Act are amended by striking out “a person employed by the Fairness Commissioner or providing services under an agreement referred to in subsection 16 (3) of the *Fair Access to Regulated Professions Act, 2006*” wherever that expression appears and substituting in each case “a person employed in the Office of the Fairness Commissioner”:

- 1. Clause (a) at the end.**
- 2. Clause (b).**

(2) Clause 22.12 (2) (a) of Schedule 2 to the Act is amended by striking out “a person employed by the Fairness Commissioner or providing services under an agreement referred to in subsection 16 (3) of the *Fair Access to Regulated Professions Act, 2006*” and substituting “a person employed in the Office of the Fairness Commissioner”.

12 The following provisions of Schedule 2 to the Act are amended by striking out “anyone employed by the Fairness Commissioner or providing services under an agreement referred to in subsection 16 (3) of the *Fair Access to Regulated Professions Act, 2006*” wherever that expression appears and substituting in each case “anyone employed in the Office of the Fairness Commissioner”:

- 1. Subsection 22.13 (1).**
- 2. Subsection 22.13 (2).**
- 3. Section 22.14, in the portion before clause (a).**

COMMENCEMENT

Commencement

13 (1) Subject to subsection (2), this Schedule comes into force on the day the *Burden Reduction Act, 2017* receives Royal Assent.

Same

(2) Sections 2, 4, 5, 6, 11 and 12 come into force on a day to be named by proclamation of the Lieutenant Governor.

**SCHEDULE 10
MINISTRY OF ENERGY
ELECTRICITY ACT, 1998**

1 Subsection 33 (6) of the *Electricity Act, 1998* is amended by striking out “60 days” and substituting “120 days”.

ONTARIO ENERGY BOARD ACT, 1998

2 (1) Clause (d) of the definition of “enforceable provision” in section 3 of the *Ontario Energy Board Act, 1998* is amended by striking out “subsection 5 (3), (4), (5) or (6)” at the beginning and substituting “subsection 5 (4), (5), (6) or (7)”.

(2) The Act is amended by adding the following section:

Liquidators, etc.

21.1 (1) None of the following prevent the exercise by the Board of any jurisdiction conferred by this or any other Act with respect to a regulated utility:

1. The fact that a liquidator, receiver, manager or other official of the regulated utility has been appointed by a court in Ontario.
2. The fact that a writ of sequestration has been issued in Ontario with respect to the regulated utility.
3. The fact that a person is managing or operating the regulated utility under the authority of a court in Ontario.

Obligations of liquidators, etc.

(2) A regulated utility interim official shall manage and operate the regulated utility in accordance with,

- (a) this Act;
- (b) any other Act, to the extent that it confers jurisdiction on the Board;
- (c) any applicable licence, order or direction issued by the Board under this Act or an Act referred to in clause (b);
- (d) any applicable rule made under section 44 or code issued under section 70.1; and
- (e) any applicable assurance of voluntary compliance given to the Board under section 112.7.

Must obey Board

(3) A regulated utility interim official, and any person acting under a regulated utility interim official, shall obey all orders of the Board within its jurisdiction in respect of the regulated utility, and the Board may enforce its orders against the official or person even though the official or person is appointed by, or acts under the authority of, a court.

Definitions

(4) In this section,

“regulated utility” means,

- (a) a gas distributor, gas transmitter or storage company whose rates are approved or fixed by the Board under section 36, and
- (b) a distributor or transmitter whose rates are approved or fixed by the Board under section 78; (“service public réglementé”)

“regulated utility interim official” means,

- (a) a liquidator, receiver, manager or other official of a regulated utility who has been appointed by a court in Ontario,
- (b) a person acting in respect of a regulated utility under the authority of a writ of sequestration that has been issued in Ontario, or
- (c) a person who is managing or operating a regulated utility under the authority of a court in Ontario. (“agent intérimaire d’un service public réglementé”)

(3) Subsections 36 (4.1) and (4.2) of the Act are repealed and the following substituted:

Deferral or variance accounts

(4.1) If a gas distributor has a deferral or variance account that relates to the commodity of gas, the Board shall, from time to time, or as prescribed by the regulations, make an order under this section that determines whether and how amounts recorded in the account shall be reflected in rates.

Same

(4.2) If a gas distributor has a deferral or variance account that does not relate to the commodity of gas, the Board shall, from time to time, or as prescribed by the regulations, make an order under this section that determines whether and how amounts recorded in the account shall be reflected in rates.

(4) Subsections 78 (6.1) and (6.2) of the Act are repealed and the following substituted:**Deferral or variance accounts**

(6.1) If a distributor has a deferral or variance account that relates to the commodity of electricity, the Board shall, from time to time, or as prescribed by the regulations, make an order under this section that determines whether and how amounts recorded in the account shall be reflected in rates.

Same

(6.2) If a distributor has a deferral or variance account that does not relate to the commodity of electricity, the Board shall, from time to time, or as prescribed by the regulations, make an order under this section that determines whether and how amounts recorded in the account shall be reflected in rates.

(5) Subsection 79.1 (1) of the Act is amended by striking out “shall provide” and substituting “may provide”.**(6) Subsection 82 (2) of the Act is repealed and the following substituted:****Order**

(2) The Board shall make an order approving a proposal described in section 80 if it determines that,

- (a) the impact of the proposal would not adversely affect the development and maintenance of a competitive market and the proposal is not inconsistent with the objectives of the Board or the purposes of the *Electricity Act, 1998*; or
- (b) the proposal is required to maintain the reliability of the transmission or distribution system of the relevant transmitter or distributor.

(7) Subsection 82 (3) of the Act is repealed and the following substituted:**Same**

(3) The Board shall make an order approving a proposal described in section 81 if it determines that,

- (a) the impact of the proposal would not adversely affect the development and maintenance of a competitive market; and
- (b) the proposal is not inconsistent with the objectives of the Board or the purposes of the *Electricity Act, 1998*.

(8) The Act is amended by adding the following section:**Exemptions**

82.1 (1) The Board may, without a hearing, establish criteria exempting one or more classes of transactions or construction activities from the application of section 80 or 81.

No notice if exempt

(2) A person is not required to give notice of a proposal under section 80 or 81 if the proposal meets the criteria established by the Board under subsection (1).

(9) Subsection 110 (3) of the Act is amended by striking out the portion before clause (a) and substituting the following:**Notice**

(3) No document, record or copy thereof obtained by an inspector under section 107 or 108, and no information obtained by an inspector under section 107, that is not otherwise public, including being made public by reason of publication under section 111.1, shall be introduced in evidence in a Board proceeding unless,

.

(10) Subsection 111 (2) of the Act is repealed and the following substituted:**Same**

(2) If any document, record or information obtained by an inspector under section 107 or 108 that is not otherwise public, including being made public by reason of publication under section 111.1, is admitted in evidence in a proceeding under this Act or any other Act that gives powers or duties to the Board, the Board may rule on whether the document, record or information is to be kept confidential.

(11) The Act is amended by adding the following section:

Publication of inspection reports

111.1 (1) Despite section 111 but subject to subsection (2), the Board may publish a document, record or information obtained by an inspector under section 107 or 108 as part of a report that describes an inspection conducted under this Part and the results or findings of the inspection.

Non-publication of confidential material

(2) The Board shall not publish a document, record or information under subsection (1) that is not otherwise public unless the Board gives the owner of the document or record or the person who provided the document, record or information an opportunity to make representations with respect to the intended publication.

(12) Section 112 of the Act is repealed and the following substituted:

Evidence

112 No document, record or information obtained by an inspector under this Part that is not otherwise public, including being made public by reason of publication under section 111.1, is admissible in evidence in any proceeding except a proceeding in respect of an order of the Board or a proceeding in respect of an offence under section 126.

