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**Standing Committee on
Regulations and Private Bills**

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

2nd Session
42nd Parliament

Wednesday 30 March 2022

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42^e législature

Mercredi 30 mars 2022

Chair: Aris Babikian
Clerk: Isaiah Thorning

Président : Aris Babikian
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LEGISLATIVE ASSEMBLY OF ONTARIO

ASSEMBLÉE LÉGISLATIVE DE L'ONTARIO

**STANDING COMMITTEE
ON REGULATIONS
AND PRIVATE BILLS**

Wednesday 30 March 2022

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

Mercredi 30 mars 2022

The committee met at 0906 in committee room 1.

The Chair (Mr. Aris Babikian): Good morning, everyone. I call this meeting to order. We are joined by staff from legislative counsel, Hansard, and broadcast and recording. Please wait until I recognize you before starting to speak. As always, all comments should go through the Chair.

Are there any questions before we begin? Unfortunately we had to switch the order of the applicants and the witnesses because the first two applications—the sponsor is here but the applicant is not here.

**SUPERIOR CORPORATE SERVICES
LIMITED ACT, 2022**

Consideration of the following bill:

Bill Pr63, An Act to revive Superior Corporate Services Limited.

The Chair (Mr. Aris Babikian): We will go with Bill Pr63, An Act to revive Superior Corporate Services Limited. I will call upon the sponsor, MPP John Fraser, to have his opening remarks.

Interjection.

The Chair (Mr. Aris Babikian): My apologies. Last week I was not here, so I was not aware that the introductions are already done for Bill Pr63, so the only thing we have to do is go through the questions and answers. I will open the floor for any questions from the government side and from the opposition. MPP Oosterhoff?

Mr. Sam Oosterhoff: My thanks to the team for coming here and for being willing to appear before the committee with this application. We do have some concerns and would love to get a better sense of what's going on here.

I understand that this corporation, if I'm accurate, has been dissolved for 30 years. The applicant's stated objective is solely to revive the corporation to seek personal benefit from significant recent investments in a forfeited asset made by a different corporation at their expense. We haven't seen the applicant show any interest in maintaining ownership or stewardship of the corporation or its former assets over the past 30 years, a significant period of time.

As you know, reviving a dissolved corporation by special legislation isn't an unqualified right. As members of provincial Parliament, we have the responsibility of

considering all legislation that comes before us, including private bills. So I just want to ask that question. There wasn't any investment for 30 years, and now the applicant is coming before this committee, attempting to obtain personal benefit from the investments of another corporation, so why should the committee pass this bill?

Ms. Nadia Campion: Well, I suppose, to address your first question about why it took so long, the reality is that Mary, who is the applicant, was not aware that (a) the corporation had been dissolved and (b), that it had an asset that had been forfeited to the crown. It's only in recent time that she learned of this, as we explained in the submission that we delivered on Monday. Prior to that time, she didn't have any knowledge of it. Her husband is deceased, and it was her husband who was the sole shareholder and director of that company. It's only through some effort that she's been able to uncover the history and ownership of the royalty.

0910

What she is attempting to do is to have the courts determine what her rights are in connection with this royalty and whether or not it's a royalty that ought to be in the possession and ownership of the Young family. That's all she's asking for.

The Chair (Mr. Aris Babikian): My apologies for interrupting. MPP Fraser—

Mr. John Fraser: No, no. I was just indicating I want to speak—

The Chair (Mr. Aris Babikian): Okay. I thought you had a point of order. That's fine.

Go ahead, please.

Ms. Nadia Campion: It's not a question of whether or not she is seeking something for her personal benefit or anything like that. What she is attempting to do—really, one of the only avenues to have her rights determined is through the revival of the corporation.

Mr. Sam Oosterhoff: Okay. Having considered the submission and the facts before the committee, I think that the government members of the committee don't believe it's appropriate or in the public interest of the Legislature to grant a revival of this corporation.

The Chair (Mr. Aris Babikian): Okay. Any other comments? MPP Fraser.

