

OPENING PLENARY SESSION

MINUTES

Opening of Meeting

The meeting opened at 1:30 p.m., on Sunday, August 17, 1999, at the Lombard Hotel in Winnipeg, with Paul Monty as Chair and Claudette Racette as Secretary.

Welcoming Addresses

The Chair welcomed the Commissioners and guests to the 81st Annual Conference. He then asked Bruce MacFarlane, Deputy Minister of Justice for Manitoba to say a few words.

On behalf of the Province of Manitoba, Bruce MacFarlane welcomed the Commissioners and guests to Winnipeg. He stated that his Department was pleased to host the 81st meeting of the ULCC and that he was delighted to see so many Commissioners at the conference. This is the largest number of Commissioners in recent years. He is looking forward to a successful and productive week. He then asked Jeffrey Schnoor, a member of the Local Organizing Committee to say a few words about the social program for the week.

Jeffrey Schnoor gave a brief outline of the social program for the week. He encouraged everyone to take advantage of their stay in Winnipeg to visit the many interesting sites in and around Winnipeg. He stated that he and members of the Organizing Committee would be more than happy to give Commissioners and their guests ideas of places to go and things to see in Winnipeg. He wished Commissions great success in the meetings.

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President of the ULCC

Introductions

The Executive Committee

The Chair introduced the Members of the Executive Committee: himself, Paul Monty from Quebec, Douglas E. Moen, Q.C., Immediate Past President from Saskatchewan, Jeffrey Schnoor, Q.C., Vice-President from Manitoba, Arthur L. Close, Q.C., Chair of the Civil Section from British Columbia, Yvan Roy, Chair of the Criminal Section from Justice Canada and the Executive Director, Claudette N. Racette.

Introduction of the Commissioners

The Senior Commissioner from each jurisdiction introduced members of his/her delegation.

Introduction of Guests and Commissioners from the NCCUSL

The Chair welcomed the U.S. guests from the National Conference of Commissioners on Uniform State Laws, John L. McClaugherty, the President, Jeremiah Marsh, Chair of the Co-operation Committee between the ULCC and the NCCUSL and Patricia Brumfield Fry, Chair of the Drafting Committee of the Uniform Electronic Transactions Act for the NCCUSL.

President's Report

Mon rapport cette année sera bref. J'ai eu l'honneur de présider les travaux de cette conférence avec l'aide d'un exécutif formidable et d'une directrice exécutive qui règle les problèmes. Avec elle, la tâche de président est assez facile.

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Cette année, votre exécutif s'est réuni à quatre (4) reprises et a participé à une autre réunion avec les représentants des différentes juridictions.

Les préoccupations de votre exécutif ont principalement porté sur les liens que la Conférence doit entretenir avec les conférences des ministres et des sous-ministres de la Justice au Canada. À cet effet, nous avons déposé un rapport des travaux de la Conférence à la réunion des ministres de la Justice du Canada qui s'est tenue à Regina en octobre 1998. Also, I want to thank Bruce MacFarlane, the Deputy Minister of Justice for this province, who has kindly accepted to be our Liaison Person with the Deputies. In February of this year, he made a presentation of the current activities of the Conference at the Deputy Ministers' meeting.

Keeping Ministers and Deputy Ministers informed of our current activities is the first step toward a uniform law enactment by the legislators.

J'avais également, à titre de président, fait état de la nécessité de diversifier la provenance des commissaires représentant les différentes juridictions de manière à assurer les législateurs que nos travaux sont le fruit d'un consensus représentant un large éventail d'opinions au sein de la communauté juridique. Cet objectif que je m'étais donné au début de mon mandat a-t-il été atteint? La participation cette année à Winnipeg me fait dire que oui, **si on regarde tout autant le nombre de praticiens privés et de membres d'autres organismes que les différentes fonctions publiques du Canada.**

You have probably noted that in two of our COMMUNIQUÉS this year, we had included elaborated notes on two projects of the Conference. These notes are directed to our colleagues who don't follow specific projects, but want some information. Your comments on these types of notes would be very much appreciate.

I can't conclude this report without saying a few words about the warm reception that Jeff Schnoor, Arthur Close and I received in Denver last month. First of all, I think that our collaboration is fruitful and appreciated by our American counterparts. This co-

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operation last year was very important, particularly in regards to the Electronic Commerce Act. Our colleague, John Gregory, worked with their Committee on this Uniform Act, which was a source of information for our Uniform Act.

