

Index

ACKNOWLEDGMENT

- Account, of
 - creditor, by, **1:7**
 - debtor, by, **1:8**
- Agreement
 - receipt of copy, **4:47**
 - terms and entirety of, **4:46**
- Arrears of rent, **1:11**
- Certificate of
 - Alberta, **1:17**
 - Saskatchewan, **1:18**
- Charitable gift
 - advantage, of, **31:24**
 - value, of, **31:25**
- Consent to disposition, and, Manitoba
 - attached to instrument, **1:20**
 - contained in instrument, **1:19**
- Continued indebtedness, **1:4**
- Debt
 - composition, **1:6**
 - general form, **1:2**
 - I.O.U., **1:3**
 - notice of, receipt of, **1:14**
 - statute barred, **1:5**
- Dower rights, certificate of acknowledgment, Alberta, **1:17**
- Guarantees
 - amalgamation, on, **32:20**
 - loan amount, increase in, **32:19**
- Homestead rights
 - Manitoba
 - consent to change of homestead, **1:21**
 - consent to disposition, and acknowledgment, **1:19; 1:20**
 - power of attorney, **1:23**
 - release of, **1:22**
 - Saskatchewan, certificate of acknowledgment, **1:18**
- Mortgage
 - amount owing, **1:9**
 - arrears, **1:10**

ACKNOWLEDGMENT—Cont'd

- Order, of
 - See INTERNATIONAL TRANSACTIONS
- Order by seller, **40:5**
- Permissive use of right of way, **1:12**
- Personal property security, Ontario, **1:16**
- Possessory title, **1:13**
- Power of attorney, by spouse, Manitoba, **1:23**
- Receipt of copy, **4:47**
- Receipt of merchandise for personal use, **27:62**
- Receipt of property, **27:61**
- Rights reversion, of, **12:11**
- Terms and entirety, **4:46**
- Trustee of shares, by, **1:15**

ADVERTISING

- Agency, agreement with advertisers
 - long form, **2:2**
 - short form, **2:1**
- Airports, general advertising agreement, **2:19**
- Bankruptcy, sale by tender, **16:92**
- Billboards
 - grant of licence and easement, **2:8**
 - space on, **2:17**
- Bill posting, agreement with agent or bill poster, **2:12**
- Booth at fair or exhibition, lease of space for, **41:3**
- Buildings, on
 - See signs on building, *infra*
- Bus advertising
 - See transit advertising, *infra*
- Contest rules
 - Quebec compliant, **2:33**
 - short form, **2:32**
- Declaration and release
 - contest, **2:34; 2:35**
 - travel companion, **2:36; 2:37**
- Digital display advertising, **2:21**
- Direct mail agreement, **2:28**
 - terms and conditions, **2:29**
- Endorsement agreement
 - athlete, **10:31; 10:32**
 - autographed items, **10:35**
 - corporation of, **10:33**
 - morals clauses, **10:36-10:39**
 - licence agreement, and, **10:34**

ADVERTISING—Cont'd

- Endorsement agreement—Cont'd
 - personal services, **2:30**
- Illuminated signs
 - rental agreement, **2:14**
 - rental renewal agreement, **2:15**
- Newspaper, classified advertising agreement, **2:3; 2:4; 2:6; 2:7**
- Outdoor, general agreement for, **2:18**
- Personal services agreement, **2:30**
- Publisher, agreement with agency for space, **2:5**
- Radio station, **2:22**
 - conditions, **2:25**
- Release
 - contest declaration, and
 - adult, **2:34**
 - minor, on behalf of, **2:35**
 - general appearance, **2:38**
 - travel companion, declaration and
 - adult, **2:36**
 - minor, on behalf of, **2:37**
- Rights, Internet, **23:571**
- Sale of goods, restrictions on advertising, **54:19**
- Sign rental, **2:13**
- Signs on building
 - exclusive right, **2:10**
 - general agreement, **2:9**
 - roof, on, **2:11**
- Sponsor, exclusive agreement, **10:27**
- Subway
 - See transit advertising, *infra*
- Talent booking agreement, **2:31**
- Television
 - conditions governing, **2:25**
 - general agreement, **2:24**
 - network broadcast agreement, **2:23**
- Transit advertising, **2:20**
- Web
 - advertising agreement, **2:26**
 - link advertising agreement, **2:27**

AFFIDAVIT

- Bankruptcy proceedings
 - See BANKRUPTCY AND INSOLVENCY
- Bills of sale
 - See BILLS OF SALE

AFFIDAVIT—Cont'd

- Conditional sales
 - See **CONDITIONAL SALES AGREEMENTS**
- Execution, of, **4:72**
- General form
 - one person, **3:1**
 - several persons, **3:2**
- Patent assignments
 - See **PATENTS**
- Trademarks
 - See **TRADEMARKS**

AFFIRMATION

- General form, **3:29**

AGENCY AGREEMENTS

- Advertisers, **2:1; 2:2**
- Custom brokers, **20:2**
- Films, soliciting offers for licensing, **57:57**
- Hockey player and agent, **10:9**
- International transactions
 - See **INTERNATIONAL TRANSACTIONS**
- Management of property
 - See **MANAGEMENT AGREEMENTS**
- Manufacturing
 - broker and seller, between, **40:16**
 - seller and distributor, between, **40:17**
 - supply of products, **40:14; 40:15**
- Patents
 - See **PATENTS**
- Publishing agreement with author, **12:82**
 - exclusive literary agency, **12:82**
 - multiple works, **12:85**
 - single work, **12:85**
- Real estate brokers
 - co-operation and representation, confirmation of, **20:5**
 - employment of salesperson, **20:3**
 - independent contractor, **20:4**
 - statement of disclosure
 - buyer, as, **20:7**
 - seller, as, **20:6**
- Sale of goods, films, **57:57; 57:58**
- Sports, **10:7**
 - letter agreement, **10:8**

AGREEMENTS

See also under particular type of agreement

Acceleration clause on default of payment, **4:22**

Accounting terms, **4:54**

Acknowledgment

receipt of copy, **4:47**

terms and, entirety of agreement, **4:46**

Age of majority

ratification on reaching, notice of, **4:83**

repudiation of attaining, notice of, **4:82**

Amendments, provision for, **4:34**

Arbitration clause

see also ARBITRATION

general form, **4:23**

Assurances, further, execute documents as required, **4:36**

Attestation clauses

See ATTESTATION CLAUSES

Cancellation, notice of, **4:80**

Capitalized terms, **4:55**

Commencement, **4:13**

Composite signature agreement, **4:11**

Condition precedent, **4:16**

waiver of, **4:81**

Consideration, **4:14**

Correction of existing agreement, subsequent agreement for, **4:17**

Cost of preparation, **4:27**

Costs and legal expenses, **4:26**

Counterpart, **4:48; 4:49**

Currency, **4:53**

Damages, effect of, **4:24**

Definitions, **4:47**

Duration, option to extend time, **4:31**

Effective date of execution, **4:31**

Electronic means, counterparts, **4:49**

Entirety clause, **4:35**

Further assurances, agreement to execute as necessary, **4:36**

Gender, **4:39**

General forms

corporations, **4:5**

individuals, **4:3; 4:4**

Headings, **4:37**

Heirs, successors and assigns, **4:44**

Inclusion of other agreement by reference, **4:7**

AGREEMENTS—Cont'd

Interpretation

- custom or usage excluded, **4:41**
- descriptive headings excluded, **4:37**

Joint and several obligations, 4:30

Language requirement, English, 4:42; 4:43

Law governing, 4:40

Legal advice, independent, 4:45

see also **CERTIFICATE**

Legislation reference, 4:56

Limitation of action, 4:25

Non-assignability of agreement, 4:28

Non-merger, 4:50

Non-performance, 4:20

Notice, how affected, 4:32

Novation

- substituting party, **4:6**
- substituting terms, **4:7; 4:8**

Number, 4:39

Party surviving agreement, obligations of, 4:29

Performance

- general, **4:18**
- limited time for, **4:31**
- non-performance, **4:20**
- obligations of other parties, **4:19**

Prior agreement, reference to, 4:33

Recitals, 4:15

Remedies for default, 4:21

Renewal agreement, 4:10

Rescission, notice of, 4:79

Schedules, 4:52

Severance of invalid provisions, 4:38

Signature lines, 4:76

Standard, 4:31

Substitution agreement, 4:6-4:8

Title, 4:12

Waiver/non-performance, 4:20

AGRICULTURE

Assignments

- crops, **9:32; 9:33**
- farm stock and equipment, **9:31**
- produce, **9:33**
- seed grain, **9:33**

Auctions, purebred livestock, conditions of sale, 11:3

AGRICULTURE—Cont'd

- Bailment, **5:1**
- Breeding association membership, application, **5:11**
- Breeding services report, **5:13**
- Cattle agreement between feedlot operator and contractor, **5:2**
- Egg production, **5:7**
- Feedlot
 - employer and employee agreement, **5:4**
 - rancher agreement for shared ownership, **5:15**
 - receipt and conditions, **5:3**
 - share purchase agreement, **5:14**
- Fee-type layer agreement, **5:6**
- Financing
 - comprehensive farm business agreement, **5:29**
 - feed, **5:28**
- Grazing agreement, **5:5**
- Grower's agreements with food processors
 - fresh fruit, **5:17**
 - grapes for wine, **5:18**
 - vegetables, **5:20; 5:21**
- Growing crops, sale of, **5:16**
- Hatchery producer agreement, **5:10**
- Hay, sale between vendor and feedlot, **5:19**
- Leases
 - cash rental, **5:24**
 - crop share rental, **5:25**
 - share rental of livestock or complete farm, **5:26**
- Liquid nitrogen agreement, **5:12**
- Poultry feeding agreement, **5:8; 5:9**
- Purebred breeding services, **5:13**
- Share cropping agreement, **5:22**
- Specialty crop farm and implements, sale of, **5:23**

AIRCRAFT

See AVIATION

APPRENTICESHIP

- Accommodation, self-identification for clients requiring, Manitoba, **6:6**
- Application
 - agreement and, Manitoba, **6:5**
 - agreement and, PEI, **6:25**
 - agreement and, Yukon, **6:26**
 - certificate of qualification/certificate of qualification (without written exam)
 - or provincial CQ/DA for IP, New Brunswick, **6:11**
 - contract, NWT, **6:17**