Mr. John Fraser: What I'm trying to understand here is, there are certain provisions that exist in this committee for reviving a corporation. There are certain rights that

people have—I know we make a decision here—to be able to revive a corporation. The party, this woman, has met all those conditions, and there are no indications from the government, from the ministries that there is a problem with this submission in terms of satisfying the criteria and the standard that needs to be met. So I don't think it's appropriate for us to actually consider another set of rights that are going to be determined by a court. That's not our job.

The merits of the applicant's case before, I take it, Superior Court are separate from what happens here. Literally, the people in government, in the ministry, have said, "There's nothing wrong with this. The applicant has met all the standards required." It's in the notes. They wouldn't be here otherwise.

What it sounds like to me is that we are determining, actually, a case that's outside of here, a case that involves somebody's rights. I think that the government is essentially saying that they're making that determination because they don't want that to go forward. I don't know the merits of the case, but the question as to whether somebody's assets can be forfeited by certain bodies in this government, without notice, I think that should be kind of a concern to all of us. I think that's in the public interest.

I would just leave that as a submission to my colleagues across the way. It doesn't sound like I'm going to convince you or change your vote, because that's not the way it works on the other side. I've been on the other side too. But I'm going to tell you, you're not doing the right thing.

The Chair (Mr. Aris Babikian): MPP Oosterhoff.

Mr. Sam Oosterhoff: I would just like to note that reviving a dissolved corporation by special legislation is not an unqualified right. All of us, as MPPs, are tasked with assessing and considering the appropriateness of the various bills that come before this committee and whether or not they're in the public interest. I believe you will find that the government members do not believe this is in the public interest.

The Chair (Mr. Aris Babikian): MPP Fraser.

Mr. John Fraser: I'd like to ask my colleague to tell me how this is going to benefit the public interest. To Mr. Oosterhoff: How is this benefiting the public interest?

The Chair (Mr. Aris Babikian): MPP Fraser, the question should be forwarded to the applicant.

Mr. John Fraser: Okay, if he doesn't want—I'm just putting it out there. I can forward a question to the applicant.

Through you, Chair, I would like the other side to explain to me why it's in the public interest.

The Chair (Mr. Aris Babikian): Any other comment? Any other questions?

Mr. John Fraser: I suspected that. Thank you.

The Chair (Mr. Aris Babikian): Are the members ready to vote? All in favour—

Mr. John Fraser: Recorded vote.

The Chair (Mr. Aris Babikian): I am going to put the question for the votes section by section. I will start with section 1. Shall section 1 carry?

Ayes

Fraser.

Nays

Coe, Hardeman, Ke, Norman Miller, Oosterhoff, Pang.

The Chair (Mr. Aris Babikian): Section 1 of the bill is lost.

I'm moving to section 2. All in favour?

The Clerk pro tem (Ms. Thushitha Kobikrishna): Sorry; just to clarify: Is this also a recorded vote?

Mr. John Fraser: Yes, they're all recorded.

The Chair (Mr. Aris Babikian): Oh, okay. Section 2?

Ayes

Fraser.

Nays

Coe, Hardeman, Ke, Norman Miller, Oosterhoff, Pang.

The Chair (Mr. Aris Babikian): Section 2 is lost. Section 3?

Ayes

Fraser.

Nays

Coe, Hardeman, Ke, Norman Miller, Oosterhoff, Pang.

The Chair (Mr. Aris Babikian): Section 3 is lost. Now I will put the question in regard to the preamble. Shall the preamble carry?

Ayes

Fraser.

Nays

Coe, Hardeman, Ke, Norman Miller, Oosterhoff, Pang.

The Chair (Mr. Aris Babikian): The preamble is lost. Shall the title of the bill carry?

Ayes

Fraser.

Nays

Coe, Hardeman, Ke, Norman Miller, Oosterhoff, Pang.

The Chair (Mr. Aris Babikian): The title of the bill is lost.

Shall the bill carry?

Ayes

Fraser.

Nays

Coe, Hardeman, Ke, Norman Miller, Oosterhoff, Pang.

The Chair (Mr. Aris Babikian): Okay.

The final question: Shall I report the bill not to be reported to the House?

Mr. John Fraser: Not to be reported?

The Chair (Mr. Aris Babikian): Yes, not to be reported.

Ayes

Coe, Hardeman, Ke, Norman Miller, Oosterhoff, Pang.

Nays

Fraser.