I believe that we must focus some attention on the way in which we communicate with our American colleagues. As I mentioned in Denver, we are now working towards a continental approach on uniformity in commercial laws. I will leave it to the next Executive Committee to review this matter and to develop an appropriate mechanism.

Financial Resolutions

Approval of the Audited Financial Statements

On a motion by Paul Monty, seconded by John Gregory, the Audited Financial Statements for the financial period ending March 31, 1999 were approved as presented. Motion carried. (see Appendix A on page 150 in English and 157 in French).

Appointment of Auditor

MOVED by Douglas Moen, seconded by Russell Getz, THAT Maurice Joseph be appointed as the Conference auditor for the fiscal period 1999-2000, on the same terms as his prior appointment. Motion carried.

Banking Resolution

MOVED by Jeffrey Schnoor, seconded by Susan Amrud, the following resolution was carried:

THAT any two members of the Executive or one member of the Executive and the Executive Director be given signing authority as officers for all banking matters of the Conference.

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AND THAT for the purpose of purchasing G.I.Cs and Term Deposits, and for the purpose of transferring funds from the research account to the general account and visa versa, the signature of the Executive Director alone will suffice.

Approval of the 1999-2000 Budget

MOVED by Paul Monty, seconded by Yvan Roy, THAT the budget for the fiscal period 1999-2000 be approved as presented. Motion carried.

Appointment of Committees

Resolutions Committee

Le Président annonce que les membres du Comité exécutif propose la nomination de Réjean Babineau, Chris Curran, Frédérique Sabourin et Donald Piragoff. Their report will be presented at the Closing Plenary.

Nominating Committee

The Nominating Committee will be chaired by the Immediate Past President, Doug Moen and other Past Presidents present at the Conference. Other members to be added during the week. Their report will be presented at the Closing Plenary.

Outline of the Business of the Week

Criminal Section

Le Président de la Section pénale, Yvan Roy, annonce que l'année dernière nous avons 58 résolutions à l'examen, et aussi un certain nombre de documents de discussion (6). Trent-quatre (34) délégués s'étaient présentés lors de nos délibérations.

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The Chair stated that this year, it appears that the Section will have as much in its plate as it did last year, it already has 61 resolutions that are up for discussion and counting. He expects that more will be coming from the floor. Similarly, there will be 6 discussion documents for study, one that will come before both groups. The joint session on Tuesday afternoon will look at the liability of corporations in criminal matters. He stated that he was looking forward to excellent discussions. As most Commissioners are aware, the Federal Department of Justice is looking at this Conference for proposals to put before Parliament. Indeed in the 1990s, the Section has already produced two Omnibus Bills, and if Mr. Mosley were here today, he would tell you that we are looking for a third one, either this year or early in 2000. Most of these proposals are coming from this Conference. The quality of the discussion is such that we can go to our Minister and say that "if a proposal is supported by the ULCC, this is a proposal that is going places". Having that as a motivation for our work, we are looking forward to three excellent days of discussion where hopefully, the Section will come up with proposals that will become legislation in the not too distant future.

Civil Section

Arthur Close, Chair of the Section, stated that the Section was looking forward to a very full and busy agenda over the next few days. If events unfold, as they should, he is hopeful that the Section will finalize three Uniform Acts: A Uniform Act on the Exigibility of Retirement Income Plans; a Uniform Act on Electronic Commerce and a Uniform Act on Limited Liability Partnerships. Work on the last one is a bit of an experiment. For a variety of reasons, we are fast tracking this one and hope: To start from scratch with the preliminary consideration of an issues paper; put the final touches on draft legislation that would reflect the decisions taken at the first session; and that draft would be brought back on Wednesday, with the hope that we can finalize something very close to a Uniform Act.

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He also hopes to make substantial progress on a number of other topics during the course of this week, and as was mentioned by Yvan, the Section will be sitting jointly with the Criminal Section to consider a presentation on Corporate Limited Liability.

The Agenda for the Civil Section has been widely circulated and will be followed fairly closely, although there may be a few deviations and he will speak to those in greater detail when the Section meets.

Other Business

There being no other business, the meeting adjourned.