(13) Clause 127 (1) (j.19) of the Act is repealed and the following substituted:

(j.19) prescribing periods of time for the purpose of subsections 36 (4.1) and (4.2) and 78 (6.1) and (6.2);

COMMENCEMENT

Commencement

3 This Schedule comes into force on the day the *Burden Reduction Act, 2017* receives Royal Assent.

SCHEDULE 11
MINISTRY OF THE ENVIRONMENT AND CLIMATE CHANGE
CLEAN WATER ACT, 2006

1 The *Clean Water Act, 2006* is amended by adding the following section:

Power to require response to inquiries

62.1 (1) For the purposes of determining compliance of a person with this Part, a risk management inspector may, at any reasonable time and with any reasonable assistance, require the person, or any person employed by or providing services to the person, to respond to reasonable inquiries.

Same

(2) For the purposes of subsection (1), a risk management inspector may make inquiries by telephone or by any other means of communication.

Production of document

(3) In requiring a person to respond to an inquiry under subsection (1), a risk management inspector may require the production of any document or data, in any form, required to be kept under this Act and of any other document or data, in any form, related to the purpose of the inquiry.

Records in electronic form

(4) If a record is retained in electronic form, a risk management inspector may require that a copy of it be provided to him or her on paper or electronically, or both.

ENVIRONMENTAL PROTECTION ACT

2 (1) The French version of subsection 5 (1) of the *Environmental Protection Act* is amended by striking out “pour faire appliquer” in the portion before paragraph 1 and substituting “en ce qui concerne”.

(2) Section 20.1 of the Act is amended by adding the following definition:

“prescribed instrument” means a document of legal effect that is issued or otherwise created under a prescribed provision of an Act administered by the Minister, including a permit, licence, approval or authorization but excluding an environmental compliance approval; (“acte prescrit”)

(3) Clause 20.4 (2) (b) of the Act is amended by striking out “176 (2.3)” at the end and substituting “176 (1.2)”.

(4) Section 20.17 of the Act is amended by striking out the portion before clause (a) and substituting the following:

When approval, instrument ceases to have effect

20.17 An environmental compliance approval or a prescribed instrument ceases to apply in respect of an activity at a site on the earlier of,

(5) Section 20.18 of the Act is amended by adding the following subsection:

Continuation of prescribed instrument

(3) If a prescribed instrument is in effect when the Director issues an order under subsection (1), the Director may specify in the order that the prescribed instrument continues to apply.

(6) Section 20.19 of the Act is amended by adding the following definition:

“prescribed instrument” means a document of legal effect that is issued or otherwise created under a prescribed provision of an Act administered by the Minister, including a permit, licence, approval or authorization, but excluding an environmental compliance approval; (“acte prescrit”)

(7) Subsection 20.21 (4) of the Act is repealed and the following substituted:

Transition

(4) If an environmental compliance approval or a prescribed instrument has been issued in respect of an activity before the day when a regulation prescribing the activity for the purposes of subsection (1) comes into force, subsection (1) does not apply to the holder of the approval or instrument until the day the approval or instrument ceases to apply to the activity, as determined in accordance with section 20.17.

(8) Subclause 20.23 (1) (e) (i) of the Act is amended by striking out the portion before sub-subclause (A) and substituting the following:

(i) if no application has been made for an approval under Part II.1 or for a prescribed instrument under another Act,

(9) Subclause 20.23 (1) (e) (ii) of the Act is repealed and the following substituted:

- (ii) if an application has been made for an approval under Part II.1 or for a prescribed instrument under another Act, the decision in respect of the application has been made; or

- (10) Subsection 42 (5) of the Act is amended by striking out “176 (2.4) (e)” at the end and substituting “176 (1.3) (e)”.**
- (11) Clause (b) of the definition of “environmental measures” in section 131 of the Act is amended by striking out “176 (2.4) (i)” at the end and substituting “176 (1.3) (i)”.**
- (12) The definition of “financial assurance” in section 131 of the Act is amended by striking out “176 (2.4) (i)” wherever it appears and substituting in each case “176 (1.3) (i)”.**
- (13) Subsection 136 (2) of the Act is amended by striking out “176 (2.4) (i)” and substituting “176 (1.3) (i)”.**
- (14) Subclause 136 (3) (a) (ii) of the Act is amended by striking out “176 (2.4) (i)” at the end and substituting “176 (1.3) (i)”.**
- (15) Section 155 of the Act is amended by striking out “176 (2.4) (i)” and substituting “176 (1.3) (i)”.**
- (16) Section 156.2 of the Act is amended by striking out “or the *Pesticides Act*” in the portion before clause (a) and substituting “the *Pesticides Act*, the *Safe Drinking Water Act, 2002* or the *Toxics Reduction Act, 2009*”.**
- (17) Section 157.0.1 of the Act is amended by adding the following subsections:**

Production of document

- (3) In requiring a person to respond to an inquiry under subsection (1), a provincial officer may require the production of any document or data, in any form, required to be kept under this Act and of any other document or data, in any form, related to the purpose of the inquiry.

Records in electronic form

- (4) If a record is retained in electronic form, a provincial officer may require that a copy of it be provided to him or her on paper or electronically, or both.

(18) Section 176 of the Act is amended by adding the following subsections:

Regulations relating to Part II.1

- (1.1) The Lieutenant Governor in Council may make regulations relating to Part II.1 requiring persons prescribed by the regulations to carry insurance, specifying the insurance that is required to be carried and specifying limits and conditions respecting insurance coverage.

Same, Minister’s regulations

- (1.2) The Minister may make regulations relating to Part II.1 specifying the date on or before which an application for review of an environmental compliance approval in respect of an activity must be submitted.

Regulations relating to Part II.2

- (1.3) The Lieutenant Governor in Council may make regulations relating to Part II.2,
- (a) governing the establishment, operation and maintenance of the Registry, including requiring electronic registrations;
 - (b) governing registrations and procedures for registering, which may include designating a person responsible for establishing procedures;
 - (c) governing the maintenance of registrations and prescribing any information, reports, records or documents to be included in registrations;
 - (d) prescribing the timing and requirements relating to periodic updating of registrations;
 - (e) governing activities prescribed by the regulations for the purposes of subsection 20.21 (1);
 - (f) prescribing measures that a provincial officer may require in a notice issued under section 157.4;
 - (g) requiring persons with qualifications specified in the regulations to provide certifications as part of registrations;
 - (h) governing certifications mentioned in clause (g);
 - (i) governing requirements for financial assurance and methods of calculating financial assurance in respect of activities prescribed by the regulations for the purposes of subsection 20.21 (1) and prescribing environmental measures for which financial assurance may be required;
 - (j) requiring persons prescribed by the regulations to carry insurance, specifying the insurance that is required to be carried and specifying limits and conditions respecting insurance coverage.

(19) Subsections 176 (2.2) to (2.4) of the Act are repealed.

NUTRIENT MANAGEMENT ACT, 2002

3 (1) The *Nutrient Management Act, 2002* is amended by adding the following section:

Power to require response to inquiries

28.1 (1) For the purposes of determining compliance of a person with this Act or the regulations, a provincial officer may, at any reasonable time and with any reasonable assistance, require the person, or any person employed by or providing services to the person, to respond to reasonable inquiries.

Same

(2) For the purposes of subsection (1), a provincial officer may make inquiries by telephone or by any other means of communication.

Production of document

(3) In requiring a person to respond to an inquiry under subsection (1), a provincial officer may require the production of any document or data, in any form, required to be kept under this Act and of any other document or data, in any form, related to the purpose of the inquiry.

Records in electronic form

(4) If a record is retained in electronic form, a provincial officer may require that a copy of it be provided to him or her on paper or electronically, or both.

(2) Subsection 29 (1) of the Act is repealed and the following substituted:

Order for preventive measures

(1) A provincial officer or Director may issue an order to any of the following persons if the officer or Director, as the case may be, has reasonable grounds to believe that an adverse effect described in subsection 18 (3) will result or is likely to result if materials containing nutrients are discharged into the natural environment, other than the air, from anything undertaken on, in or from lands, premises, vehicles or vessels:

1. A person who owns or who has management or control of lands or premises that the provincial officer may enter under section 13 or 16.
2. A person who operates a vehicle or vessel that the provincial officer may signal to stop or that is required to report under section 14.

(3) Clause 29 (3) (a) of the Act is amended by striking out “undertaken on or in the lands and premises; and” at the end and substituting “undertaken on, in or from lands, premises, vehicles or vessels; and”.