The Chair (Mr. Aris Babikian): I will not report the bill to the House.

Thank you very much to the witnesses. This portion of our meeting is over.

Now, I need a few minutes to decide on the first two items. I have to—MPP Gates, do we have the applicant?

Interjection.

The Chair (Mr. Aris Babikian): The committee will take a short recess to figure out what we are going to do, because we haven't heard from the applicant so far. We have been trying to reach out to contact him, but we haven't heard. So we will take a short recess to discuss the issue and decide what we are going to do. Thank you.

The committee recessed from 0922 to 0925.

The Chair (Mr. Aris Babikian): Welcome back, committee members. The committee is back in session.

1692783 ONTARIO INC. ACT, 2022

Consideration of the following bill:

Bill Pr60, An Act to revive 1692783 Ontario Inc.

The Chair (Mr. Aris Babikian): Now we will start with Bill Pr60, An Act to revive 1692783 Ontario Inc. I would like to call upon Mr. Wayne Gates, the sponsor, to have his opening remarks.

Mr. Wayne Gates: I move consideration of Bill Pr60, An Act to revive 1692783 Ontario Inc. I'll let the applicant speak to the bill.

The Chair (Mr. Aris Babikian): I would like to call on the applicant, Mr. Andrew Ferri, to make his remarks. Mr. Ferri, please cite your name for the record.

Mr. Andrew Ferri: My name is Andrew Ferri, and I'm the applicant on this bill. Essentially, we have put forward this bill to revive this company, which had a director, who was our family lawyer. He resigned, and I went on as a director and filed the papers with the ministry, and for some reason they never received them. As a result, when a company has no director, it is cancelled. Now we'd like to revive it.

The Chair (Mr. Aris Babikian): Okay. MPP Gates, do you have any additional comments?

Mr. Wayne Gates: No, I think Andy said it all.

The Chair (Mr. Aris Babikian): Okay. Are there any interested parties in attendance that would like to make a statement or comment? I see none.

I would like to ask if there are any comments or questions from the government side. No.

We will start with section 1 of Bill Pr60, An Act to revive 1692783 Ontario Inc. Any comments? Any questions? All in favour, please raise your hands. All opposed? Seeing none, section 1 is carried.

Now we go to section 2. Any comments? Any questions? Seeing none, all in favour, please raise your hands. Any opposition? Seeing none, section 2 is carried.

Section 3: Any comments? Any questions? None. All in favour, please raise your hands. Any opposition? None. Section 3 is carried.

Section 4: Any comments? Any questions? I see none. All in favour of section 4, please raise your hands. All opposed? Seeing none, section 4 is carried.

Shall the preamble carry? Any questions? Any comments? I see none. Shall the preamble carry? All in favour? Any opposition? Seeing none, the preamble is carried.

Shall the title carry? Any comments? Any questions? I see none. Shall the title carry? All in favour? Any opposition? Seeing none, the title is carried.

Shall the bill carry? Any comments? Any questions? I see none. All in favour, please raise your hand. Any opposition? Seeing none, the bill is carried.

0930

Shall I report the bill to the House? Any comments? Any questions? All in favour, please raise your hand. Any opposition? I see none, so I shall report the bill to the House.

1712042 ONTARIO LTD. ACT, 2022

Consideration of the following bill:

Bill Pr61, An Act to revive 1712042 Ontario Ltd.

The Chair (Mr. Aris Babikian): Now we move to Bill Pr61, An Act to revive 1712042 Ontario Ltd. The sponsor, MPP Gates: Do you have any opening remarks?

Mr. Wayne Gates: I'll let the applicant.

The Chair (Mr. Aris Babikian): May I ask the applicant, Mr. Andrew Ferri, to make his opening remarks. Mr. Ferri, please go ahead. Identify, once again, yourself for the records.

Mr. Andrew Ferri: My name is Andrew Ferri and I represent the applicant on this bill. It's a similar circumstance to the other company. They were sister companies. Our lawyer, Mr. Luciano Butera, was the director of the company. He resigned. I was appointed president, secretary and director.

We filed the papers with the Ministry of Government Services. Again, they were both sent at the same time. For whatever reason—we do not know—it wasn't received and the changes weren't made, which resulted in the company having no director. As a result, the company was cancelled. This bill is an application to have the company restored.