APPRENTICESHIP—Cont'd

Application—Cont'd

designated trainer

BC, **6:2**

NWT, **6:18**

exam, **6:4**

certification eligibility, NL, **6:15.70**

level placement, BC, **6:4.30**

request, BC, **6:4.50**

in-province, NL, **6:13**

new or reinstatement, NWT, **6:19.50**

out-of-province, NL, **6:14**

ratio adjustment for hiring additional apprentices, for, Manitoba
generally, **6:8**

amendment for, Manitoba, **6:9**

training, Ontario, **6:21**

training delivery agent, Ontario, **6:20**

Bond, **18:70**

Certification, pathways to, **6:12**

Change of employer

in-province, MOU, NL, **6:15**

out-of-province, LOU, NL, **6:15.30**

Client credentials, disclosure of, Manitoba, **6:7**

Entrance exam request, NWT, **6:16**

Personal records, copy of, Manitoba, **6:10**

Practical assessment result, BC, **6:4.70**

Prior learning assessment recognition, NWT, **6:19**

Registration

youth apprentice and sponsor, BC, **6:3**

Sponsor, Ontario, **6:23**

Training, Ontario, **6:22**

Youth apprenticeship, Ontario, **6:24**

ARBITRATION

See also **MEDIATION**

Accountant, employment of, **7:23**

Accounts, investigation of, **7:29**

Action

covenant not to bring, **7:37**

submission not to act as discontinuance of, **7:35**

Agreement for submission by deed, **7:13**

action commenced, **7:12**

Appointment to proceed, **7:79**

peremptory, **7:80**

ARBITRATION—Cont'd

Arbitral tribunal

- charges, **7:36**
- ex parte proceedings by, **7:17**
- extension of time, **7:84**
- parties to assist, **7:31**
- revocation of authority, **7:82**

Arbitrations Act

- exclusion of operation of, **7:14**
- submission under, **7:11**

Arbitrator

- act alone, notice to, **7:68**
- appointment of
 - both parties, by, **7:53**
 - concur, notice to, **7:63**
 - new arbitrators, **7:48**
 - new umpire or third arbitrator, **7:59; 7:60**
 - notice, **7:62; 7:67**
 - one party, by, **7:54**
 - partnership agreement, pursuant to, **7:56**
 - substitute, **7:66**
 - third arbitrator, **7:55; 7:59; 7:60**
 - umpire, **7:58-7:60**
- appointment to proceed, **7:79**
- death of, **7:10**
- default of one arbitrator, **7:46**
- demand for documents, **7:81**
- disagreement between arbitrators, notice of, **7:76**
- disinterested, arbitrators to be, **7:45**
- ex parte proceedings by, **7:17**
- failure to appoint, **7:47; 7:68**
- impartial, arbitrators to be, **7:45**
- partial disagreement, **7:77**
- request to concur in appointment of, **7:64**
- revocation of authority, **7:82**
 - notice of, **7:74**
- single arbitrator, submission to, **7:2-7:4**
 - partnership dispute, **7:8**
- substitute, notice to appoint, **7:66**
- three arbitrators, submission to, **7:6; 7:7**
 - appointment of third, **7:55; 7:67**
 - partnership dispute, **7:9**
- two arbitrators, submission to, **7:5**

ARBITRATION—Cont'd

Award

- abide, parties agree to, **7:40**
- appeal of, **7:33**
- conveyance of property, **7:99**
- costs of, **7:104**
- delivery of documents, **7:95**
- disallowance of claims in, **7:93**
- discontinuance of actions, **7:96; 7:97**
- money settlement, in, **7:92**
- mutual releases, **7:102**
- no claim by one party against other, **7:95**
- partnership debt, **7:100**
- partnership dissolution, **7:103**
- recitals in, **7:88-7:91**
- reference back of, **7:32**
- release by one party after payment, **7:98**
- retiring partner, indemnity of, **7:101**
- single arbitrator, by, **7:86**
- three arbitrators, by, **7:87**
- umpire, by, **7:30**

Building contract, dispute resolution clause, **21:7**

Clause, general form, **4:24**

Confidentiality, **7:39**

Costs, motion for, **7:105**

Costs of

- arbitral tribunal, **7:36**
- arbitration, **7:34**

Counsel, employment, of, **7:24**

Court order, submission and award to be made, **7:25**

Covenants

- not to bring action, **7:37**
- not to commence legal proceedings, **7:38**
- to abide by award, **7:40**

Death of party, **7:50; 7:51**

Demand for documents, **7:81**

Disability, effect of, **7:51**

Documents

- inspection of, **7:21**
- production of, **7:20**

Evidence

- rules of, **7:27**
- usage by umpire, **7:28**

Examination of witnesses, **7:18**

ARBITRATION—Cont'd

Exclusions

- Arbitration Act, operation of, **7:14**

- provisions deemed to be included in submission, operation of, **7:16**

- Execution of releases and other documents, **7:43**

- Ex parte, proceedings by arbitrator or arbitral tribunal, **7:17**

- Extension of time for award

- arbitrators or arbitral tribunal, by, **7:84**

- clause, **7:49**

- parties, by, **7:83**

- recital, **7:91**

- Hearing, notice of, **7:70**

- telephone call, by, **7:71**

- Inspection of documents, **7:21**

- Legal proceedings, covenant not to commence, **7:38**

- Maps and plans, **7:22**

- Matters to be referred, generally, **7:42**

- Mediation

- See MEDIATION

- Notice

- appointment of arbitrator or umpire, **7:62; 7:67**

- appoint substitute, to, **7:66**

- arbitrator to act alone upon failure to appoint, to, **7:68**

- arbitrator to other arbitrator, to proceed, **7:69**

- award completed, **7:78**

- concur, to, **7:63**

- request to before proceeding to appoint other, **7:64**

- disagreement by arbitrators, **7:75-7:77**

- generally, **7:62-7:78**

- hearing, of, **7:70**

- pre-hearing conference, **7:72**

- conference call, by, **7:73**

- telephone, call, by, **7:71**

- proceed with submission, to, **7:65**

- revocation of authority, **7:74**

- Partnership

- appointment of arbitrator, **7:56; 45:33**

- debts, **7:100**

- dissolution, **7:103**

- retirement of partner, **7:101**

- submission to

- one arbitrator, **7:8**

- three arbitrators, **7:9**

- Penalty of, breach of agreement for, **7:41**

ARBITRATION—Cont'd

- Peremptory appointment to proceed, **7:80**
- Power of attorney, power to submit to, **47:100**
- Pre-hearing conference, notice of, **7:72**
 - telephone, conference call, by, **7:73**
- Recitals in awards
 - extension of time, **7:91**
 - special provisions, **7:90**
 - submission by agreement, **7:88**
 - submission by court order, **7:89**
- Revocation of authority
 - form of, **7:82**
 - notice of, **7:74**
- Special provisions, recitals of, **7:90**
- Statute barred accounts, **7:29**
- Submission
 - action commenced, when, **7:12**
 - Arbitrations Act, under, **7:11**
 - condition precedent, as, **7:44**
 - court order, by, **7:89**
 - covenants
 - accept award, to, **7:40**
 - not to bring action, **7:37; 7:38**
 - death, effect of, **7:50; 7:51**
 - deed, by, **7:13; 7:88**
 - recital, **7:88**
 - disability, effect of, **7:51**
 - documents
 - inspection of, **7:21**
 - maps and plans, **7:22**
 - production of, **7:20**
 - employment
 - accountant, of, **7:23**
 - counsel, of, **7:24**
 - examination of witnesses, **7:18**
 - excluding operation of, **7:14-7:16**
 - exclusion of clauses deemed to be included, **7:15; 7:16**
 - matters referred generally, **7:42**
 - order of court, as, **7:25; 7:26**
 - partnership, by, **7:8; 7:9**
 - penalty on breach, **7:41**
 - releases, execution of, **7:43**
 - single arbitrator, to, **7:2-7:4**
 - in place of one who has died, **7:10**

ARBITRATION—Cont'd

Submission—Cont'd

three arbitrators, to, **7:6; 7:7**two arbitrators, to, **7:5**

Umpire

appointment by arbitrators, **7:58**award by, **7:30**evidence taken by arbitral tribunal, may act on, **7:28**partial disagreement of arbitrators, notice to, **7:77**total disagreement of arbitrators, notice to, **7:76****ARCHITECT**Standard building agreement, **21:26; 21:27****ARRANGEMENTS WITH CREDITORS**Agreement including moratorium, **8:5**Application, Companies' Creditors Arrangement Act, **16:95**Composition agreement, **8:2; 8:3**

Debtor company information summary

commencement of proceedings, **16:100**following order discharging monitor, **16:101**Debtor company notice disclaiming agreement, **16:102**Extension agreement, **8:4**Forbearance agreement, **8:6**

Orders

authorization to file plan, **16:96**

foreign main proceeding

initial recognition, **16:103**supplemental, **16:104**initial Companies' Creditors Arrangement Act order, **16:98**amended and restated, **16:98.50**information pertaining to, **16:99**sanction of plan, **16:97****ART**Artwork licence agreement, **58:11****ASSIGNMENT**Agreement, rights to, **9:21**Annuity, **9:22**in a will, **9:19**Assets, **9:7**business, of, **9:28**Assignee, power to sue, **9:39**Assignee to debtor, notice to, **9:65; 9:66**

ASSIGNMENT—Cont'd

Assignment

- consent required, **9:42**
- notice required, **9:43**
- one party permitted, by, **9:40**
- whole, of, **9:41**

Bank Act loans

See **BANKING**

Bankruptcy, into

See **BANKRUPTCY AND INSOLVENCY**

Bonds, of

- covenants by assignor, **18:147**
- endorsement, by, **18:148**
- notice of, **18:149**

Composer, by, **12:22**

Contingent owner, appointment of, **9:62**

Contract, **9:3**

- notice of assignment of, **9:63**

Copyright, of, **12:19; 25:23; 34:2; 34:3; 54:64**

Covenant by assignee

- against damages, **9:35**
- without recourse, special clause, **9:36**

Covenant by assignor, **9:34**

- further documents, to execute, **9:44**

Creditor to debtor, **9:64**

Crops, **9:32; 9:33**

Debtor, notice by assignee to, **9:65; 9:66**

Debts, absolute assignment of

- book debts, warranty of indebtedness included, **9:50**
- general form, **9:45; 9:46**
- specific debt, **9:47-9:49**

Farm stock and equipment, **9:31**

Fire insurance policy

- claim for loss of, **9:10**
- consent of company to, **9:9**
- endorsement by, **9:8**