ONTARIO WATER RESOURCES ACT

4 (1) Section 15.0.1 of the *Ontario Water Resources Act* is amended by adding the following subsections:

Production of document

(3) In requiring a person to respond to an inquiry under subsection (1), a provincial officer may require the production of any document or data, in any form, required to be kept under this Act and of any other document or data, in any form, related to the purpose of the inquiry.

Records in electronic form

(4) If a record is retained in electronic form, a provincial officer may require that a copy of it be provided to him or her on paper or electronically, or both.

(2) The French version of clause 53 (6) (b) of the Act is amended by striking out “égout séparatif” at the end substituting “égout sanitaire”.

(3) The French version of subsection 53 (6.1) of the Act is amended by striking out “ne s’applique pas” in the portion before clause (a) and substituting “s’applique”.

PESTICIDES ACT

5 The *Pesticides Act* is amended by adding the following section:

Power to require response to inquiries

26.0.1 (1) For the purposes of determining compliance of a person with this Act or the regulations, a provincial officer may, at any reasonable time and with any reasonable assistance, require the person, or any person employed by or providing services to the person, to respond to reasonable inquiries.

Same

(2) For the purposes of subsection (1), a provincial officer may make inquiries by telephone or by any other means of communication.

Production of document

(3) In requiring a person to respond to an inquiry under subsection (1), a provincial officer may require the production of any document or data, in any form, required to be kept under this Act and of any other document or data, in any form, related to the purpose of the inquiry.

Records in electronic form

(4) If a record is retained in electronic form, a provincial officer may require that a copy of it be provided to him or her on paper or electronically, or both.

SAFE DRINKING WATER ACT, 2002

6 (1) The English version of the definition of “drinking water system” in subsection 2 (1) of the *Safe Drinking Water Act, 2002* is amended by striking out “and that includes” in the portion before clause (a) and substituting “and includes”.

(2) Subsections 12 (2) to (4) of the Act are repealed.

(3) Section 30 of the Act is repealed and the following substituted:

Definition

30 In this Part,

“financial plans” means financial plans that satisfy the requirements prescribed by the Minister.

(4) Subparagraph 2 ii of subsection 32 (5) of the Act is repealed and the following substituted:

- ii. proof satisfactory to the Director that the financial plans for the system satisfy the requirements under this Act if the Minister prescribes requirements referred to in the definition of “financial plans” in section 30;

(5) The Act is amended by adding the following section:

Power to require response to inquiries

104.1 (1) For the purposes of determining compliance of a person with this Act or the regulations, a provincial officer may, at any reasonable time and with any reasonable assistance, require the person, or any person employed by or providing services to the person, to respond to reasonable inquiries.

Same

(2) For the purposes of subsection (1), a provincial officer may make inquiries by telephone or by any other means of communication.

Production of document

(3) In requiring a person to respond to an inquiry under subsection (1), a provincial officer may require the production of any document or data, in any form, required to be kept under this Act and of any other document or data, in any form, related to the purpose of the inquiry.

Records in electronic form

(4) If a record is retained in electronic form, a provincial officer may require that a copy of it be provided to him or her on paper or electronically, or both.

(6) Subsection 127 (2) of the Act is repealed and the following substituted:

Exception, decisions requested or consented to

(2) Subsections (1) and (1.1) do not apply to a decision made at the request or with the consent of,

- (a) the applicant for, or holder of, the permit, licence, certificate or approval, if the decision concerns a permit, licence, certificate or approval; or
- (b) the person to whom the order is issued, if the decision concerns an order.

(7) Clause 128 (1) (a) of the Act is repealed and the following substituted:

- (a) if the decision concerns a permit, licence, certificate or approval, on the applicant for, or the holder of, the permit, licence, certificate or approval; or

(8) Clause 129 (3) (a) of the Act is repealed and the following substituted:

- (a) the aspect of the decision, including the portion of the permit, licence, certificate, approval, order or notice of administrative penalty in respect of which the hearing is required; and

TOXICS REDUCTION ACT, 2009

7 The *Toxics Reduction Act, 2009* is amended by adding the following section:

Power to require response to inquiries

26.2 (1) For the purposes of determining compliance of a person with this Act or the regulations, a provincial officer may, at any reasonable time and with any reasonable assistance, require the person, or any person employed by or providing services to the person, to respond to reasonable inquiries.

Same

(2) For the purposes of subsection (1), a provincial officer may make inquiries by telephone or by any other means of communication.

Production of document

(3) In requiring a person to respond to an inquiry under subsection (1), a provincial officer may require the production of any document or data, in any form, required to be kept under this Act and of any other document or data, in any form, related to the purpose of the inquiry.

Records in electronic form

(4) If a record is retained in electronic form, a provincial officer may require that a copy of it be provided to him or her on paper or electronically, or both.

COMMENCEMENT

Commencement

8 This Schedule comes into force on the day the *Burden Reduction Act, 2017* receives Royal Assent.

SCHEDULE 12
MINISTRY OF GOVERNMENT AND CONSUMER SERVICES
BUSINESS CORPORATIONS ACT

1 (1) Clause (c) of the definition of “resident Canadian” in subsection 1 (1) of the *Business Corporations Act* is amended by striking out “*Immigration Act (Canada)*” and substituting “*Immigration and Refugee Protection Act (Canada)*”.

(2) Clause 2 (3) (d) of the Act is amended by striking out “*Credit Unions and Caisses Populaires Act*” and substituting “*Credit Unions and Caisses Populaires Act, 1994*”.

(3) Clause 56 (1) (b) of the Act is amended by striking out “*Ontario Business Corporations Act*” and substituting “*Business Corporations Act (Ontario)*”.

(4) Subsection 101 (1) of the Act is repealed and the following substituted:

Quorum

(1) Unless the by-laws provide otherwise, a quorum of shareholders is present at a meeting of shareholders, irrespective of the number of persons actually present at the meeting, if the holders of a majority of the shares entitled to vote at the meeting are present in person or represented by proxy.

(5) The French version of subsection 108 (5.1) of the Act is repealed and the following substituted:

Convention unanime des actionnaires

(5.1) Le présent article n’empêche pas les actionnaires de restreindre leur pouvoir discrétionnaire dans l’exercice, au titre d’une convention unanime des actionnaires, des pouvoirs des administrateurs.

(6) Subsections 126 (1) and (2) of the Act are repealed and the following substituted:

Directors’ meetings

(1) Unless the articles or by-laws provide otherwise, the directors may meet at any place.

(7) Subsection 126 (3) of the Act is amended by striking out “but in no case shall a quorum be less than two-fifths of the number of directors or minimum number of directors, as the case may be”.

(8) Subsection 126 (14) of the Act is repealed.

(9) Section 129 of the Act is amended by adding the following subsection:

Evidence

(3) An entry in the minutes of a meeting to the effect that the chair of the meeting declared a resolution to be carried or defeated is, in the absence of evidence to the contrary, proof of the fact without proof of the number or proportion of the votes recorded in favour of or against the resolution.

(10) Subclauses (a) (i), (ii) and (iii) of subsection 141 (1) of the Act are amended by adding “and an e-mail address if one is provided” after “if any” wherever it appears.

BUSINESS REGULATION REFORM ACT, 1994

2 (1) Section 8 of the *Business Regulation Reform Act, 1994* is amended by adding the following subsection:

Same, certain corporations

(3.2) The Minister responsible for the administration of this section may enter into agreements with a corporation that administers a designated Act or provisions of a designated Act on behalf of the Government of Ontario or with a Crown corporation that exercises powers or performs duties under a designated Act respecting whether the corporation must,

(a) assign business identifiers to businesses in accordance with the system of business identifiers established under this section; and

(b) use the system of business identifiers for any other purpose.

(2) Subsection 8.1 (1) of the Act is amended by adding “and update previously provided business information provided to him or her” at the end.

(3) Section 8.1 of the Act is amended by adding the following subsection:

Minister may require business information, certain corporations

(4.1) If an agreement mentioned in subsection 8 (3.2) is entered into with a corporation, the Minister responsible for the administration of this section,

(a) may require that the corporation provide prescribed business information to the Minister; and

(b) may receive business information from the corporation.