The Chair (Mr. Aris Babikian): Any comments, any questions from the committee members? From the government side? No? Okay.

I'm going to put the questions.

Shall section 1 carry? Any comments? Any questions? All in favour, please raise your hand. Any opposition? I see none. Section 1 is carried.

Shall section 2 carry? Any comments? Any questions? I see none. All in favour of section 2, please raise your hand.

Interjection.

The Chair (Mr. Aris Babikian): MPP Gates, the question is, "Shall section 2 carry?" Are you in favour?

Mr. Wayne Gates: Yes.

The Chair (Mr. Aris Babikian): Okay. All in favour? Any opposition? I see none. Section 2 is carried.

Section 3: Shall section 3 carry? Any questions? Any comments? I see none. All in favour, please raise your hand. Any opposing? None. Section 3 is carried.

Section 4: Shall section 4 carry? Any comments? Any questions? All in favour? Any opposition? I see none. Section 4 is carried.

We will move to the preamble. Shall the preamble carry? Any questions? Any comments? I see none. All in favour? Any opposition? I see none. The preamble is carried.

Shall the title carry? Any comments? Any questions? None. All in favour? Any opposition? I see none. The title is carried.

Shall the bill carry? Any comments? Any questions? None. All in favour, please raise your hand. Any opposition? None. The bill is carried.

Shall I report the bill to the House? Any questions? Any comments? I see none. All in favour, please raise your hand. Any opposed? I see none. I shall report the bill to the House.

COMMITTEE BUSINESS

The Chair (Mr. Aris Babikian): Now we have an issue we need to address. We have an issue related to the business of the committee. I would like to ask the committee members if we should continue allowing meetings, or witnesses to make their deputations, virtually by Zoom.

Interjection.

The Chair (Mr. Aris Babikian): Just one second, MPP Miller.

Mr. Ferri, thank you very much for your presentation. You are free to go. The Clerk will contact you to fill you in with the details, the rest of the process.

Mr. Andrew Ferri: Thank you.

The Chair (Mr. Aris Babikian): Okay, MPP Miller, please go ahead. My apologies for interrupting you.

Mr. Norman Miller: No problem, Chair. May I suggest that it be at the discretion of the Clerk as to how the committee conducts its business, whether it wants to continue using video etc.?

The Chair (Mr. Aris Babikian): Any comments, any questions about MPP Miller's suggestion? I see none. So we are okay, in that case? I am under the impression that we're okay to leave it to the Clerk to make the decision, how the witnesses should make their depositions to this committee, either personally or by virtual Zoom meeting. Am I correct? MPP Hardeman.

Mr. Ernie Hardeman: I have a question. I think the process to allow this was done by an order of the House. I'm not sure that we can take that order and turn it over to the administration to make that decision, because I think we need consistency in all the committees. I don't think we can have one committee deciding that the Clerk is going to decide, and the next one is going to say we can't do it anymore. How do we deal with that?

The Chair (Mr. Aris Babikian): MPP Gates.

Mr. Wayne Gates: I know that on the other committees that I've sat on, we've allowed it to happen. The reality is we're not sure, but we may be heading into another wave and some people might not feel comfortable coming here. I think that's fair and reasonable. I don't think any of us would want to jeopardize anybody's health and safety. I think we should allow them to come. I'd prefer to have them here. It's a lot nicer; it's easier to question. But with what's going on out there right now, I think it's fair and reasonable to say that people can still do it by Zoom. I think that's what our committee decided as well.

The Chair (Mr. Aris Babikian): Thank you, MPP Gates. Any other comments or questions? MPP Oosterhoff.

Mr. Sam Oosterhoff: As was discussed, I think it's a reasonable move from the member for Parry Sound-Muskoka.

The Chair (Mr. Aris Babikian): So is it fair to conclude what MPP Miller suggested, to leave it to the Clerk to make that decision for the witnesses to participate either in-person or virtually by Zoom or other means? So I see all of us are in agreement? Okay, so that's what we're going to do. I will coordinate with the Clerk on the future depositions of the witnesses.

Having no other issues or business on the agenda, I conclude this meeting. Thank you very much, all of you.

The committee adjourned at 0939.

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