Further documents, covenant by assignor to execute, **9:44**

General form, **9:2**

Good will of business, **9:28**

Household effects, **9:23**

Instrument

- endorsement, by, **9:4; 9:5**
- power of attorney, with, **9:6**

ASSIGNMENT—Cont'd

Insurance policies

See fire insurance policy, *supra*; life insurance policy, *infra*

Intellectual property, of, **12:19**

Interest in estate, assignment of

deceased person, **9:18**

person still living, **9:17**

Inventions, **27:40**Jewellery, **9:24**

Judgment

general form, **9:51**

notice to debtor of assignment, **9:68; 9:69**

notice to sheriff of assignment, **9:70**

Lease, of, gas, British Columbia, **44:11**Life insurance policy, **9:27**

absolute assignment of, **9:54; 9:55**

acknowledgment of execution, **9:57**

beneficiary

appointment of, **9:60**

change of, **9:58; 9:59**

irrevocable appointment, **9:61**

ratification by, **9:55**

declaration of execution, of, **9:56**

endorsement, by, **9:52**

reassignment on repayment of amount due, **9:53**

Life interest in personal property, **9:25**Oil and gas, contract rights, of, **44:14**Partnership debts and securities, **9:29**

Patent, of

whole interest, **34:26**

whole interest, prior to issue of patent, **34:27**

Personal property

life interest in, **9:25**

reversionary interest, in, **9:26**

Personal property security

See PERSONAL PROPERTY SECURITY

Produce, crops and seed grain, **9:33**

Rent

lessor, by, **9:14; 9:15**

on sale of property, by lessor, **9:16**

Royalties, **9:12**Security against loan and advances, **9:37**Security of endorser of promissory note, **9:38**Seed grain, **9:33**

ASSIGNMENT—Cont'd

- Stock in trade, **9:30**
- Trademark, of, **54:63**
- Wages
 - notice to employer, **9:67**
 - specified date, to, **9:13**

ATHLETICS

- Agents, agreements with
 - hockey player, **10:9**
 - standard, **10:7**
 - letter form, **10:8**
- Autographed items, letter agreement for, **10:35**
- Baseball coach or manager, amateur, certificate for, **10:18**
- Baseball player, amateur
 - certificate, **10:19**
 - release, **10:20**
- Baseball player, professional, contract for, **10:2**
- Basketball
 - general manager contract, **10:11**
 - player contract, **10:3**
- Boxer and
 - manager, articles of agreement (Ontario), **10:15**
 - promoter, articles of agreement (Ontario), **10:16**
- Coaching agreement, **10:10**
- Confidential information agreement, **10:12**
- Constitution of sports association, **10:40**
- Contest, agreement to hold, **10:23**
- Disclaimer, back of event ticket, **10:43**
- Endorsement agreement, **10:31; 10:32**
 - athlete's corporation, with, **10:33**
 - licence agreement, and, **10:34**
 - morals clauses
 - athlete-friendly, **10:37**
 - company-friendly, **10:38**
 - even-handed, **10:39**
 - reciprocal, **10:36**
- Football player, professional contract
 - Canadian Football League, **10:5**
 - National Football League, **10:6**
- General manager contract, **10:11**
- Golf club and professional golfer, agreement for, **10:13; 10:14**
- Golf tour sponsor, professional, agreement for, **10:28**
- Hockey player contract, **10:4**
- Licence agreement, **10:26**

ATHLETICS—Cont'd

- Membership, certificate of, **10:42**
- National sport organization, athlete agreement with, **10:1**
- Prevention policy, harassment and abuse (youth or minor league), **10:44**
- Release
 - indemnification for athletic instruction, and, **10:30**
 - sporting event, for, **10:29**
- Salary guarantee, **10:21**
- Signing bonus, **10:22**
- Ski school director, contract with ski resort, **10:17**
- Sports association, constitution of, **10:40**
- Stadium, lease for athletic event, **10:24**
- Team coaching agreement, **10:10**
- Undertaking and confirmation, purchase of team, **10:41**
- Venue agreement, **10:25**

ATTESTATION CLAUSES

- Affidavit of execution, **4:77**
- Agent of corporation, by, **4:62**
- Alternatives or erasures made in instrument, **4:74**
- Attorney, by, **4:64**
- Blind person, by, **4:71**
- Committee of mental incompetent, by, **4:67**
- Corporation, by, **4:59**
- Deaf mute, by, **4:72**
- Escrow, delivery in, **4:75**
- Illiterate person, by, **4:68**
- Individual, by, **4:57**
 - corporation, and, **4:60**
 - for themselves and as attorney, **4:65**
- Language, person unable to understand English, by, **4:73**
- Mark, person signing by
 - non-witness reading instrument to signor, **4:70**
 - witness reading instrument to signor, **4:69**
- Mental incompetent, committee of, by, **4:67**
- Partnership, by, **4:66**
- Signature lines, **4:76**
- Statutory declaration of attestation, **4:78**
- Two corporations, by, **4:61**
- Two individuals, by, **4:58**
- Unincorporated association, **4:63**

AUCTIONS

- Condition of sale
 - purebred livestock, **11:3**

AUCTIONS—Cont'd

Condition of sale—Cont'd

standard, **11:2**

Consignment agreement, **11:1**

AUTHOR AND PUBLISHER

See PUBLISHING AGREEMENTS

AUTOMOBILES

See also ROAD TRANSPORTATION

Expenses, **27:55**

Provision of, **27:52**

Rental of, **53:11**

AVIATION

Bill of sale, **13:5**

Conditional sale contract, **13:6**

Ground lease for construction

building for commercial purpose, and use of, **13:9**

hangar, and use of, **13:8**

Lease of aircraft, **13:2**

schedule, **13:3**

Rider, **13:2**

BAILIFFS

Chattel mortgage and lien notes indemnification, warrant under, **14:2**

Inventory of goods seized, **14:7**

Lien note, warrant under, **14:6**

Notice of distress, distraintment of goods and chattels, **14:1**

Warrants

chattel mortgages and lien note, under, **14:2**

distraintment for rent with indemnification, **14:3; 14:4**

distraintment for taxes, **14:5**

lien note, under, **14:6**

BAILMENT

Animals, **5:1**

Default of bailor, **15:10**

Goods, bailee not to use, **15:7**

Insurance coverage by bailee, **15:5**

Non-liability of bailee, **15:6**

Repair and Storage Lien Act (Ontario)

bond, financial guarantee, **15:27**

certificate

final, **15:22**

initial, **15:20**

application for, **15:19**

BAILMENT—Cont'd

Repair and Storage Lien Act (Ontario)—Cont'd

direction to seize, **15:18**

further claim, waiver of, **15:26**

objection, notice of, **15:21**

receipt for article seized, **15:24; 15:25**

writ of seizure, **15:23**

Return of

goods, **15:9**

property, **15:8**

Standard of care, bailee, **15:4**

Storage

bailee and bailor, agreement between, **15:2**

location, **15:3**

Termination of agreement, **15:11**

Warehouse receipts

general, **15:13-15:15**

general merchandise and refrigerated storage, **15:17**

refrigerated storage, for, **15:16; 15:17**

BANKING

Bank Act loans

application for credit, promise to give security, **55:58**

assignments, security on specified or classes of property, **55:59**

declaration of value, **55:61**

general agreement, **55:60**

notice of intention to give security, **55:56**

registration request for, **55:57**

promissory notes

casual advances, **55:63**

demand, **55:66**

instalments, repayable in, **55:65**

purchase of farm implements, **55:65; 55:66**

purchase of seed grain, seed potatoes, fertilizer, pesticides, **55:64**

Bills of exchange

See **BILLS OF EXCHANGE**

Cheque, **17:18**

notice of dishonour, **17:23**

Drafts

demand draft against letter of credit, **35:41**

drawn on issuing bank, **17:19**

drawn on other bank, **17:20**

sight draft, **35:48**

standard time draft, **35:40**

BANKING—Cont'd

- Letter of credit
 - agreement for
 - documentary, **35:42; 37:3**
 - amendment to, **35:51; 37:7**
 - standby, **35:47; 37:4**
 - application for, **37:2**
 - assignment of, **35:52**
 - partial, **35:53**
 - proceeds of, **35:54**
 - clean, **35:46**
 - confirmed advice of, **35:55**
 - demand draft against, **35:44**
 - forms of
 - documentary, **35:45; 37:5**
 - standby, **35:47; 37:6**
 - guarantee of, **35:60**
 - irrevocable, notice of, **35:50**
 - master agreement, **37:3**
 - preferred payment credit, **35:49**
 - transfer, advice of, **35:57**
 - partial, **35:57**
- Loans under s. 427
 - See Bank Act loans, *supra*
- Loan transactions
 - See LOANS
- Power of attorney
 - See POWERS OF ATTORNEY

BANKRUPTCY AND INSOLVENCY

- Administration of estate order
 - consolidating, **16:94**
 - converting to ordinary administration, **16:93**
- Advertisement, sale by tender, **16:92**
- Affidavits
 - application, withdrawal of, **16:13**
 - appointment of interim receiver, **16:15**
 - assignee of lease, application to approve, **16:54**
 - assignment on behalf of estate, leave to executors, **16:27**
 - fraudulent preference, motion to attack, **16:61**
 - solicitors, registration of bankruptcy order, **16:46**
 - solvency, of, **16:13**
 - truth of statements, of, **16:4**
 - verification of statements, of, **16:4**

BANKRUPTCY AND INSOLVENCY—Cont'd

- Application for order, **16:3**
 - affidavit of truth or verification of statements in, **16:4**
 - bankruptcy order, **16:7**
 - application for, **16:3**
 - solicitor's affidavit to register, **16:46**
 - bill of costs, applicant creditor, **16:10**
 - corporation, notice of official receiver's examination, **16:8**
 - dismissal of, **16:14**
 - examination, notice of, **16:9**
 - notice disputing, **16:5**
 - notice of hearing of, **16:2**
 - security for costs, order of, **16:6**
 - stay of proceedings, order, **16:11**
 - withdrawal of
 - affidavit of solvency on consent motion, **16:13**
 - order for leave to, **16:12**
- Arrangements with creditors
 - See ARRANGEMENTS WITH CREDITORS
- Assignment into bankruptcy
 - bankrupt, assignment of property to, **16:26**
 - corporation, **16:24**
 - executors, leave granted to file on estate's behalf, **16:28**
 - affidavit, **16:27**
 - limited company, minutes of director's meeting approving, **16:23**
 - natural person, **16:25**
 - property, assignment to bankrupt, **16:26**
- Bankruptcy order, **16:7**
 - application for, **16:3**
 - solicitor's affidavit to register, **16:46**
- Bill of costs
 - creditors, of, petitioning of, **16:10**
 - solicitors, of, on proposal, **16:38**
 - taxation of, notice of appointment for, **16:89**
- Borrowing
 - interim receiver, by, **16:18**
 - trustee, by, **16:86**
- Caution, **16:47**
 - withdrawal of, authority to notify, **16:48**
- Companies' Creditors Arrangement Act
 - See ARRANGEMENTS WITH CREDITORS
- Construction lien, order lifting stay of proceedings, **16:41**
- Contractor, of, **21:18**

