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**Wednesday 1 April 2015**

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des débats  
(Hansard)**

**Mercredi 1<sup>er</sup> avril 2015**

**Standing Committee on  
Regulations and Private Bills**

**Comité permanent des  
règlements et des projets  
de loi d'intérêt privé**

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## LEGISLATIVE ASSEMBLY OF ONTARIO

## ASSEMBLÉE LÉGISLATIVE DE L'ONTARIO

**STANDING COMMITTEE  
ON REGULATIONS  
AND PRIVATE BILLS**

**COMITÉ PERMANENT DES  
RÈGLEMENTS ET DES PROJETS DE LOI  
D'INTÉRÊT PRIVÉ**

Wednesday 1 April 2015

Mercredi 1<sup>er</sup> avril 2015

*The committee met at 0903 in committee room 1.*

DSPT INTERNATIONAL  
(CANADA) INC. ACT, 2015

Consideration of the following bill:

Bill Pr15, An Act to revive DSPT International (Canada) Inc.

**The Chair (Ms. Indira Naidoo-Harris):** Good morning, everyone. The Standing Committee on Regulations and Private Bills will now come to order. This morning, we have three private bills that we are going to be considering, so it will be a brisk morning.

First on our agenda is Bill Pr15, An Act to revive DSPT International Inc. I see the sponsor is already there, but I'd like to ask the sponsor and the applicant to please come on up and take a seat. Thank you.

I'd like to start out by introducing the sponsor. The sponsor here today is MPP Mike Colle. Also here today is the applicant. Applicant, could you please introduce yourself?

**Mr. John Moore:** My name is John Moore. I'm here representing the applicant, Mrs. Dorigo.

**The Chair (Ms. Indira Naidoo-Harris):** Thank you very much.

First off, MPP Colle, as the sponsor, do you have any comments on Bill Pr15?

**Mr. Mike Colle:** No.

**The Chair (Ms. Indira Naidoo-Harris):** And Mr. Moore, on behalf of the applicant, do you have any comments that you want to make to us about Bill Pr15?

**Mr. John Moore:** I could give you some context. Would that be—

**The Chair (Ms. Indira Naidoo-Harris):** Yes, please.

**Mr. John Moore:** Mrs. Dorigo is the applicant. Her husband was the sole shareholder, director and officer of the corporation. He passed away in January 2013.

As part of wrapping up his estate, the corporation was dissolved. The business had ceased operating before he passed away. Mrs. Dorigo was unaware at the time that there was an investment in the name of the corporation at one of the banks, a GIC of a sizable amount. To this date, the bank has been unwilling to let Mrs. Dorigo deal with those assets and has insisted that she revive the corporation in order that those assets may be properly dealt with. That's the reason for the application.

**The Chair (Ms. Indira Naidoo-Harris):** Thank you. I just want to remind the committee members that we're looking at Bill Pr15. It should be in front of you. I also want to direct your attention to the fact that there are two sides to the bill in front of you.

Are there any interested parties in the room who would like to make a presentation? Okay, I do not believe so.

Are there any comments from government? Yes?

**M<sup>me</sup> France Gélinas:** Just a quick question: The GIC at the bank is the only property that DSPT International still owns?

**Mr. John Moore:** I believe so. It's certainly the largest, and it's money that Mrs. Dorigo believed was in the estate that she requires to live.

**M<sup>me</sup> France Gélinas:** But it was in the name—

**Mr. John Moore:** It was in the name of the corporation, unfortunately. That's the case.

**The Chair (Ms. Indira Naidoo-Harris):** MPP Vernile?

**Ms. Daiene Vernile:** I just want to add that I think it's important that Mrs. Dorigo have access to funds that are legally hers and which belong to the estate, so I hope that you can share that with her.

**Mr. John Moore:** I will.

**Ms. Daiene Vernile:** Thank you.

**The Chair (Ms. Indira Naidoo-Harris):** Further comments or questions from the committee members? Okay.

Are members ready to vote, then? Great.

I am going to direct you all again to Bill Pr15. Let's start with section 1. If you turn your page over you'll see what I'm referring to on the back of the page.

Shall section 1 carry? Carried.

Shall section 2 carry? Carried.

Shall section 3 carry? Carried.

Shall the preamble carry? Carried.

Shall the title carry? Carried.

Shall the bill carry? Carried.

Shall I report the bill to the House? Yes.

Thank you very much to the applicant and the sponsor.

**Mr. John Moore:** Thank you.

990046 ONTARIO INC. ACT, 2015

Consideration of the following bill:

Bill Pr16, An Act to revive 990046 Ontario Inc.