(4) Subsection 8.1 (5) of the Act is amended by striking out “subsection (4)” in the portion before clause (a) and substituting “subsection (4) or (4.1)”.

(5) Subsection 8.1 (6) of the Act is amended by striking out “subsection (4)” wherever it appears and substituting in each case “subsection (4) or (4.1)”.

(6) Clause 8.1 (7) (a) of the Act is amended by striking out “subsections (1) and (4)” and substituting “subsections (1), (4) and (4.1)”.

CONSUMER PROTECTION ACT, 2002

3 (1) Paragraph 2 of subsection 103 (2) of the *Consumer Protection Act, 2002* is repealed and the following substituted:

2. A failure by a supplier to provide a document or other evidence as required by the Ministry under subsection 105 (4).

(2) Subsection 103 (2) of the Act is amended by adding the following paragraph:

3.1 Compliance orders issued under this Act.

(3) Section 103 of the Act is amended by adding the following subsections:

Additional information

(2.2) If information is required to be made public with respect to a supplier under subsection (2) or the regulations, the Director shall include in the public record in respect of the supplier, all of the following information, if known to the Director:

1. All of the supplier’s business names and business locations.
2. Any other prescribed information about the supplier’s business.

Agreements for shared information

(2.3) The Director may enter into an agreement with any of the following entities for that entity to disclose information to the Ministry for the purpose of making the information publicly available for the purposes of this section:

1. Another ministry of the Government of Ontario, a corporation that administers legislation on behalf of that Government or an agency, board or commission established under an Act of Ontario.
2. A municipality in Ontario or one of its agencies, boards or commissions.
3. The Government of Canada or one of its ministries, departments, agencies, boards or commissions.

Public record

(2.4) If the Ministry receives information pursuant to an agreement described in subsection (2.3), the Director shall maintain a public record of the information in addition to the public record described in subsection (2).

Freedom of information legislation

(2.5) The disclosure of personal information in a public record under this section is deemed to be in compliance with clause 42 (1) (e) of the *Freedom of Information and Protection of Privacy Act*.

(4) Section 105 of the Act is amended by adding the following subsections:

Mediation

(2) The Ministry may mediate a complaint if the parties to the complaint agree to mediation.

Agreement to mediate

(3) The agreement to mediate a complaint shall be signed by the parties to the complaint and be on a form approved by the Director that contains the terms and conditions of the mediation and the parties’ obligations regarding the mediation.

Documents and other evidence

(4) If the Ministry attempts to mediate or resolve a complaint involving a supplier and a consumer, the Ministry may request in writing that either party to the mediation provide, to the Ministry within the time specified by the Ministry, documents or other evidence that are relevant to the complaint.

Supplier’s failure to respond

(5) If a supplier fails to provide a document or other evidence as required by the Ministry under subsection (4), the Director shall include the supplier’s name and the record of the failure as part of the public record described in paragraph 2 of subsection 103 (2).

Consumer's failure to respond

(6) If a consumer fails to provide a document or other evidence as required by the Ministry under subsection (4), the Ministry shall take no other action in relation to the mediation.

Director's powers saved

(7) Nothing in a mediation or its results affects the authority of the Director to address the complaint even if the mediation results in a settlement.

Protection of settlement records

(8) None of the records, evidence or information that are disclosed in the course of attempting to effect a settlement and that are subject to mediation privilege shall be used or disclosed outside the attempted settlement.

Protection for mediator

(9) A person who conducts a mediation under this section shall not be required to testify in a civil proceeding or in a proceeding before any tribunal respecting the mediation.

(5) Section 105.2 of the Act is amended by adding the following subsections:**Additional contact**

(10.1) In addition to the power to enter a place under this section, an inspector may, by any means, contact any person who is in control of the operations of a supplier and may exercise the powers that he or she has to conduct an inspection under this section with respect to the supplier or person, without entering any place, if the inspector establishes that,

- (a) the supplier is subject to this Act; and
- (b) the person is in control of the operations of the supplier.

Identification

(10.2) An inspector who establishes contact with a person under subsection (10.1) shall provide a written confirmation to the person of the inspector's authority to conduct the inspection, whether or not there is a request under subsection (5).

Time for production

(10.3) If an inspector establishes contact with a person under subsection (10.1) and requires the person to produce a record or other thing under clause (6) (b), the person shall provide the record or other thing to the inspector in the manner specified by the inspector and within the time specified by the inspector, which shall not be less than 15 days from the day of the demand to produce.

Duty to assist

(10.4) A person who is contacted by an inspector under subsection (10.1) shall assist the inspector in accordance with subsection (8), subject to the time period mentioned in subsection (10.3).

(6) Subsection 105.3 (1) of the Act is amended by striking out the portion before paragraph 1 and substituting the following:**Delegation of order-making powers**

(1) The Director may delegate to an inspector, subject to any conditions set out in the delegation, the power to make any proposal or order that the Director may make under the following sections and a proposal or order made by an inspector pursuant to such a delegation is, for all purposes, as effective as if it were made by the Director:

.

(7) Subsection 105.3 (3) of the Act is repealed and the following substituted:**References to Director**

(3) If an inspector has made a proposal or an order pursuant to a delegation under this section, every reference to the Director in or with respect to the section under which the proposal or order, as the case may be, was made and every reference to the Director in sections 121 and 122 is deemed to be a reference to that inspector.

FREEDOM OF INFORMATION AND PROTECTION OF PRIVACY ACT**4 (1) Clause 24 (1) (a) of the Freedom of Information and Protection of Privacy Act is repealed and the following substituted:**

- (a) make a request in writing to the institution that the person believes has custody or control of the record, and specify that the request is being made under this Act;

(2) Clause 48 (1) (a) of the Act is repealed and the following substituted:

- (a) make a request in writing to the institution that the individual believes has custody or control of the personal information, and specify that the request is being made under this Act;

LAND TITLES ACT

5 (1) Subsections 39 (2) to (5) of the Act are repealed and the following substituted:

Registration of easements

- (2) If an easement described in subsection (3) is granted and if the evidence of the easement that the Director of Titles requires is produced to that Director, the easement shall be registered on title to the servient lands and may be registered on title to the dominant lands.

Same

- (3) Subsection (2) applies to an easement in or over registered land that is granted as appurtenant to land registered in a registry division or an easement in or over land registered in a registry division that is granted as appurtenant to registered land.

Manner of recording

- (4) The recording of the easement shall be done in the manner specified by the Director of Titles.

(2) Subsection (1) applies only if subsection 1 (1) of Schedule 28 to the *Strong Action for Ontario Act (Budget Measures), 2012* does not come into force before the day subsection (1) comes into force.

(3) Subsections 39 (2) and (4) of the Act, as re-enacted by subsection (1), are repealed and the following substituted:

Registration of easements

- (2) If an easement described in subsection (3) is granted and if the evidence of the easement that the Director requires is produced to the Director, the easement shall be registered on title to the servient lands and may be registered on title to the dominant lands.

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Manner of recording

- (4) The recording of the easement shall be done in the manner specified by the Director.

(4) Subsection (3) applies only if subsection 1 (1) of Schedule 28 to the *Strong Action for Ontario Act (Budget Measures), 2012* comes into force on or before the day subsection (3) comes into force.

(5) Clause 61 (2) (a) of the Act is repealed and the following substituted:

- (a) transfer or charge a specified share in the land or transfer a share in the charge, as the case may be, upon providing the Director of Titles with proof of the co-owner's percentage of ownership in the manner specified by the Director of Titles; or

(6) Subsection (5) applies only if subsection 1 (1) of Schedule 28 to the *Strong Action for Ontario Act (Budget Measures), 2012* does not come into force before the day subsection (5) comes into force.

(7) Clause 61 (2) (a) of the Act, as re-enacted by subsection (5), is repealed and the following substituted:

- (a) transfer or charge a specified share in the land or transfer a share in the charge, as the case may be, upon providing the Director with proof of the co-owner's percentage of ownership in the manner specified by the Director; or

(8) Subsection (7) applies only if subsection 1 (1) of Schedule 28 to the *Strong Action for Ontario Act (Budget Measures), 2012* comes into force on or before the day subsection (7) comes into force.