BANKRUPTCY AND INSOLVENCY—Cont'd

Costs

See bill of costs, *supra*

Creditor

authorization to take proceedings, **16:65**

guarantee for costs, **16:88**

Discharge of bankrupt

absolute order following compliance with conditions, **16:85**

consent judgment, **16:84**

income and expenses statement, **16:82**

opposition, notice of, **16:81**

order of, **16:83**

Examination, notice of, **16:9**

Fraudulent preferences

notice of motion attacking, **16:60**

affidavit in support of, **16:61**

setting aside of, order, **16:64**

trial of issue

order directing

before judge, **16:63**

before registrar, **16:62**

setting aside preference, after, **16:64**

Guarantee

costs, creditor's guarantee, **16:88**

proposal, for, **16:32**

Insolvency, act of, definition, **23:566**

Interim receiver

appointment of, order

affidavit in support of, **16:15**

pending petition, **16:16**

secured creditor, on behalf of, **16:17**

borrowing by, order authorizing, **16:18**

certificate by way of revolving credit, **16:19**

Leases

assignment of

approval of assignee

affidavit in support of application, **16:54**

order, **16:55**

assignee's covenant, **16:51**

notice of, **16:52**

trustee in bankruptcy, by, **16:53**

disclaimer of, **16:56**

by tenant, **16:36**

election to retain leased premises, notice of, **16:50**

BANKRUPTCY AND INSOLVENCY—Cont'd

Leases—Cont'd

repudiation of, by tenant, **16:36**Mail, redirection of, **16:87**National receiver, order for, **16:20**annulling proposal, **16:35**

appointing interim receiver

on behalf of secured creditor, **16:17**pending application, **16:16**approval and vesting, **16:21**approving proposal, **16:37**fixing date for hearing, **16:33**authorizing creditor to take proceedings, **16:65**authorizing interim receiver to borrow, **16:18**authorizing trustee to borrow, **16:86**bankruptcy order, **16:7**application for, **16:3**notice of hearing, **16:2**solicitor's affidavit to register, **16:46**consolidating administration of estates, **16:94**converting estate from summary to ordinary administration, **16:93**declaring assignee of lease to be fit and proper, **16:55**declaring priority over security interest, **16:68**declaring security agreement to be preferential, **16:69**

directing trial of issue as to fraudulent preference

before judge, **16:63**before registrar, **16:62**disallowance of ordinary creditor's claim, allowing appeal of, **16:79**discharge, **16:83**absolute, following compliance with condition, **16:85**granting executor leave to file assignment, **16:28**leave to withdraw application, **16:12**lifting stay of proceedings, **16:40**Construction Lien Act (Ontario), under, **16:41**mortgage action, in, **16:42**

proposal

annulment of, **16:35**hearing date, **16:33**receivership and discharge, **16:22**security for costs, **16:6**setting aside fraudulent preference, **16:64**staying of proceedings, **16:11**Proof of claim, **16:72**demand for repossession of goods by supplier, **16:80**

BANKRUPTCY AND INSOLVENCY—Cont'd

Proof of claim, **16:72**—Cont'd

disallowance of by trustee

appeal from

notice of, **16:78**

order allowing, **16:79**

notice of, **16:75; 16:77**

notice requiring, **16:76**

property claims, notice by trustee to prove, **16:57**

proxy of creditor, **16:73**

security, notice by trustee requiring proof, **16:71**

specific property, **16:58**

notice by trustee to prove, **16:57**

notice of dispute to claim, **16:59**

voting letter, **16:74**

Proposals

annulment of, order for, **16:35**

bill of costs, debtor's solicitor, **16:38**

certificate of full performance, **16:39**

commercial, **16:31**

lease, notice of repudiation of, **16:36**

consumer, **16:29**

default in performance, notice of, **16:34**

guarantee for, **16:32**

notice of intention to make, **16:30**

order approving, **16:37**

order fixing date for hearing, **16:33**

Publisher, of, **12:80**

Real estate

application to register trustee under assignment as owner, **16:45**

caution, **16:47**

authority to notify of withdrawal of, **16:48**

disclaimer by trustee, **16:49**

partition and sale of lands, notice of motion for, **16:43**

solicitor's affidavit to register receiving order, **16:46**

statutory declaration by trustee as to sale of, **16:44**

Receiver

interim

See interim receiver, *supra*

national, order, **16:20**

notice of, **16:91**

solicitor's affidavit to register, **16:46**

Security

challenge of, notice of motion, **16:67**

BANKRUPTCY AND INSOLVENCY—Cont'd

Security—Cont'd

- enforce, notice of intention to, **16:90**
- estate, solicitor's opinion regarding, **16:66**
- notice of intention to enforce, **16:90**
- preferential, order declaring interest to be, **16:69**
- priority
 - motion to establish, **16:70**
 - order declaring priority over security interest, **16:68**
- trustee requiring filing of proof of, **16:71**

Trustee

- appeal from disallowance by, **16:78**
- application to register under assignment, **16:45**
- assignment of lease, by, **16:53**
- disclaimer by, **16:49**
- notice by
 - disallowance of claim, **16:75; 16:77**
 - filing of proof of claims, requiring, **16:76**
 - filing of proof of security, requiring, **16:71**
 - proving of claims, **16:57**
- statutory declaration, by, **16:44**

BILLS OF EXCHANGE

Acceptance

- banker's, **17:9**
- general form, **17:7**
- qualified, **17:8**

Endorsement

- corporate officer, **17:16**
- general form, **17:11**
- guaranteeing payment, **17:17**
- liability, limiting of, **17:14**
- restrictive, **17:13**
- special, **17:12**
- waiving holder's statutory duties, **17:15**

General form

- drawn without recourse, **17:5**
- payable after date, **17:4**
- payable at sight, **17:3**
- payable on demand, **17:2**

Guarantee of payment, **17:17**Non-payment, noting for, **17:27**

Notice of dishonour

- drawer of bill of exchange, to, **17:21**
- endorser of bill of exchange, to, **17:22**

BILLS OF EXCHANGE—Cont'd

- Power of attorney for
See POWERS OF ATTORNEY
- Protest, **17:25**
 - notice of, **17:26**

BILLS OF LADING

- See INTERNATIONAL TRANSACTIONS; RAILWAYS; ROAD
TRANSPORTATION; SHIPPING

BILLS OF SALE

- Aircraft purchase, **13:5**
- Purchase of business as going concern, for, **54:26**
- Purchase of specified goods, **54:25**

BONDS

- Assignment
 - covenants by assignor, **18:147**
 - endorsement, by, **18:148**
 - notice by assignee to obligor, debt assigned, **18:149**
- Bid bond
 - draft of, **18:85**
 - federal contract, **18:13**
- Collective agreement benefits bond, **18:133**
- Condominium new home warranty plan bond, **18:130**
- Excise, **18:21**
 - bonded carriers, **18:26**
 - malt vinegar and cereal foods, **18:27**
 - pharmacists, **18:23**
 - provincial liquor control boards, **18:24**
 - specially denatured alcohol permits, **18:25; 18:28**
 - tobacco or cigar manufacturers, **18:22**
- Executor's bond, **18:51**
 - foreign, **18:52**
- Federal forms
 - agricultural products, **18:16**
 - bid bond, **18:13**
 - contract, under
 - bid bond, **18:13**
 - labour and materials, payment for, **18:15**
 - performance bond, **18:14**
 - customs bond
 - blouses and shirts remissions order, **18:19**
 - general, **18:20**
- Excise Act, under
 - alcohol, specially denatured, **18:25**

BONDS—Cont'd

Federal forms—Cont'd

- Excise Act, under—Cont'd
 - bonded carriers, **18:26**
 - general, **18:21**

Fidelity bonds

- agent with surety, **18:142**
- employees
 - bank employee, **18:138**
 - generally, **18:135; 18:136**
- officer of corporation, by, **18:139; 18:140**
- public official, by, **18:141**
- schedule incorporated, with, **18:137**

Financial guarantee, **18:44**

General forms

- indemnity bond, **18:5**
- one obligor, **18:2; 18:3**
- two or more obligors, **18:4**

G.S.T. bond, **18:29**

- endorsement, **18:30**

Guarantee, **21:12**

- financial, **18:44**

Indemnity bonds

- see also INDEMNITY AGREEMENTS
- bank, to
 - lost certified cheque, for, **18:114**
 - lost draft, for, **18:115**
- general form, **18:5**
- landlord, by, to tenant paying rent when title in dispute, **18:104**
- lost instruments, for, **18:119; 18:120**
- lost securities, for, **18:121; 18:122**
- partnership dissolution, indemnity to outgoing partner, **18:126-18:128**
- promissory note, for lost, **18:116**
- vendor to purchaser
 - defect in title, **18:105**
 - dower, **18:106**

Labour and material payment, **18:46**

Municipal forms

- dry cleaning permit bond, **18:73**
- guarantee bond, **18:74**
- power commission bond, **18:75-18:77**
- road excavation permit bond, **18:78**
- sewer
 - constructor's bond, **18:79**

BONDS—Cont'd

Municipal forms—Cont'd

sewer—Cont'd

tapper's bond, **18:80**

sidewalk crossing bond, **18:81**

sign bond, **18:82**

street opening permit bond, **18:83**

subsurface installation bond, **18:84**

Option to pay principal before maturity, **18:150**

Payment bond

labour and materials, **18:87**

Payment of money, for

deceased partner, payment of share to executors, **18:125**

instalment payments, **18:108; 18:109**

labour and material, federal contracts, **18:15**

loan by father to son, repayment after son's death, **18:113**

outgoing partner, **18:123; 18:124**

payment of annuity, **18:110; 18:111**

post-obit bond, **18:112; 18:113**

purchase money for sale of lands, **18:96**

rent, **18:98**

two persons, by, **18:107**

Performance bonds, **18:47**

conveyance of land, **18:97**

federal contract, **18:14**

general forms, **18:86**

one obligor, **18:2; 18:3**

two or more obligors, **18:4**

maintenance bond, **18:95**

mortgage

bond collateral, to, **18:101**

third party, by, **18:100**

extension of

by mortgagor, **18:102**

by second mortgagee, **18:103**

securing bond, **18:99**

Principal, option to pay before maturity, **18:150**

Protection of business

employee not to compete, **18:145**

insurance policy, for, **18:143**

vendor not to compete, **18:146**

Protection of secret process

partner of inventor to inventor, **18:129**

user under agreement to inventor, **18:144**

BONDS—Cont'd

Provincial forms

Absentee Act, under, **18:32**

administration bond

bankruptcy, **18:33**estate, **18:34**Automobile Dealers Act, under, **18:35**

Bailiffs Act, under

guarantee company bond, **18:37**other surety, **18:38**personal bond, **18:36**

Collection Agencies Act, under

guarantee company bond, **18:39**other surety, **18:40**personal bond, **18:41**

Construction Act, under

financial guarantee bond, s. 78(10), **18:45**labour and material payment bond, s. 85.1, **18:46**performance bond, s. 85.1, **18:42; 18:47**