**The Chair (Ms. Indira Naidoo-Harris):** All right. We're now going to move to the next item on our agenda. If I can ask the sponsor and applicants for Bill Pr16 to please take their places.

For committee members, just a reminder: We're looking at Bill Pr16, An Act to revive 990046 Ontario Inc.

I'm going to introduce the sponsor. The sponsor here today is Taras Natyshak, MPP.

**Mr. Taras Natyshak:** Good morning, Chair.

**The Chair (Ms. Indira Naidoo-Harris):** Good morning. Also here—if I can ask the applicant to introduce herself.

**Ms. Nicole Dunn:** Hello. I'm Nicole Dunn, representing my father, Ed Dunn.

**The Chair (Ms. Indira Naidoo-Harris):** Welcome, and thank you for being here.

I'm going to ask the sponsor: MPP Natyshak, do you have any comments that you'd like to make?

**Mr. Taras Natyshak:** I have none, Chair.

**The Chair (Ms. Indira Naidoo-Harris):** How about the applicant? Any comments that you'd like to make concerning Bill Pr16?

**Ms. Nicole Dunn:** I guess I'll just give a brief explanation as to why they're wanting to revive the corporation. It is held by my father and his siblings as passed down to them from my grandmother, their mom. It's a title for mineral rights, basically oil, and currently it is being held by Dundee Ltd.

**0910**

There was a change to this company, and just prior to that change they wanted, without understanding, to just separate how the payments were being made to all five of them and weren't made aware, or told, that they shouldn't be dissolving the corporation.

It wasn't until it switched over to Dundee Ltd. that they made it known to them that that's how it works, and that they would need to get the corporation reinstated—if I'm saying all this correctly; I'm a little nervous. Sorry.

That's kind of how this whole thing transpired. The original company allowed them to do this without telling them that that's not the way it should be done, and they weren't informed until just recently, with Dundee Ltd.

**The Chair (Ms. Indira Naidoo-Harris):** Okay, thank you. I'd like to just make sure: Are there any interested parties in the room who would like to comment on Bill Pr16?

Yes, we're going to go to the committee members now for questions and comments. MPP Mangat?

**Mrs. Amrit Mangat:** Can you explain what the nature of the business was? All I know is that it's a numbered company.

**Ms. Nicole Dunn:** It's a numbered company. Basically, on the land, they have discovered oil, so they pump oil, and I guess they get issued money according to how oil is doing, which is not so great right now. Basically, they get paid a fee yearly on that. It was my grandmother's, and now it's divvied up between the five siblings for that.

**Mrs. Amrit Mangat:** What sort of impact will it have on job creation if it is revived?

**Ms. Nicole Dunn:** It has nothing really to do with job creation.

**Interjection:** It's just really holding assets.

**Mrs. Amrit Mangat:** Holding assets—okay.

**Mr. Taras Natyshak:** Yes. Chair, this is simply a bureaucratic requirement for the issuance of royalties, or the separation of the royalties that remain, to the siblings. It's a legal requirement that the company be revived in order for them to legally issue those separations. It's almost a formality.

**Mrs. Amrit Mangat:** Okay, thank you.

**Mr. Taras Natyshak:** I don't think there's any vested—other than the royalties that would ensue.

**Mrs. Amrit Mangat:** Thank you.

**The Chair (Ms. Indira Naidoo-Harris):** Thank you for clarifying, MPP Natyshak.

Are there any other committee members who have questions? MPP Vernile.

**Ms. Daiene Vernile:** Has this corporation told you that once you reverse this, they will pass the funds on to you? Have they agreed to that?

**Ms. Nicole Dunn:** Yes. Sorry, I forgot to mention that. They said they are holding it until the issue is resolved, and then they will—

**Ms. Daiene Vernile:** And then they'll very happily pass on the funds.

**Ms. Nicole Dunn:** Yes.

**Ms. Daiene Vernile:** Okay. Thank you.

**Ms. Nicole Dunn:** Thanks.

**The Chair (Ms. Indira Naidoo-Harris):** Further questions or comments from committee members? Okay, great.

Then are members ready to vote? Good.

Again, a reminder: We are looking at Bill Pr16, An Act to revive 990046 Ontario Inc.

I will point out again and direct your attention to the piece of paper on your desks, and ensure that you are looking at both sides, if you flip it over.

Shall section 1 carry? Carried.

Shall section 2 carry? Carried.

Shall section 3 carry? Carried.

Shall the preamble carry? Carried.

Shall the title carry? Carried.

Shall the bill carry? Carried.

Shall I report the bill to the House? Yes.

Thank you very much for coming up and making your presentation.