MUNICIPAL FREEDOM OF INFORMATION AND PROTECTION OF PRIVACY ACT

6 (1) Clause 17 (1) (a) of the *Municipal Freedom of Information and Protection of Privacy Act* is repealed and the following substituted:

- (a) make a request in writing to the institution that the person believes has custody or control of the record, and specify that the request is being made under this Act;

(2) Clause 37 (1) (a) of the Act is repealed and the following substituted:

- (a) make a request in writing to the institution that the individual believes has custody or control of the personal information, and specify that the request is being made under this Act;

PERSONAL PROPERTY SECURITY ACT

7 (1) The French version of subsection 41 (2) of the *Personal Property Security Act* is amended by striking out “ville de Toronto” and substituting “cité de Toronto”.

(2) Section 46 of the Act is amended by adding the following subsections:

Copy not required

(6.1) A copy of a verification statement is not required if the debtor has waived in writing the right to receive a copy.

Same

(6.2) Subsection (6.1) applies where the financing statement or financing change statement to which the verification statement relates is registered on or after the day subsection 7 (2) of Schedule 12 to the *Burden Reduction Act, 2017* comes into force.

TECHNICAL STANDARDS AND SAFETY ACT, 2000

8 (1) Subsection 22 (1) of the *Technical Standards and Safety Act, 2000* is repealed and the following substituted:

Appeal

(1) Any person affected by an order under clause 21 (1) (a), the affixing of a seal under subsection 18 (4) or clause 21 (1) (b) or a requirement to pay fees under clause 19 (1) (b) may appeal to a director within 90 days of the service of the order, the affixing of the seal or the time at which the person is required to pay the fees, as the case may be.

(2) Clause 34 (1) (a) of the Act is amended by adding “other than a matter or thing described as prescribed in clause 35.1 (2) (a)” at the end.

(3) Subsections 34 (2) and (3) of the Act are repealed.

(4) Subsections 35.1 (2) and (3) of the Act are repealed and the following substituted:

Same, insurance

(2) The Minister may make regulations,

(a) requiring every person who is subject to this Act or the regulations to obtain and maintain liability insurance, in at least the prescribed amount and in accordance with the prescribed conditions, including deductibles; and

(b) prescribing any matter or thing described in clause (a) as prescribed.

GOOD GOVERNMENT ACT, 2011

9 Subsections 1 (12) and (13) of Schedule 2 to the *Good Government Act, 2011* are repealed.

STRONG ACTION FOR ONTARIO ACT (BUDGET MEASURES), 2012

10 (1) Subsections 27 (2) and (3) of Schedule 28 to the *Strong Action for Ontario Act (Budget Measures), 2012* are repealed.

(2) Section 41 of Schedule 28 to the Act is repealed.

COMMENCEMENT

Commencement

11 (1) Subject to subsection (2), this Schedule comes into force on the day the *Burden Reduction Act, 2017* receives Royal Assent.

Same

(2) Subsections 1 (6), (7) and (8) come into force on the day that is one year after the day the *Burden Reduction Act, 2017* receives Royal Assent.

**SCHEDULE 13
MINISTRY OF LABOUR**

PROTECTING CHILD PERFORMERS ACT, 2015

1 Subsection 6 (4) of the *Protecting Child Performers Act, 2015* is repealed and the following substituted:

Overnight travel expenses

(4) If subsection (3) applies and the employer does not arrange for or provide, at the employer's expense, travel, accommodation or food, the employer shall be responsible for paying the parent or guardian's expenses related to the costs of travel, accommodation or food, as the case may be, up to the prescribed maximums.

2 (1) Subsection 11 (1) of the Act is repealed and the following substituted:

Hours of work

(1) No employer shall require or permit a child performer to work more than eight hours in a day.

(2) Subsection 11 (6) of the Act is repealed and the following substituted:

Meals and tutoring

(6) For the purpose of calculating the number of hours of work under this section, meal breaks shall be excluded and breaks and tutoring periods shall be included.

3 Section 12 of the Act is amended by adding "from work" after "receiving a break" wherever it appears.

4 Section 13 of the Act is repealed and the following substituted:

No split shifts and rules re meal breaks

13 An employer,

- (a) shall not require or permit a child performer to work a split shift;
- (b) shall ensure that no child performer works more than five consecutive hours of work without a meal break;
- (c) shall ensure that a child performer's meal break lasts at least 30 minutes; and
- (d) shall ensure that a child performer's meal breaks, if unpaid, are not longer than one hour each.

5 Subsection 14 (2) of the Act is amended by striking out "age of 16" and substituting "age of three".

REGISTERED HUMAN RESOURCES PROFESSIONALS ACT, 2013

6 The *Registered Human Resources Professionals Act, 2013* is amended by adding the following section:

Workplace investigations

14.1 A member of the Association, who is in good standing, is authorized to conduct, for remuneration, workplace investigations in order to provide information, and section 2 of Ontario Regulation 435/07 made under the *Private Security and Investigative Services Act, 2005* applies.

COMMENCEMENT

7 This Schedule comes into force on the day the *Burden Reduction Act, 2017* receives Royal Assent.

SCHEDULE 14
MINISTRY OF NATURAL RESOURCES AND FORESTRY
CROWN FOREST SUSTAINABILITY ACT, 1994

1 (1) Subsection 27 (2) of the *Crown Forest Sustainability Act, 1994* is amended by striking out “five years” at the end and substituting “10 years”.

(2) Subsection 27 (4) of the Act is amended by striking out “for one term of one year” and substituting “for one term of up to two years”.

2 Section 68 of the Act is amended by adding the following subsection:

Rolling incorporation by reference

(11) If a manual prepared under this section incorporates a document by reference, in whole or in part, the document may be incorporated as it may be amended from time to time.

3 Section 69 of the Act is amended by adding the following subsection:

Rolling incorporation by reference

(4) If a regulation made under this section incorporates a document by reference, in whole or in part, the document may be incorporated as it may be amended from time to time.

FISH AND WILDLIFE CONSERVATION ACT, 1997

4 (1) The definitions of “furbearing mammal”, “game amphibian”, “game bird”, “game mammal” and “game reptile” in subsection 1 (1) of the *Fish and Wildlife Conservation Act, 1997* are repealed and the following substituted:

“furbearing mammal” means a member of a species prescribed by the regulations as a species of furbearing mammal; (“mammifère à fourrure”)

“game amphibian” means a member of a species prescribed by the regulations as a species of game amphibian; (“amphibien gibier”)

“game bird” means a member of a species prescribed by the regulations as a species of game bird; (“gibier à plume”)

“game mammal” means a member of a species prescribed by the regulations as a species of game mammal; (“mammifère gibier”)

“game reptile” means a member of a species prescribed by the regulations as a species of game reptile; (“reptile gibier”)

(2) The definition of “Ontario Fishery Regulations” in subsection 1 (1) of the Act is amended by striking out “Ontario Fishery Regulations, 1989” and substituting “Ontario Fishery Regulations, 2007”.

(3) The definitions of “specially protected amphibian”, “specially protected bird”, “specially protected invertebrate”, “specially protected mammal”, “specially protected raptor” and “specially protected reptile” in subsection 1 (1) of the Act are repealed and the following substituted:

“specially protected amphibian” means a member of a species prescribed by the regulations as a species of specially protected amphibian; (“amphibien spécialement protégé”)

“specially protected bird” means a specially protected raptor or a member of a species prescribed by the regulations as a species of specially protected bird; (“oiseau spécialement protégé”)

“specially protected invertebrate” means a member of a species prescribed by the regulations as a species of specially protected invertebrate; (“invertébré spécialement protégé”)

“specially protected mammal” means a member of a species prescribed by the regulations as a species of specially protected mammal; (“mammifère spécialement protégé”)

“specially protected raptor” means a member of a species prescribed by the regulations as a species of specially protected raptor; (“rapace spécialement protégé”)

“specially protected reptile” means a member of a species prescribed by the regulations as a species of specially protected reptile; (“reptile spécialement protégé”)

(4) Subsection 1 (7) of the Act is amended by adding the following clause:

(b.1) in the case of an electronic ignition muzzle-loading gun, there is a charge of powder and a projectile in the barrel and a battery connected to the primer or charge;

(5) Clause 1 (7) (c) of the Act is amended by striking out “clause (b) does not apply” and substituting “clauses (b) and (b.1) do not apply”.