Construction Lien Act, under

financial guarantee, **18:42; 18:44**

Courts of Justice Act, under

insurance or guarantee company, **18:49**personal property, interim recovery of, **18:48**personal sureties, **18:50**executor's bond, **18:51**foreign, **18:52**Fuel Tax Act, under, **18:53**guardianship bond, **18:55**Land Titles Act, under, **18:56**licence and permit bond, **18:57**

livestock

community sales bond, **18:58**dealer's bond, **18:59**lottery bond, **18:60**Provincial Sales Tax Act, under, **18:64**Real Estate Brokers Act, **18:65**Repair and Storage Liens Act, under, **18:66**special waste transport licence bond, **18:67**Substitute Decisions Act, under, **18:68**surety, general bond, **18:54**

tobacco

tax bond, **18:69**Trades Qualification and Apprenticeship Act, under, **18:70**

BONDS—Cont'd

Provincial forms—Cont'd

transponder bond, **18:71**

Receiver and manager bond, **18:131**

Replevin, bond of, **18:132**

Sureties

agreement to bond, **18:7; 18:8**

extension, power of obligee to grant, **18:156**

forbearance of obligee not to release, **18:155**

general bond, provincial, **18:54**

indemnification by obligor, **18:154**

limited liability of, **18:151**

obtaining release and indemnity, to, **18:153**

terminate liability, right of, **18:152**

BROADCASTING

Advertising

See ADVERTISING

Appeal, leave to

notice of appeal pursuant to, **19:24**

notice of motion, **19:20**

rule 324 letter, **19:19**

supporting affidavit, **19:21**

Appeal, notice of withdrawal, **19:23**

Intervention, **19:5**

letter opposing request, **19:4**

non-appearing intervention request letter, **19:3**

reply of applicant to, **19:6**

request letter, **19:2**

Judicial review, **19:22**

Petition to Governor in Council, **19:18**

covering letter, **19:17**

Telecommunication

See TELECOMMUNICATIONS

Television

See TELEVISION

Withdrawal of application to appeal, **19:23**

BROKERS

Co-operation, confirmation of, real estate, **20:5**

Customs, continuous general agency agreement with power to appoint a sub-agent, **20:2**

Real estate

co-operating agreement, **20:5**

BROKERS—Cont'd

- Real estate—Cont'd
 - disclosure statement
 - buyer, as, **20:7**
 - seller, as, **20:6**
 - employment agreement, **20:3**
 - independent contractor, **20:4**

BUILDING CONTRACTS

- Alterations, **21:10; 21:11**
- Architect
 - standard building agreement, **21:26; 21:27**
- Aviation ground leases, **13:8; 13:9**
- Bond by contractor
 - See BONDS, performance bonds, *infra*
- Building agreement
 - cost plus payment, **21:5**
- Building loans
 - See loans, *infra*
- Changes in agreement, **21:10; 21:11**
- Completion date
 - destruction of building prior to, **21:17**
 - penalty for failure to meet, **21:14**
 - work at risk of contractor until, **21:15**
- Construction lien
 - See LIENS
- Contractor
 - bankruptcy of, **21:18**
 - renovation agreement, **21:2; 21:3**
 - risk of damage before completion date, **21:15**
- Damage to work before completion, risk, **21:15**
- Defects, remedying after completion, **21:9**
- Engineer
 - professional services, sample agreement, **21:25**
- Extras, **21:11**
- Failure to complete, **21:14**
- Fixed price
 - See set price contract, *infra*
- Guarantee bond, **21:12**
 - see also BONDS
 - financial, **18:44**
- House, agreement to build, **21:6**
- Indemnity agreement, **21:13**
- Insurance, general liability policy, **21:16**

BUILDING CONTRACTS—Cont'd

Lien, construction

See LIENS

Loans

acceleration clause, **21:22**

advances at discretion of lender, **21:19**

completion by lender if borrower not diligent, **21:23**

inspection of building by lender, **21:21**

material to be included in mortgage, **21:20**

use of materials by lender, **21:24**

Mutual indemnity agreement, **21:13**

Owner

insurance, duty to take out, **21:16**

land owned by

cost plus payment agreement, **21:5**

final cost not settled agreement, **21:6**

renovation agreement, **21:2; 21:3**

Plans or specifications, outline of work to be done where none, **21:8**

Set price contract

land owned by builder, **21:4**

CARRIAGE

See AVIATION; RAILWAYS; ROAD TRANSPORTATION; SHIPPING

CERTIFICATE

Construction lien

See LIENS

Corporate authority, **32:15; 32:16**

Delivery and acceptance, **26:23**

General, **3:3**

extract from minutes of meeting, **3:5**

minutes of company meeting, true copy of, **3:4**

Independent legal advice

general form, **3:6**

guarantee, effect of signing, **32:17**

spouse guaranteeing obligations, **3:7**

surety, **3:8**

Notarial

Alberta, **32:18**

attestation of deed, notary a witness, **3:12**

document, true copy of, **3:9; 3:10**

microfilm, true copy of, **3:13**

signatures on document, verification of, **3:11**

Sports club, professional membership, **10:42**

CHARITABLE GIFTS

- Advantage, acknowledgment of value, **31:24**
- Declaration of gift, **31:23**
- Valuation of for tax purposes, **31:25**
 - acknowledgment of, **31:26**

CLUBS AND ASSOCIATIONS

- By-laws, general form of, **22:3**
- Constitution
 - general form of, **22:2**
 - sports association, **10:40**

COLLABORATION

- Literary agreement, **12:25**
 - termination of, **12:26**
- Musical composition, **51:28**
- Translator's agreement, **12:86**

CO-LOCATION AGREEMENTS

- Internet services and co-location agreement, **23:296.50**
- Services, **23:150**
- Services agreement, space licence and services, **23:296.30**

COMPANIES' CREDITORS ARRANGEMENT ACT

- See ARRANGEMENTS WITH CREDITORS

COMPUTERS

- Accessibility policy, **23:99**
- Alternative dispute resolution
 - arbitration
 - American Arbitration Association, **23:403**
 - claim, dispute adjudication and arbitration, **23:405**
 - International Court of Arbitration, **23:412**
 - Ontario Arbitration Association, **23:404**
 - rules of procedure, **23:415**
 - UNCITRAL, **23:416**
 - diligent efforts, failing which final and binding arbitration, **23:407**
 - dispute resolution by single expert, **23:410**
 - escalation procedure, **23:409**
 - escalation to information management committee, followed by submission to arbitration, **23:408**
 - face-to-face negotiation followed by mediation, **23:411**
 - mandatory arbitration, class action waiver, jury waiver, **23:413**
 - mandatory mediation and arbitration, **23:406**
 - resolution of disputes, **23:414**
- Anti-virus warranty, **23:230**
- Application service provider agreement, **23:336**

COMPUTERS—Cont'd

Assignment

- change in control, **23:504**
- no assignment, **23:505**
 - exceptions, **23:506**
 - except where change of control, **23:507**
- no change in control, **23:502**
- only by provider, **23:503**
- use rights by subsidiaries and affiliates of licensee, scope of, **23:508**

Audit and records inspection

- product use by licensor, **23:417**
- rights, **23:418; 23:421; 23:423; 23:424**
 - licensee, of, **23:420**
 - provider of, **23:419**
 - reciprocal, **23:422**
 - services provider, of, **23:419**

Bankruptcy and insolvency

- source code escrow, **23:425**
- vendor bankruptcy, **23:426**

Benchmark results, client prohibition against disclosure, **23:264**

Bring Your Own Device

- acceptable use policy forming part of provider's service agreement, **23:176.70**
- acceptable use policy for mobile devices, **23:176.80**

Business conduct

- code of ethics and ethical principles, **23:79**
- IT provider's published policy, **23:77**
- professional conduct, **23:78**

Choice of law

- arbitration, and, **23:429; 23:485**
- attornment to provincial jurisdiction, **23:430; 23:483**
- compliance with law, **23:433**
- governing law
 - general commercial arbitration rules, **23:432**
 - respect of specific statement of work, **23:434**
- jurisdiction, **23:485.30**
- United Nations Convention on Contracts for the International Sale of Goods, exclusion of, **23:427; 23:428; 23:431; 23:484**

Cloud computing

- activation, **23:278**
- application service provider agreement, **23:336**
- benchmark results, client prohibition against disclosure, **23:264**
- cloud services agreement, **23:260**
- cloud services level agreement, **23:551.20**

COMPUTERS—Cont'd**Cloud computing—Cont'd**

- commentary, **23:281**
- customer content, **23:274**
- escrowed data, **23:269**
- guaranteed uptime under service level agreement provisions, **23:263**
- hosting and terms of service, **23:261**
- infrastructure as service agreement, **23:279**
- licence clause, **23:273**
- master cloud service agreement, **23:259; 23:283**
- master subscription agreement, **23:265**
- online file storage and distribution agreement, **23:96**
- personal data processing agreement for cloud services, **23:283.60**
- platform as service agreement, US form, **23:280**
- request for information, **23:291**
- right to perform services for others, **23:276**
- server hosting, **23:275**
- service level availability, **23:282**
- service plan selection and payment, **23:267**
- service subscription agreement, software as, **23:290**
- social network site, **23:262**
- software as a service subscription agreement, **23:272**
- software as a service user agreement, **23:289**
- three party software as a service escrow agreement, **23:268**
- using remote access and control features, **23:277**
- utilization provisions, **23:266**

Confidentiality, 23:435-23:437

- duty, **23:440**
- exclusions to, **23:438**
- legally required disclosure of confidential information, **23:442**
- supplier's proprietary information, **23:441**

