

# Summary of Contents

## Volume 1

Chapter 1.	Judicial Remedies
Appendix 1A.	Jurisdiction of Courts – Relevant Legislation
Appendix 1B.	Contingency Fees in Canada – Relevant Legislation & Guidelines
Appendix 1C.	Precedents
Chapter 2.	Arbitration and Mediation
Appendix 2A.	Arbitration Legislation
Appendix 2B.	Cross Canada Survey of Arbitration Legislation
Chapter 3.	Insolvency
Appendix 3A.	Canadian Bankruptcy and Insolvency Legislation
Appendix 3B.	Cross-Border Insolvency Guidance
Chapter 4.	Taxation Issues
Appendix 4A.	Canadian Tax Legislation
Chapter 5.	Banking Relationships
Appendix 5A.	International Chamber of Commerce – Letters of Credit International
Appendix 5B.	United States-Mexico-Canada Agreement (USMCA) – Banking
Chapter 6.	Personal Property Secured Lending (Cross Border)
Appendix 6A.	Secured Lending Transaction Checklist (Cross Border)
Appendix 6B.	Personal Property Registration Canadian Legislation
Appendix 6C.	Cross Border Security Agreement

Chapter 7.	Equipment Leasing
Appendix 7A.	Assignment of Leases
Appendix 7B.	Master Lease Agreement with Schedule Form
Appendix 7C.	Uniform Commercial Code
Chapter 8.	Securitizations and Income Trusts for Securitization
Appendix 8A.	Trust Based Securitization Structure
Appendix 8B.	Limited Partnership Based Securitization
Appendix 8C.	Cross-Border Income Trust Structure
Appendix 8D.	Due Diligence and Documentation Checklist: Securitization
Appendix 8E.	True Sale Opinion for Securitization
Chapter 9.	Selected Regulatory Compliance Issues in Commercial Transactions
Appendix 9A.	Legislation Addressing Regulatory Compliance Issues in Commercial Transactions – Canada
Appendix 9B.	United States-Mexico-Canada Agreement (USMCA)
Appendix 9C.	Information & Guidance Documents for Key Issues
Chapter 10.	Intellectual Property
Appendix 10A.	Copyright Registration Forms & Informational Documents (Canada & United States)
Appendix 10B.	United States-Mexico-Canada Agreement – IP sections
Appendix 10C.	Trademarks Act—Table of Concordance (Canada)
Chapter 11.	E-Commerce
Appendix 11A.	United States-Mexico-Canada Agreement (USMCA)
Appendix 11B.	Table of Concordance—Electronic Commerce Statutes

## SUMMARY OF CONTENTS

Chapter 12.	Introduction to Digital Assets and Blockchain Technology
Chapter 12A.	Securities Law Treatment of Digital Assets
Chapter 12B.	Intellectual Property and the Metaverse
Chapter 12C.	Blockchain Applications in Banking and Commerce
Chapter 12D.	When Things Go Wrong – A Guide to the Restructuring and Insolvency of Crypto Asset Service Providers
Chapter 12E.	Ronak Shah, Courtney Wong and Tushar Sharma
Chapter 13.	Corporations and Shareholder Rights
Appendix 13A.1.	Business Corporations Act—Table of Concordance (Rev. 6-May 18, 2024)
Appendix 13A.2.	Business Corporations Statutes (Canada & United States)
Chapter 14.	Employment
Appendix 14A.	United States-Mexico-Canada Agreement

## Volume 2

Chapter 15.	Securities Law
Appendix 15A.	Definitions of “Security” (Ontario and U.S.)
Appendix 15B.	Definitions of “Trade” and “Distribution” (ONTARIO)
Appendix 15C.	Prospectus and Registration Statement Provisions (Ontario and U.S.)
Appendix 15D.	Foreign Issuer Definitions (Canada and U.S.)
Appendix 15E.	Definitions of “Accredited Investor” (Canada and U.S.)
Appendix 15F.	Comparison of Certain Private Placement Exemptions
Appendix 15G.	Restricted Securities Legend (U.S.)

Appendix 15H.	Certain Continuous Disclosure Filings (Canada and U.S.)
Appendix 15I.	Corporate Governance Initiatives (Canada and U.S.)
Chapter 16.	Commercial Leasing of Real Property in Canada
Chapter 17.	Mergers and Acquisitions
Chapter 18.	Foreign Investment Review under the Investment Canada Act
Chapter 19.	Competition Law
Appendix 19A.	Sentencing and Resolutions Table—Offences Under the Competition Act
Appendix 19B.	Canada-U.S. Merger Working Group—Best Practices on Cooperation in Merger Investigations—Best Practices on Cooperation in Merger Investigations
Appendix 19C.	Bilateral Competition Agreements
Appendix 19D.	United States-Mexico-Canada Agreement (USMCA)
Chapter 20.	Syndicated Loans: The Standard Format Documentation
Appendix 20A.	Loan Syndications and Trading Associations & Canadian Bankers Association
Chapter 21.	Legal Ethics in Canada/U.S. Cross-Border Finance
Chapter 22.	Partnerships in Commercial Practice—General, Limited and Limited Liability
Appendix 22A.	Partnership Agreement Materials
Appendix 22B.	Partnerships Acts (Canada & United States)
Appendix 22C.	Limited Partnerships Legislation (Canada & United States)
Appendix 22D.	Limited Liability Partnerships Legislation (Canada & United States)

## SUMMARY OF CONTENTS

Chapter 23.	ULC's (Canada – Unlimited Liability Company) and LLC's (United States – Limited Liability Company) The Tax Hybrids for Cross Border Investment
Appendix 23A.	ULC Articles (sample – British Columbia)
Appendix 23B.	ULC Incorporation Agreement (sample – British Columbia)
Appendix 23C.	LLC Formation Questionnaire
Appendix 23D.	LLC Single Member Operating Agreement (sample)
Appendix 23E.	LLC Multi-Member Operating Agreement (sample – New York)
Chapter 24.	Joint Venture, Co-Tenancy and Co-Ownership
Appendix 24A.	Common Contract terms – Co-Tenancy / Co-Ownership / Joint Venture
Appendix 24B.	Sample – Canada
Appendix 24C.	Sample (Simple Form – United States)
Chapter 25.	Trusts as a Business Entity
Chapter 26.	Taxation and Structures – Flow Through Entities Partnerships and LLC's
Chapter 27.	Offering of Investment Interests in Limited Partnership, LLC and Trusts - Private Issues and Securities Law

## Table of Cases

## Index