(6) Clause 1 (7) (d) of the Act is amended by striking out “clauses (a), (b) and (c)” and substituting “clauses (a), (b), (b.1) and (c)”.

5 Subsection 6 (2) of the Act is repealed and the following substituted:

Trappers

(2) Despite the requirement in subsection (1) for a licence but subject to section 9 and to any requirement for a licence under section 79, the holder of a licence to trap furbearing mammals may, in accordance with the licence and without any other licence, in the area described in the licence,

- (a) to the extent that the open season falls within the period from September 1 in a year to June 30 of the following year, trap black bear and other game mammals, other than white-tailed deer, moose, woodland caribou or American elk; and
- (b) to the extent that the open season falls within the period from September 1 in a year to June 30 of the following year or within any additional period prescribed by the regulations, hunt,
 - (i) black bear and other game mammals, other than white-tailed deer, moose, woodland caribou or American elk,
 - (ii) game birds, other than wild turkey,
 - (iii) birds referred to in subsection 5 (2), and
 - (iv) wildlife referred to in clause (1) (h).

6 (1) Subsection 16 (1) of the Act is amended by striking out “hunting or trapping” and substituting “hunting, trapping or fishing”.

(2) Subsection 16 (2) of the Act is amended by striking out “hunting or trapping” at the end and substituting “hunting, trapping or fishing”.

7 Subsection 17 (3) of the Act is amended by striking out the portion before clause (a) and substituting the following:

(3) Despite clause (1) (a), a person whose mobility is impaired in the manner prescribed by the regulations may have a loaded firearm in or on, or discharge it from, a vehicle or a motorboat that is not in motion, in an area described in subsection (1), if the person does so,

.

8 Clause 31 (3) (b) of the Act is amended by adding “or in the circumstances prescribed by the regulations” at the end.

9 The Act is amended by adding the following section:

Refusal of licences, etc.: fine in default

72.1 (1) The Minister may refuse to issue to a person who is in default of the payment of a fine imposed for an offence under this Act or the *Fisheries Act* (Canada) any licence under this Act or any component of a licence under this Act, until the fine is paid.

Fine no longer in default

(2) On the request of the Minister, the person who has defaulted shall provide evidence that the fine in default has been paid in full.

10 Section 76 of the Act is repealed and the following substituted:

Service of notice

76 (1) A notice served by the Minister under section 72, 73, 74 or 75 shall be served,

- (a) personally;
- (b) by mail addressed to the person to be served at the person’s last known address; or
- (c) by any other method prescribed by the regulations.

When notice deemed served

(2) A notice is deemed to have been served,

- (a) if it is served personally, on the day it is served;
- (b) if it is served by mail, on the fifth day after the day of mailing, unless the person served establishes that the person did not, acting in good faith, through absence, accident, illness or other cause beyond the person’s control, receive the notice until a later date; or
- (c) if it is served by a method prescribed by the regulations, on the day prescribed by the regulations.

11 Subsection 77 (2) of the Act is repealed and the following substituted:**Designation of hearing officer**

(2) If the Minister receives a request for a hearing in accordance with subsection (1), the Minister shall designate a person as a hearing officer to hold the hearing.

12 Paragraph 4 of subsection 87 (2) of the Act is amended by striking out “National Parks Act (Canada)” and substituting “Canada National Parks Act”.**13 Clause 104 (1) (c) of the Act is repealed and the following substituted:**

- (c) before applying for a licence to hunt, the person shall successfully,
 - (i) complete any hunter education course and any other educational requirement that are prescribed by the regulations for the licence, and
 - (ii) pass any examination that the regulations require for the licence.

14 (1) Section 112 of the Act is amended by adding the following paragraph:

4.0.1 prescribing, with respect to any wildlife referred to in subclause 6 (2) (b) (i), (ii), (iii) or (iv), a period during which the holder of a licence to trap furbearing mammals may hunt the wildlife to the extent that the open season falls within that period;

(2) Paragraph 20 of section 112 of the Act is repealed and the following substituted:

20. prescribing wildlife that may be harassed, captured or killed in protection of property under clause 31 (3) (b);

(3) Section 112 of the Act is amended by adding the following paragraphs:

20.1 prescribing the circumstances in which wildlife referred to in clause 31 (3) (b) may be harassed, captured or killed in protection of property under that clause;

49.1 prescribing methods of serving notice for the purpose of clause 76 (1) (c), and prescribing rules surrounding the use of such methods, including prescribing, for the purpose of clause 76 (2) (c), the day on which a notice served by a prescribed method is deemed to have been served;

15 Section 113 of the Act is amended by adding the following subsection:**Same**

(2.1) For greater certainty, subsection (2) includes regulations described in paragraphs 2, 3 and 4 of subsection (1), despite the exclusions in subparagraphs 4 i, ii and iii of section 112.

16 The Act is amended by adding the following section:**Amendments to adopted documents**

114.1 A regulation made under this Act that adopts a document by reference may adopt the document as it may be amended from time to time after the regulation is made.

17 Schedules 1 to 11 to the Act are repealed.**LAKES AND RIVERS IMPROVEMENT ACT**

18 Subsection 5 (2) of the *Lakes and Rivers Improvement Act* is amended by striking out “Arbitrations Act” and substituting “Arbitration Act, 1991”

19 Clause 14 (3) (a) of the Act is amended by striking out “three copies of the plans and specifications” at the beginning and substituting “the number of copies of the plans and specifications that the Minister requires up to a maximum of three copies, such plans and specifications”.

20 The French version of clause 23.1 (1) (a) of the Act is amended by adding “ou proposés” at the end.

PUBLIC LANDS ACT

21 The *Public Lands Act* is amended by adding the following section:

Occupation for specified purposes

21.1 (1) Subject to subsections (5), (6), (7), (8), (9) and (11) and the regulations, a person is authorized under this section to occupy public lands for the purpose of doing either or both of the following:

1. Erecting or placing on the public lands a building, structure or thing that is of a type or class prescribed by regulation or that meets the specifications prescribed by regulation.

2. Using any building, structure or thing located on the public lands that is of a type or class prescribed by regulation or that meets the specifications prescribed by regulation, whether it was erected or placed on the public lands by the person or by another person.

No instrument required to authorize possession, etc.

- (2) For greater certainty, a person who is authorized to occupy public lands under this section is not required to,
 - (a) obtain a lease, licence, permit or other instrument under this Act to occupy the lands; or
 - (b) obtain the written consent of the Minister or an officer authorized by the Minister under section 27 in respect of activities related to erecting or placing a building, structure or thing on the public lands.

Regulations re authorized persons

- (3) A regulation may provide that a person is not authorized to occupy public lands under this section unless the person meets the criteria prescribed by regulation.

Regulations re public lands

- (4) If a regulation prescribes, for the purposes of this section, a type or class of building, structure or thing that is intended to float on water or to be suspended over lands, this section applies to the occupation of any public lands over which the building, structure or thing floats or is suspended as though it were erected or placed on the public lands.

Certain public lands excluded

- (5) This section does not apply to public lands if,
 - (a) the public lands are in the possession of, or occupied by, another person and that possession or occupation is authorized under this Act or under any other Act prescribed by regulation;
 - (b) the public lands are subject to a land use plan described in section 12.2 and the purpose for which the person wishes to occupy the lands is not consistent with the land use plan;
 - (c) the Minister has given notice under clause 28 (1) (a) in respect of the public lands and the purpose for which the person wishes to occupy the public lands is not consistent with the notice; or
 - (d) such circumstances or conditions as may be prescribed by the regulations exist.

Limitation on extent of occupation, etc.