Consulting services

- access, **23:355**
- approval requests, for, **23:357**
- change procedure for services, **23:351**
- client responsibilities, **23:358**
- computer, **23:349**
- digital media, **25:34**
- employment, offers of, **23:356**
- engagement letter for, **23:341**
- general agreement, **23:348**
- independent contractor, **23:347**
- professional services agreement
 - general, **23:342; 23:343**

COMPUTERS—Cont'd

Consulting services—Cont'd

professional services agreement—Cont'd

negotiated, **23:345**

short form, **23:344**

property rights, **23:353**

representations and warranties, service provider, **23:359**

steering committee, **23:354**

termination, **23:352**

Customer, most favoured, **23:501.30**

Data services

common data, assembly and sharing of, **23:250**

data center master service agreement, **23:240**

delay in data quotes, **23:257**

disclaimer of liability, **23:256**

document retrieval services member conduct, **23:257.50**

e-content, **23:244**

financial institution, **23:242**

geospatial sets, maintenance of, MOU, **23:249.40**

healthcare providers, **23:251**

licence agreement, **23:245; 23:247**

limited use data product, **23:249**

master agreement, **23:241**

master service agreement, IT products and services including application
development and maintenance, **23:257.100**

processing services, **23:237.50; 23:238**

restricted uses, **23:252; 23:255**

short form confidentiality agreement, **23:254**

site access licence, **23:248**

standard of care, **23:239**

terms of use, subscription news services, **23:246**

user-submitted content, **23:249.50**

Definitions

acceptance, **23:557**

date, **23:558**

final, **23:713**

notice, **23:559**

testing, **23:561**

test period, **23:560**

tests, **23:562**

account, **23:563**

balance, **23:564**

master, **23:565**

accounting principles, **23:565.50**

COMPUTERS—Cont'd

Definitions—Cont'd

- add-on, **23:567**
- adverse, **23:569**
- advertisers, **23:570**
- advertising rights, **23:571**
- affiliate, **23:572**
- agreement, **23:573**
 - interpretation of, **23:750.50**
- anonymous information, **23:574**
- applicable law, **23:575**
- application forms, **23:577**
- application software, **23:578**
 - package, **23:579**
- arm's length, **23:579.50**
- associated company, **23:580**
- authority, **23:583**
- authorized
 - officer, **23:584**
 - personnel, **23:585**
 - purposes, **23:586**
 - sub-contractor, **23:587**
 - user, **23:588**
- author's confidential information, **23:582**
- background information, **23:588.50**
- background technology, **23:589**
- background technology and third-party technology, **23:589.50**
- backup facility, **23:590**
- banner, **23:591**
- best practice, **23:592**
- billing period, **23:593**
- body corporate, related, **23:894**
- browser, **23:594**
- budget, **23:595**
- bug fixes, **23:596**
- bundled product, **23:597**
- business
 - day, **23:598; 23:599**
 - hours, **23:600; 23:822**
 - information, **23:601**
- buyer
 - companies, **23:602**
 - supplied equipment, **23:603**
- Canadian GAAP, **23:604.50**

COMPUTERS—Cont'd

Definitions—Cont'd

- Canadian price list, company, **23:619**
- card location, **23:605**
- change in law, **23:606.50**
- change in or of control, **23:606**
- change in ownership, **23:606.70**
- claims, **23:607**
- click-through, **23:608**
- client
 - addenda, **23:609**
 - content, **23:610**
 - event of default, **23:611**
 - properties, **23:612**
- closed network, **23:613**
- closing date, **23:614**
- code, **23:615**
- commencement date, **23:616**
- commercially reasonable efforts, **23:617**
- community server, **23:618**
- competitive business, **23:620**
- computer, **23:621**
 - facility, **23:622**
 - operations, **23:623**
 - software, **23:624**
 - technology, **23:625**
- confidential
 - data, **23:625.50**
 - information, **23:626-23:628**
 - material, **23:629-23:631**
- conflict in documents, **23:631.50**
- conflict of interest, **23:632**
- consultant developments, **23:633**
- consultant's business, **23:634**
- content owner
 - brand, **23:635; 23:636**
 - news services, **23:637**
 - search engine, **23:638**
 - software, **23:639**
 - system, **23:640**
- continuation period, **23:641**
- control, **23:642**
- control panel, **23:643**
- conversion, **23:644**

COMPUTERS—Cont'd**Definitions—Cont'd**

- copy, **23:645**
- CPI, **23:604**
- custom developed software, **23:646**
- customer, **23:647**
 - affiliates, **23:648**
 - audit program, **23:648.50**
 - content, **23:649**
 - data, **23:650; 23:651**
 - information, **23:652**
 - non-specified, **23:821**
 - software, **23:650; 23:653; 23:655**
 - supplied resources, **23:654**
 - technology, **23:655**
- customization, **23:656**
- cutover, **23:657**
- cybersecurity, **23:657.50**
- data, **23:658**
 - entry, **23:659**
 - processing services, **23:660**
 - protection law, **23:662**
 - protection law(s) (and regulations), **23:662.50**
 - security policy, **23:661**
- date of acceptance, **23:663**
- day, **23:664**
- deficiency, **23:666**
 - error, or, **23:665**
 - notice, **23:667**
- deliverables, **23:668**
- deposit, **23:670**
- deposit documents, **23:670.50**
- derivative work, **23:671**
- description of services, **23:672**
- designated
 - computers, **23:675**
 - equipment, **23:676**
 - location, **23:677**
 - system, **23:678**
- designated administrative access, **23:674**
- design services, **23:673**
- design work, **23:673.50**
- developer products, **23:680**

COMPUTERS—Cont'd

Definitions—Cont'd

development

licence, **23:681**

software, **23:682**

disaster, **23:683**

notification, **23:684; 23:685**

disclosed data, **23:685.50**

disclosure, **23:686**

discriminatory change in tax law, **23:686.50**

dispute resolution procedure, **23:687**

distributors, **23:688**

document, **23:689**

documentation, **23:688**

associated, **23:581**

downtime, **23:691**

effective date, **23:692**

effective performance level, **23:693**

electronic signatures, **23:703**

emergency, **23:694**

emergency maintenance, **23:695**

employee total annual compensation, **23:696**

encumbrances, **23:697**

end-user, **23:698**

licence agreement, **23:699**

software, **23:700**

enhancement, **23:701**

enterprise, **23:702**

entire agreement, **23:703**

environmental attributes, **23:704.50**

equipment, **23:706**

configuration, **23:707**

equity interest, **23:707.50**

error, **23:705**

escrow agreement, **23:708**

ethical standards, **23:708.50**

excused unavailability, **23:709**

excusing event, **23:709.50**

expenses, **23:710**

non-personnel, **23:820**

fees, **23:712**

additional, **23:568**

final completion, **23:713.50**

financial information, **23:714**

COMPUTERS—Cont'd

Definitions—Cont'd

- financial institution, **23:714.50**
- FIPPA, **23:710.50**
- force majeure, **23:715; 23:715.50**
- full system backup, **23:716**
- full-use programs, **23:717**
- full user, **23:718**
- functionality, **23:720**
- functional specifications, **23:719**
- GDPR (general data protection regulation), **23:720.50**
- general provisions - entire agreement, **23:722**
- global statistics, **23:723**
- good industry practice, **23:723.50**
- governing laws, **23:723**
- governmental approvals, **23:725.50**
- government authority, **23:725**
- GPL software, **23:721**
- guest operating systems, **23:726**
- hardware, **23:728**
- harmful code, **23:729**
- has knowledge or have knowledge, **23:729.30**
- hazardous material, **23:729.70**
- herein, hereof and hereunder, **23:730**
- hit, **23:731**
- home page, **23:732**
- hosting services, **23:733**
- house account, **23:734**
- HTML, **23:727**
- hyperlink, **23:735**
- implementation
 - date, **23:736**
 - period, **23:737**
 - plan, **23:738**
 - schedule, **23:739**
 - services, **23:740**
- impression, **23:741**
- industry standards, **23:742**
- information, **23:742.50**
- information management, **23:743**
- input data, **23:746**
- insolvency, act of, **23:566**
- insolvency legislation, **23:743.50**

COMPUTERS—Cont'd

Definitions—Cont'd

installation

date, **23:747**

sites, **23:748**

integrated product, **23:744**

intellectual property, **23:31; 23:749**

rights, **23:750**

interest rate, **23:750.30**

interpretation, **23:750.70**

inventions, **23:751**

ISO-compliant data security policy, **23:752**

IT, **23:753**

joint know-how, **23:754**

know-how, **23:754.50**

knowledge transfer, **23:755**

laws, **23:756**

laws and regulations, **23:758**

legal proceeding, **23:759**

liabilities, **23:760**

licence

agreement, **23:761**

fee, **23:762**

information, **23:763**

licensed

additional module, **23:764**

documentation, **23:765**

licensed software, **23:772.50**

materials, **23:766**

process, **23:767**

program, **23:768-23:771**

rights, **23:772**

third party software, **23:773**

licensee affiliate, **23:774**

link, **23:776**

loan application licence, **23:778**

losses, **23:778.50**

maintenance, **23:781**

fee, **23:782**

major impact, **23:783**

managed services, **23:783.50**

mandatory enhancements, **23:784**

manufacturing licence, **23:785**

COMPUTERS—Cont'd**Definitions—Cont'd**

- marketing
 - arrangements, **23:786**
 - information, **23:787**
 - licence, **23:788**
- marks, **23:789**
- master file, **23:790**
- material, **23:791; 23:793**
 - adverse effect, **23:791.30**
 - breach, **23:791.70**
 - defect, **23:792**
- mean time to repair, **23:794**
- methodology, **23:795**
- MFIPPA, **23:796**
- milestone, **23:797**
 - date, **23:798**
 - payment, **23:799**
 - payment schedule, **23:800**
- minimum equipment configuration, **23:801**
- minor impact, **23:801**
- modifications, **23:803**
- module, **23:804**
- modules, components and scripts, **23:805**
- monthly revenue, **23:806**
- moral rights, **23:807**
- most favoured customer, **23:808**
- multiple disaster, **23:809**
- Municipal Freedom of Information and Protection of Privacy Act, **23:796**
- named user, **23:810**
 - seat licence, **23:811**
- nature of business, **23:812**
- necessary claims, **23:813**
- net invoice amount, **23:814**
- net present value, **23:814.30**
- network server, **23:814.70**
- network services, **23:815**
- non-excludable term, **23:818**
- nonexcusable event, **23:818.50**
- non-personal information, **23:819**
- non-personnel expenses, **23:820**
- notice, **23:823**
 - acceptance, of, **23:824**
- object code, **23:825**