**Ms. Nicole Dunn:** Thank you.

**Mr. Taras Natyshak:** Thank you, Chair, and members.

#### 731149 ONTARIO LIMITED ACT, 2015

Consideration of the following bill:

Bill Pr17, An Act to revive 731149 Ontario Limited.

**The Chair (Ms. Indira Naidoo-Harris):** Next on our agenda is Bill Pr17, An Act to revive 731149 Ontario Limited.

If I can ask the sponsor to introduce himself. I understand it's MPP Bob Bailey.

**Mr. Robert Bailey:** Yes, Bob Bailey, MPP, Sarnia-Lambton. This piece of property involving this numbered corporation is in my riding, and I'm proud to introduce Mr. Wilson today.

**The Chair (Ms. Indira Naidoo-Harris):** The applicant is Mr. Wilson?

**Mr. Michael Wilson:** Yes. My name is Michael Wilson. I'm counsel for the applicant, Dr. Allan Gordon.

**The Chair (Ms. Indira Naidoo-Harris):** Thank you. First, I'd like to ask the sponsor, MPP Bailey, if you have any comments about Bill Pr17.

**Mr. Robert Bailey:** No, I think it's outlined in the brief. Mr. Wilson can answer any questions regarding it.

**The Chair (Ms. Indira Naidoo-Harris):** Does the applicant have any comments?

**Mr. Michael Wilson:** Yes, I can just provide some context. This was a numbered corporation that owned land in Reece's Corners, which is in Mr. Bailey's riding. The corporation was administratively dissolved back in the early 1990s.

Last year, we went to execute a real estate transaction involving the property—it was an investment property—and we realized that the corporation that owned the land had been dissolved administratively in early 1994. There's a law that says if a corporation was dissolved more than 20 years ago, then it needs to be revived through a private bill rather than just through an administrative process. We are introducing the bill to revive the corporation so that we can transfer the land to a third party.

**The Chair (Ms. Indira Naidoo-Harris):** Are there any interested parties who would like to make a comment?

Okay, let's move, then, to government. I'm going to ask committee members if they have any questions or comments that they'd like to make. MPP Vernile.

**Ms. Daiene Vernile:** Mr. Wilson, does anybody in your community have any objections to what you're doing?

**Mr. Michael Wilson:** No. It's a small piece of property, again, in Reece's Corners. It has been owned through the corporation by Dr. Gordon for several decades now, and he's just looking to move on because he's no longer in the area.

**Ms. Daiene Vernile:** May I ask you what you hope to do with this property?

**Mr. Michael Wilson:** It's being sold to a third party. It's already a gas station on a little plaza, so it's being

sold off to the next person, who will use it as an investment property as well.

**Ms. Daiene Vernile:** Okay, thank you.

**The Chair (Ms. Indira Naidoo-Harris):** MPP Gélinas.

**M<sup>me</sup> France Gélinas:** I was curious. It's the first time that I see that a corporation was dissolved under the Business Corporations Act for failure to comply with the Corporations Information Act. What exactly did they fail to do?

**Mr. Michael Wilson:** I don't think this requirement exists any longer, but in the early 1990s, you were required to file a form each year with information about the company. We failed to do that. There was a transition in management. Dr. Gordon wasn't managing the property himself in the early 1990s. When he took over that responsibility, he didn't realize that that was a requirement, and so it was just through inadvertence they didn't file that form that was required each year.

**M<sup>me</sup> France Gélinas:** And that automatically triggers the corporation to be dissolved?

**Mr. Michael Wilson:** Yes. It was dissolved as a result of failing to file the form.

**M<sup>me</sup> France Gélinas:** All right. And then nobody said boo about it for 20 years?

**Mr. Michael Wilson:** Nobody said boo. When we went to sell the property, Dr. Gordon, even though he had been paying for the expenses and the taxes and all those things over the years, when he went to actually transfer the property, we realized that it was held by a numbered company.

**M<sup>me</sup> France Gélinas:** Very good.

**The Chair (Ms. Indira Naidoo-Harris):** Thank you, MPP Gélinas. Any other questions from committee members?

Are members ready to vote? Okay. A reminder: We're looking at Bill Pr17, An Act to revive 731149 Ontario Limited. Again, you should have the sheets on your desk. I remind you to flip them over and take a look at the applicable sections here.

Shall section 1 carry? Carried.

Shall section 2 carry? Carried.

Shall section 3 carry? Carried.

Shall the preamble carry? Carried.

Shall the title carry? Carried.

Shall the bill carry? Carried.

Shall I report the bill to the House? Yes. Thank you.

I believe that ends the items on our agenda for today, so I will adjourn this meeting. Thank you very much for coming up.

*The committee adjourned at 0919.*





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