- (6) The public lands that a person may occupy under this section are limited to,
 - (a) the lands on which the building, structure or thing referred to in subsection (1) is erected or placed; and
 - (b) any additional lands prescribed by regulation that are required for erecting or placing the building, structure or thing.

Duration of occupation, etc.

- (7) A person who occupies public lands under this section shall vacate the lands on or before the earlier of the following dates:
 1. The date prescribed by regulation.
 2. The date specified by the Minister in a notice given to the person under subsection (8).

Notice to vacate lands

- (8) The Minister may, at any time and for any reason, give a person who occupies public lands under this section notice to vacate the lands.

Duty to remove building, etc.

- (9) A person who is required to vacate public lands under subsection (7) shall remove from the lands, at the person's own expense, any building, structure or thing that the person erected or placed on the lands or that the person was using on the public lands on or before the date on which the person is required to vacate the public lands.

How notice given, etc.

- (10) A notice to vacate public lands shall be given in the manner prescribed by regulation and shall meet such other requirements as may be prescribed by regulation.

Duty to comply with notice

- (11) A person occupying public lands under this section to whom a notice is given under subsection (8) shall comply with the notice.

Minister taking possession

(12) For greater certainty, a person who fails to vacate public lands in accordance with a notice given under subsection (8) or after the date prescribed by regulation is considered to be in possession or occupation of the public lands without lawful authority for the purposes of section 24.

Nature of occupancy, etc.

(13) A person who occupies public lands under this section does not, by virtue of such occupation, acquire any right, claim or title to the lands or any interest in the lands.

Regulations

(14) The Lieutenant Governor in Council may make regulations,

- (a) governing the occupation of public lands under this section, including the types or classes of buildings, structures or things that may be erected or placed on the public lands and the use of such buildings, structures or things;
- (b) respecting anything that this section requires, permits or authorizes to be prescribed by regulation or to be done by or in accordance with the regulations;
- (c) prescribing conditions or limitations relating to the occupation of public lands and the erection, placement or use of any building, structure or thing on the public lands;
- (d) respecting notices to vacate public lands, including the manner in which the notices shall be given;
- (e) respecting rules and requirements that apply to the vacating of public lands by a person who occupied the lands under this section, and requiring persons to comply with the rules and requirements;
- (f) establishing a registration system for persons occupying public lands under this section and requiring persons to register in accordance with the regulations;
- (g) respecting any transitional matters arising from the making of a regulation under this section;
- (h) exempting any person, building, structure or thing or public lands, or class thereof, from this section or any requirement in this section.

COMMENCEMENT**Commencement**

22 (1) Subject to subsection (2), this Schedule comes into force on the day the *Burden Reduction Act, 2017* receives Royal Assent.

Same

(2) Subsections 4 (1) and (3) and section 17 come into force on a day to be named by proclamation of the Lieutenant Governor.

SCHEDULE 15
MINISTRY OF NORTHERN DEVELOPMENT AND MINES

Ministry of Northern Development, Mines and Forestry Act

1 (1) Subsection 10 (1) of the *Ministry of Northern Development, Mines and Forestry Act* is amended by striking out the portion before clause (a) and substituting the following:

(1) The Minister may establish programs,

.

(2) Subsection 10 (2) of the Act is amended by striking out “grants and assistance” and substituting “grants, loans and other assistance”.

(3) Section 10 of the Act is amended by adding the following subsection:

Transition, programs established by Lieutenant Governor in Council

(3) Upon the recommendation of the Minister, the Lieutenant Governor in Council may, by order, amend or cancel any program that was established by the Lieutenant Governor in Council on or before the day section 1 of Schedule 15 to the *Burden Reduction Act, 2017* comes into force.

Commencement

2 This Schedule comes into force on the day the *Burden Reduction Act, 2017* receives Royal Assent.

SCHEDULE 16
MINISTRY OF TOURISM, CULTURE AND SPORT

Ontario Place Corporation Act

1 The definition of “Minister” in section 1 of the *Ontario Place Corporation Act* is amended by striking out “Minister of Tourism and Recreation” and substituting “Minister of Tourism, Culture and Sport or such other member of the Executive Council to whom responsibility for the administration of the Act may be assigned or transferred under the *Executive Council Act*”.

2 Clause 8 (a) of the Act is repealed and the following substituted:

- (a) to operate Ontario Place for recreational, cultural, entertainment, educational, research, commercial, exhibition or public purposes;

3 (1) Clause 9 (1) (b) of the Act is repealed and the following substituted:

- (b) to develop, acquire, construct, operate, maintain and generally manage and provide,
 - (i) recreational, cultural, entertainment, educational, research, commercial, exhibition or public facilities,
 - (ii) activities, programs, restaurants, theatres or shops, and
 - (iii) any other facilities or conveniences incidental to or necessary for the proper operation and maintenance of Ontario Place;

(2) Section 9 of the Act is amended by adding the following subsection:

Acquisition and disposal of land, etc.

(3) Subject to the approval of the Lieutenant Governor in Council, the Corporation may,

- (a) acquire land, buildings and structures, or any interest in land, buildings and structures, by purchase, lease or otherwise; and
- (b) dispose of land, buildings and structures, or any interest in land, buildings and structures, by sale, lease or otherwise.

Commencement

4 This Schedule comes into force on the day the *Burden Reduction Act, 2017* receives Royal Assent.

SCHEDULE 17
MINISTRY OF TRANSPORTATION
HIGHWAY TRAFFIC ACT

1 Clauses (c) and (d) of the definition of “power-assisted bicycle” in subsection 1 (1) of the *Highway Traffic Act* are repealed and the following substituted:

(c) is fitted at all times with pedals that are operable to propel the bicycle, and

(d) is capable at all times of being propelled on level ground solely by using muscular power to operate the pedals;

2 Clause 17 (3.1) (b) of the Act is amended by striking out “the *Motor Vehicle Transport Act, 1987 (Canada)*” and substituting “the *Motor Vehicle Transport Act (Canada)*”.

3 Subsection 17.0.2 (1) of the Act is amended by striking out “the *Motor Vehicle Transport Act, 1987 (Canada)*” at the end and substituting “the *Motor Vehicle Transport Act (Canada)*”.

4 Clause 46 (4) (d) of the Act is amended by striking out “a dishonoured cheque” and substituting “a dishonoured payment”.

5 Subsection 62 (14) of the Act is repealed and the following substituted:

Intermittent red light restricted

(14) Subject to subsections (14.1), (15) and (17.1), no person shall use a lamp, other than turning signal lamps or the vehicular hazard warning signal lamps commonly known as four way flashers, that produces intermittent flashes of red light.

6 The French version of subsection 79 (6) of the Act is amended by striking out “un destinataire” at the end and substituting “un consignataire”.

7 Subsections 82 (2) and (3) of the Act are repealed and the following substituted:

Examination of vehicle

(2) Every police officer and every officer appointed for the purpose of carrying out the provisions of this Act may require the driver of any vehicle, other than a bicycle that is not a power-assisted bicycle, to stop, move the vehicle to a safe location as directed by the officer and submit the vehicle, together with its equipment and any vehicle drawn by it, to the examinations and tests that the officer may consider expedient.

Same

(3) Every police officer and every officer appointed for the purpose of carrying out the provisions of this Act may require the owner of a vehicle, other than a bicycle that is not a power-assisted bicycle, and the operator of a commercial motor vehicle to submit the vehicle, together with its equipment and, in the case of a commercial motor vehicle, any vehicle drawn by it, to the examinations and tests that the officer may consider expedient.

8 The French version of subclause 109 (16) (f) (ii) of the Act is repealed and the following substituted:

(ii) les types d’autobus et de véhicules de tourisme et leur utilisation,

9 The Act is amended by adding the following section:

Over-dimensional vehicle escorts

Authority to direct traffic

110.5 (1) Where an over-dimensional vehicle escort, for the purposes of escorting a vehicle or combination of vehicles operating under a permit issued under section 110 or 110.1, considers it reasonably necessary,

(a) to ensure orderly movement of traffic;

(b) to prevent injury or damage to persons or property; or

(c) to permit proper action in an emergency,

he or she may direct traffic according to his or her discretion, despite the provisions of Part X, and every person shall obey his or her directions.