COMPUTERS—Cont'd

Definitions—Cont'd

- OEM product, **23:826**
- open network, **23:827**
- open source software, **23:828**
- operating
 - environment, **23:829**
 - systems, **23:830**
- operations services, **23:831**
- order form, **23:832**
- organizational document, **23:832.50**
- output data, **23:833**
- outside website, **23:833.50**
- outsourcing agreement
 - committee, **23:834**
 - factor, **23:835**
- page, **23:837**
- page view, **23:838**
- parties to an agreement, **23:840**
- partner, **23:839**
- partnership agreements, **23:839.50**
- party or parties, **23:841**
- passwords, **23:842**
- payment schedule, **23:843**
- performance
 - dates, **23:845**
 - milestones, **23:846**
- permits, **23:846.70**
- permitted borrowing, **23:846.30**
- permitted encumbrances, **23:847**
- permitted number, **23:848**
- permitted use, **23:849**
- person, **23:844**
- personal data, **23:850**
- personal data breach, **23:850.50**
- personal information, **23:851**
- personal records, **23:851.50**
- personnel, **23:852**
- phase, **23:853**
- PHIPA, **23:836**
- planned downtime, **23:854**
- porting licence, **23:855**
- posting date, **23:856**
- PP persons, **23:836.50**

COMPUTERS—Cont'd

Definitions—Cont'd

- pre-existing works, **23:857**
- prescribed form, **23:857.50**
- price list, **23:858**
- prime contract, **23:858.50**
- prime contracting period, **23:859**
- prime contractor, **23:859.50**
- prior authorized sub-contractor services, **23:862**
- privacy laws, **23:862.50**
- procedures manual, **23:863**
- proceeding, **23:865**
- processing, **23:864.50**
- processor, **23:865**
- product, **23:866**
 - bundled, **23:597**
 - documentation, **23:867**
 - services, and, **23:870**
 - update, **23:868**
 - upgrade, **23:869**
- professional services, **23:871**
- program, **23:872**
- prohibited act, **23:872.50**
- project, **23:873**
 - charter, **23:874**
 - documentation, **23:875**
 - intellectual property, **23:875.50**
 - plan, **23:876**
 - schedule, **23:877**
 - staff, **23:878**
- proof of entitlement, **23:879**
- proposal, **23:880**
- proprietary data, **23:880.50**
- proprietary information, **23:31; 23:881**
- proprietary rights, **23:882**
- proprietary software solution, **23:882.50**
- prototype, **23:883**
- provider
 - hardware, **23:884**
 - software, **23:885**
 - system, **23:886**
- public access module, **23:887**
- purchased assets, **23:888**
- rates, **23:890**

COMPUTERS—Cont'd

Definitions—Cont'd

- receiver, **23:891**
- recipient, **23:892**
- recovery centre operations manual, **23:893**
- references, referenced documentation and interpretation, **23:893.70**
- registered name, **23:893.30**
- related body corporate, **23:894**
- release, new, **23:816**
- relevant change in law, **23:894.30**
- representatives, **23:894.70**
- requirements of law, **23:895**
- research and development, **23:896**
- residual information, **23:897**
- residuals, **23:898**
- resolution, **23:899**
- response level and service levels, **23:899**
- response time, **23:900**
- restricted person, **23:900.50**
- RFP, municipal, **23:889**
- run-time version, **23:901**
- sale, **23:902**
- sample programs, **23:903**
- screen, **23:904**
- sender, **23:905**
- service
 - fees, **23:907**
 - level, **23:908; 23:909**
 - provider event of default, **23:911**
- services, **23:912**
 - sub-contractor, prior authorized, **23:862**
- service time, **23:910**
- software, **23:913**
 - contracts, **23:915**
 - custom developed, **23:646**
 - documentation, **23:611**
 - new, **23:817**
 - problems, **23:918**
 - services, and, **23:914**
 - source code, **23:919**
 - support services, **23:920**
- source
 - code, **23:921**
 - code escrow, **23:921.50**

COMPUTERS—Cont'd

Definitions—Cont'd

source—Cont'd

materials, **23:922**specifications, **23:923**detailed, **23:679**functional, **23:719**specified customer, **23:924**standards, **23:924.50**statement of work, **23:925**statutory reference, **23:926**subcontractor, **23:927**services, prior authorized, **23:862**subdistributor, **23:928**sublicence, **23:929**sublicensee, **23:930**sublicensing revenues, **23:931**subscription fee, **23:932**subscription plan, **23:932.50**subsidiary, **23:933**substantial completion, **23:933.50**successor in interest, **23:934**supervening events, **23:934.50**supplemental services, **23:935**supplied information, **23:936**

supplier

business hours, **23:937**developed property, **23:938**intellectual property, **23:939**servers, **23:940**supply agreement, **23:941**support, **23:942**agreement, **23:943**request, **23:944**software, **23:945**system, **23:946**design specifications, **23:947**software, **23:948**software package, **23:949**taxes, applicable, definition, **23:576**tax or taxes, **23:949.50**

technical

services, **23:950**support, **23:951**

COMPUTERS—Cont'd

Definitions—Cont'd

- technology, **23:952**
 - background, **23:589**
- term, **23:953**
- terms and conditions, **23:953.50**
- territory, **23:954**
- test criteria, **23:955**
- third party
 - components, **23:956**
 - products, **23:958**
 - programs, **23:959**
 - software, **23:960**
- tool bar, **23:961**
- tools, **23:962**
- trademark assets, **23:963**
- trade secrets, **23:964**
- traffic, **23:965**
- training, **23:966**
- transaction date, **23:967**
- transfer date, **23:967.50**
- trial mode, **23:968**
- trial package, **23:969**
- uninsurable, **23:969.50**
- unique applications software, **23:970**
- updates, **23:971**
- upgrade, **23:972**
- uptime, **23:973**
- URL, **23:974**
- usage, **23:974.50**
- usage statistics, **23:975**
- use, **23:976**
- use of intellectual property, **23:977**
- user, **23:978**
- value-added package, **23:979**
- variation notice, **23:980**
- vendor, **23:981**
- virtual machine, **23:982**
- warranty period, **23:983**
- web
 - analytics service, **23:984**
 - browser, **23:985**
 - pages, **23:986**
 - server, **23:987**

COMPUTERS—Cont'd

Definitions—Cont'd

web—Cont'd

site, **23:988**work, **23:989**order, **23:990**product, **23:991**schedule, **23:992**system design and implementation, **23:993**

Disclaimer

content, **23:106**copyright statement, with, **23:112**general, **23:107**preservation of intellectual property rights, and, **23:110**guidelines and, **23:108**illustrative purposes, information provided for, **23:118**information acquired through information providers, **23:116**investment advice, **23:115**legal notice, and, **23:113; 23:114**malfunction of console, computer or handheld device, **23:86; 23:111**online mall operator, of, for purchases, **23:101**performance levels, **23:117**social media, **23:455**third party network provider liability, **23:95**warranties, limitation of liability and indemnification of, **23:119**website legal disclaimer, **23:109**

Drafting, plain language

confidentiality, **23:402**

master agreement

equipment purchase, U.S. form, **23:399**services agreement, U.S. form, **23:401**software and services, U.S. form, **23:400**

non-disclosure agreement

reciprocal U.S. form, **23:398**unilateral form, **23:397**

E-commerce

See E-COMMERCE

Electronic acceptance

agreement, of, and provision of electronic notices, **23:458**terms and conditions, of, **23:459**Environment, impact on, **23:485.70**

Escrow

See source code escrow, *infra*

COMPUTERS—Cont'd

Export

control, **23:133**

Force majeure (excusable delay), **23:460; 23:461**

internet service interruptions, vandalism, **23:462**

Funding and securitization

changes to, **23:463**

limitation on licence, **23:464**

General contract provisions

acceptable use policy, **23:402.30**

accessibility, **23:79.30; 23:79.50; 23:79.70**

adverse circumstances, **23:402.70**

amendments, modifications, associated requirements and procedures,
23:498; 23:517

by posting on provider's website, **23:501**

engineering changes, **23:499**

to website agreement, **23:500**

anti-corruption laws, compliance with, **23:434.30**

artificial intelligence

cooperation on, **23:416.30**

prohibition of, specified application or services, **23:416.70**

usage prohibition, **23:416.50**

authority of company, non-contravention, **23:465.50**

brokers, **23:467**

change in control, **23:426.40**

change orders, **23:426.50; 23:426.60; 23:426.70**

changes, **23:426.50**

changes orders, **23:426.70**

commercially reasonable efforts, **23:467.50**

confidential information covenants and duty, **23:434.60; 23:434.70;**
23:442.50

confidentiality of service provider, **23:434.40**

conflicting instruments, absence of, **23:465**

contractual and regulatory approvals, **23:468**

coordination with other vendors, **23:470**

counterparts and facsimile signatures, **23:443; 23:444**

cumulative rights, **23:469**

effect of waiver, **23:457.50**

entire agreement, **23:445; 23:446**

environment, impact on, **23:485.70**

glossary, **23:472**

hazardous materials, **23:485.50**

independent contractors, **23:472.50; 23:473**

independent status of parties (non-agency), **23:474**

COMPUTERS—Cont'd**General contract provisions—Cont'd**

- innovation disclosure forms, **23:44.60**
- intellectual property — representations and warranties, **23:497.10**
- interpretation of agreement, **23:497.30**
- lawful purpose, **23:475**
- malicious code, disabling code, **23:497.100**
- most favoured customer, **23:501.30**
- no class actions, **23:476**
- no reliance, **23:501.70**
- parties to act in good faith, **23:482.50**
- parties to act reasonably, **23:477**
- personal guarantee, **23:478**
- quiet enjoyment, **23:447**
- reference to a statute, **23:479**
- residency, Canadian, **23:547.50**
- restrictions on developer, directors, members, officers, employees,
23:459.50
- software licence covering licensor, **23:497.50**
- source code, **23:497.70**
- step-in rights, **23:551.120; 23:556.30**
- survival of covenants on assignment, **23:551.93**
- terms and conditions, changes to, **23:426.10; 23:426.20**
- typographical errors, **23:482**
- use of name and logo on client lists, **23:546.50**
- wireless services, provision of, **23:551.85**
- work, changes to, **23:426.30**

Indemnification, 23:486

- reciprocal indemnity for breach of term, **23:487**

Independent contractor, consulting, 23:366**Information collection guideline, 23:44.40****Insurance, 23:492**