Authority to close highways

(2) For the purposes of subsection (1), an over-dimensional vehicle escort may close a highway or any part of a highway to vehicles by posting or causing to be posted signs to that effect, or placing or causing to be placed traffic control devices, as prescribed in the regulations.

Driving on closed highway prohibited

(3) Where signs or traffic control devices have been posted or placed under subsection (2), no person shall drive or operate a vehicle on the closed highway or part of a highway in intentional disobedience of the signs or traffic control devices.

Exception to subs. (3)

(4) Subsection (3) does not apply to,

- (a) the driver of a road service vehicle, an ambulance, a fire department vehicle, a public utility emergency vehicle or a police department vehicle;
- (b) a firefighter, as defined in subsection 1 (1) of the *Fire Protection and Prevention Act, 1997*, driving a motor vehicle other than one listed in clause (a) while performing his or her duties; or
- (c) an officer appointed for carrying out the provisions of this Act.

Conditions and limitations on authority to direct traffic and close highways

(5) The authority to direct traffic under subsection (1) and to close highways under subsection (2) may be subject to conditions and limitations,

- (a) prescribed by regulation;
- (b) set out in a permit issued under section 110 or section 110.1, as the case may be; or
- (c) imposed by the appointing authority that appointed the over-dimensional vehicle escort.

Same

(6) A limitation imposed under subsection (5) may provide that the over-dimensional vehicle escort has limited or, despite subsection (1) or (2), as the case may be, no authority to direct traffic or to close highways.

No Crown or road authority liability re closed highway

(7) Every person using a highway closed to traffic in accordance with this section does so at the person's own risk and the Crown or road authority having jurisdiction and control of the highway is not liable for any damage sustained by a person using the highway so closed to traffic.

Appointment of over-dimensional vehicle escorts

(8) An appointing authority may appoint any person to be an over-dimensional vehicle escort and may impose conditions and limitations on any such appointment as described in subsections (5) and (6).

Regulations

(9) The Minister may make regulations,

- (a) designating appointing authorities for the purposes of this section;
- (b) governing the appointment of over-dimensional vehicle escorts, including prescribing eligibility requirements;
- (c) governing the identification of over-dimensional vehicle escorts and their vehicles, including prescribing any markings or signs to be displayed on their person and any markings, signs and lights to be displayed on their vehicles;
- (d) prescribing conditions and limitations on the authority of over-dimensional vehicle escorts to direct traffic or to close highways;
- (e) prescribing exemptions from any conditions or limitations imposed under clause (d) and prescribing conditions and circumstances for any such exemption;
- (f) providing for the posting of signs and the placing of traffic control devices on any highway or any type or class of highway for the purposes of this section, and prescribing the types of signs and traffic control devices.

Definitions

(10) In this section,

“appointing authority” means a person or entity designated by regulation made under clause (9) (a); (“autorité de nomination”)

“over-dimensional vehicle escort” means a person appointed by an appointing authority to escort a vehicle or combination of vehicles operating under a permit issued under section 110 or 110.1. (“accompagnateur de véhicules de dimensions excessives”)

10 (1) The French version of subsection 134.1 (1) of the Act is amended by striking out “son chargement” in the portion after clause (b) and substituting “sa cargaison”.

(2) The French version of subsection 134.1 (2) of the Act is amended by striking out “son chargement” and substituting “sa cargaison”.

(3) The French version of subsection 134.1 (4.1) of the Act is amended by striking out “son chargement” and substituting “sa cargaison”.

(4) The French version of subsection 134.1 (4.3) of the Act is amended by striking out “son chargement” and substituting “sa cargaison”.

11 (1) Subsection 146.1 (2) of the Act is repealed and the following substituted:

Same – firefighters

(2) A firefighter on a roadway or adjacent to a roadway where an accident has occurred or while attending to any emergency situation may display a traffic control stop or slow sign.

(2) Subsection 146.1 (5) of the Act is repealed and the following substituted:

Unauthorized use of sign

(5) No person other than a traffic control person, a firefighter or an over-dimensional vehicle escort appointed under section 110.5 shall display on a highway a traffic control stop or slow sign.

12 (1) Subsection 166 (1) of the Act is repealed and the following substituted:

Passing street cars

Standing street car, etc.

(1) Where a person in charge of a vehicle or on horseback or leading a horse on a highway overtakes a street car or a car of an electric railway, operated in or near the centre of the roadway, which is stationary for the purpose of taking on or discharging passengers, he or she shall not pass the car or approach nearer than 2 metres measured back from the nearest door of the car that the person is approaching and through which passengers may get on or off until the passengers have got on or got safely to the side of the street, as the case may be, but this subsection does not apply where a safety zone has been set aside and designated by a by-law passed under section 9, 10 or 11 of the *Municipal Act, 2001* or under section 7 or 8 of the *City of Toronto Act, 2006*.

(2) Subsection 166 (2) of the Act is amended by striking out “No person in charge of a vehicle or on a bicycle or on horseback or leading a horse” at the beginning and substituting “No person in charge of a vehicle or on horseback or leading a horse”.

13 (1) Subsection 174 (1) of the Act is amended by adding “and” at the end of clause (c) and by repealing clauses (d) and (e) and substituting the following:

(d) when it is safe to do so, cross the railway track.

(2) Subsection 174 (2) of the Act is amended by adding “and” at the end of clause (c) and by repealing clauses (d) and (e) and substituting the following:

(d) when it is safe to do so, cross the railway track.

(3) Section 174 of the Act is amended by adding the following subsection

Public vehicle or school bus with manual transmission

(3) The driver of a public vehicle or school bus with manual transmission who is required by subsection (1) or (2) to stop at a railway crossing shall, when it is safe to do so,

(a) cross the railway track in a gear that will not need to be changed while crossing the track; and

(b) not change gears while crossing the railway track.

14 Subsection 202 (1) of the Act is repealed and the following substituted:

Reporting by various officials

Reports by police officers

(1) Every police officer having knowledge of a fatal accident in which a motor vehicle is involved shall secure the particulars of the accident, the persons involved, and other information as may be necessary to complete a written report to the Registrar on the forms prescribed for that purpose, and shall transmit the report forthwith to the Registrar.

15 Subsection 205.22 (1) of the Act is repealed and the following substituted:

Failure to appear at trial

(1) A defendant is deemed to not wish to dispute the charge where the defendant has been issued a notice of the time and place of trial and fails to appear at the time and place appointed for the trial.

16 Subsections 210 (1) and (1.1) of the Act are repealed and the following substituted:

Notice of conviction to Registrar

(1) A judge, provincial judge or justice of the peace who makes a conviction in respect of an offence listed in subsection (1.1) or the clerk of the court in which the conviction is made shall forthwith notify the Registrar of the conviction.

Applicable offences

(1.1) Subsection (1) applies in respect of the following offences:

1. An offence under this Act or under any regulation made under it.
2. An offence under any other Act of the Legislature or the Parliament of Canada or under any regulation or order made under such an Act committed by means of,
 - i. a motor vehicle or street car within the meaning of this Act,
 - ii. a vessel within the meaning of section 48, or
 - iii. a motorized snow vehicle.
3. An offence under a municipal by-law regulating traffic on the highways, except convictions for offences for standing or parking.

JOBS FOR TODAY AND TOMORROW ACT (BUDGET MEASURES), 2016

17 (1) Subsections 5 (1) and (2) of Schedule 12 to the *Jobs for Today and Tomorrow Act (Budget Measures), 2016* are repealed.

(2) This section applies only if subsections 5 (1) and (2) of Schedule 12 to the Act are not in force on the day the *Burden Reduction Act, 2017* receives Royal Assent.

COMMENCEMENT

Commencement

18 (1) Subject to subsection (2), this Schedule comes into force on the day the *Burden Reduction Act, 2017* receives Royal Assent.

Same

(2) Section 9 and subsection 11 (2) come into force on a day to be named by proclamation of the Lieutenant Governor.