- all inventions, data, etc. belong to manufacturer not consultant, **23:494**
- assignment of IP rights and post-employment continuation as term of
employment, **23:494**
- compliance with laws, **23:490; 23:491**
- contractor/sub-contractor information exchange, **23:494**
- proof of, **23:493**
- proof of WSIB, **23:494**

Intellectual property and copyright indemnity

- all inventions, data, works, discoveries, belong to licensor, **23:494.40**
- contractor/sub-contractor information exchange, **23:494.60**
- ownership and proprietary rights, **23:494.120**
- ownership of proprietary intellectual property, **23:494.140**

COMPUTERS—Cont'd

Intellectual property and copyright indemnity—Cont'd

patent and copyright indemnity, **23:494.20**

property ownership, disclosure of inventions, obtaining protection,
23:494.160

services, graphics, video & audio clips, **23:494.80**

use of trademarks, **23:494.100**

Intellectual property assets

agreements, **23:44.50**

confidential information, **23:10; 23:11**

obligations statement, **23:14**

policy statement, **23:3**

alternate, **23:5**

confidentiality, **23:12**

confidentiality and non-disclosure, **23:6**

confidential materials, **23:13**

data protection agreement, **23:8**

definition, **23:33; 23:749; 23:750**

marking sample, **23:30**

moral rights, waiver of

consultant by, **23:23**

copyright assignment and

corporation, of, **23:25**

individual, of, **23:26**

subcontractor, of, **23:27**

creator, by, **23:22**

customer, by, **23:21**

employee, by, **23:24**

ownership and title

acknowledgment of, right to use residual knowledge, **23:40**

copyright in searched or retrieved documents, **23:43**

covenants, of, **23:37**

pre-existing deliverables and properties, **23:41**

restrictions, proprietary and copyrighted material, **23:42**

software and data, ownership rights, in, **23:39**

trade mark licence agreement, **23:38**

permission to reproduce, copyright and, **23:29**

privacy and security

customer personal information, measures to protect security and privacy
of, **23:8.60**

exculpatory provisions, **23:8.10**

policy

company, **23:8.90**

customer's responsibility to enforce, **23:8.80**

COMPUTERS—Cont'd

Intellectual property assets—Cont'd

privacy and security—Cont'd

policy—Cont'd

general, **23:8.20**innovation and IP policy, **23:44.20; 23:44.30**merchant's, **23:8.40**messenger services, **23:8.50**rules, security and usage, **23:8.30**SSL or FTP software, use of, **23:8.70**

proprietary rights, protection of

clause, **23:14**client's, acknowledgment of, **23:20**confidentiality obligations, and, **23:31**definitions, **23:31**licensee, of, **23:20**restrictions, **23:35**software supplier, of, **23:19**website statement, **23:33; 23:34**publication of own work, restrictions, **23:28**

releases and waivers

personal image

parent, **23:50**student, **23:49**representations and warranties, **23:36**

residuals

definition, **23:36**residual information, **23:36**retention and use, **23:36**rights, **23:489**disclaimer of, and infringement, **23:488**

Internet

See INTERNET

Joint ventures

exclusive commercialization licence, **23:370**letter of intent, **23:395; 23:407**binding, **23:409**non-binding, **23:352; 23:406**software development, **23:397**teaming agreement, **23:365; 23:366**term sheet, non-binding (confidential), **23:376**

Licence

See microcomputer software licence, *infra*; software, *infra*

COMPUTERS—Cont'd

Linking agreements

See INTERNET

Maintenance and support

definition, **23:781**

fee, **23:782**

schedule, **23:340**

software, supplier's agreement, **23:338**

letter form, **23:339**

supplier form for hardware and software, **23:296.70**

Marketing and sales

authorized distributor agreement, **23:359.60**

business conduct licence for territory (franchise agreement), **23:359.70**

cloud-related data infrastructure distribution, promotion, marketing and supporting agreement, **23:359.40**

commission agreement, **23:359.90**

distribution and sale agreement, **23:359.80**

internet services provider, representative agreement, **23:359.20**

manufacturer's representative agreement, **23:359.10**

sales representative agreement, **23:359.50**

software, exclusive right and licence to market and sub-licence anywhere in territory, **23:359.30**

third party social media service, **23:88.30**

Master services agreement, **23:389.40**

professional services and intellectual property rights, **23:389.40;**
23:389.120

provision of information technology products and services, **23:389.60**

SaaS contracted services, **23:389.60**

subcontractor and customer, **23:389.20**

support, third party provided, **23:389.80**

technical, developmental and engineering services, **23:389.100**

Memorandum of understanding

See also MEMORANDUM OF UNDERSTANDING

checklist, **23:413**

collaboratively maintain, update, and improve specified geospatial sets,
23:382.20

nonintent by parties to represent, **23:414**

promote and maintain a market for designated product, **23:415**

software application enhancement, **23:381.50**

New products and equipment changes

changing equipment without incurring additional fees, **23:525**

complexity of software acknowledgment, **23:524**

perpetual licence, migration of, **23:523**

right to software on viable platform as technology evolves, **23:526**

COMPUTERS—Cont'd

Non-disclosure agreements

- business, **23:55; 23:57**
- confidential information, **23:67**
- confidentiality agreement
 - discloser's perspective, **23:63**
 - insert, **23:68**
- Internet company acquisition, **23:66**
- mutual, **23:65**
- recipient's perspective, **23:64**
- employee, by, **23:54**
- mutual, **23:59**
 - reciprocal obligations, **23:58**
- software evaluation, **23:62**
- trade secret protection agreement, **23:69**

Notices and communications

- electronically, by, **23:511**
- email, by, **23:509**
- facsimile, by, **23:514**
- in-person communications, **23:513**
- personally, by certified mail, recognized overnight mail, courier, via fax or email, **23:511.50**
- personally, by courier, fax or registered mail, **23:510; 23:512**

Official language

- choice of English language, **23:515**
- English to prevail in event of discrepancy, **23:516**

Open data

- open government licence (Canada), **23:288**

Open source

- GNU general public licence, version 3 (GPL-3.0), **23:286**
- no open source contained, **23:516.70**
- open source initiative grant of perpetual licence provisions, **23:287**
- supplier-provided software, **23:516.50**
- terms of use, **23:516.50**

Optional clauses

- data ownership and rights, **23:287**
- definitive agreement affirmation, **23:384**
- financial obligations and commitments, **23:386**
- modifications, **23:389**
- operating plan, **23:385**
- period of agreement, **23:388**

Order of interpretation

- agreement, schedules, survival of covenants, **23:521**
- contra proferentem rule not applicable, **23:518**

COMPUTERS—Cont'd

- Order of interpretation—Cont'd
 - neutral construction, **23:519**
 - preamble, request for proposal and proposal response, between, **23:520**
 - revision to terms by posting a new version on provider's website, **23:522**
- Original equipment manufacturer agreement (OEM)
 - checklist, **23:393**
 - derivative product development licence agreement, **23:394.50**
 - device usage, **23:394**
 - optional clauses
 - communication costs, **23:394.160**
 - disaster recovery agreement, **23:394.120**
 - hot site, **23:394.180**
 - property of customer, **23:394.200**
 - RFP, disaster recovery centre, **23:394.100**
 - storage of back up files, **23:394.220**
 - software for general, office, personal, and ordinary industrial use only, **23:394.70**
- Outsourcing agreement, **23:334; 23:334.30**
 - consent, **23:337**
 - information technology, **23:335**
 - master agreement, BDC Commercial Solutions and Industry Resource Corp., **23:334.50**
- Preservation of rights, follow-through obligations and privileges
 - business downturn clause, **23:527**
 - click-wrap licences, **23:529**
 - customer satisfaction, **23:528**
 - functionality, **23:534**
 - government subcontract, **23:530**
 - most favoured customer, **23:531**
 - negotiation of a follow-on agreement, **23:532**
 - preventing licensors from involving licensee in their problems, **23:535**
 - preventing unknowing endorsements of vendors, **23:536**
 - prior licence rights under master licence agreement, **23:533**
 - purchases by affiliates, **23:536**
 - supplier warranty (performance of services), **23:538**
- Pricing and discounts
 - ability to migrate "perpetual" licence (new product), **23:544**
 - changing equipment without incurring additional fees, **23:545**
 - CPI adjustment on payments, **23:541**
 - discount levels, **23:542**
 - future maintenance costs, **23:539**
 - right to use software on viable platform as technology evolves, **23:546**
 - same pricing level on new software as discontinued software, **23:543**

COMPUTERS—Cont'dPrivacy and security, **23:448**

confidentiality agreement, employee acknowledgment and agreement to be bound, **23:176.07**

data protection agreement, **23:176.05**

disclaimer

email, **23:454**

general, **23:455**

intellectual property rights and infringement, **23:450**

medical diagnostic software, **23:451**

nuclear applications, **23:452**

warranty (UCITA), **23:453**

PIPEDA obligations, **23:449**

social media privacy policy (California Civil Code “Shine the Light” law), **23:456**

Professional ethics

See business conduct

Proposal

teaming agreement for, **23:399**

Publicity, use of name and logo on client lists, **23:546.50**

Purchase order, **23:547**

risk allocation, **23:548**

Request for proposal, **23:289**

business and contractual provisions, **23:290**

Residency, Canadian, **23:547.50**

Service acquisition agreement, **23:298**

Service levels and response times, **23:481; 23:549; 23:550**

agreement, cloud services, **23:551.20**

guaranteed uptime, **23:551.60; 23:551.80**

network availability, uptime and scheduled downtime, **23:551.100**

objectives of, **23:551**

scheduled and unscheduled downtime, **23:551.40**

Service provider's agreement, **23:97.67; 23:97.70; 23:350**

cloud service agreement, **23:281.30**

master cloud services agreement, **23:282.30; 23:282.70**

multi-cloud data processing platform services, **23:283.30**

Service user agreements

banking, customer agreement, **23:97.10**

open membership, **23:88.70**

subscription agreement, **23:272**

terms, **23:97.73**

user agreement, **23:271**

Share purchases (software, component or hardware)

access to records after effective time, **23:395.40**

COMPUTERS—Cont'd

- Share purchases (software, component or hardware)—Cont'd
 - agreement, **23:395.20; 23:395.30**
 - checklist, legal due diligence review, **23:395.10**
 - cooperation on purchased assets audit after effective time, **23:395.50**
 - intellectual property (definitions, representations and warranties), **23:395.60**
- Social media, **23:193**
 - privacy policy, **23:194**
 - user agreement, **23:193**
- Software
 - acquisition agreement, **23:298**
 - definition, **23:913**
 - development agreement
 - joint venture, **23:397**
 - licence, and, **23:236**
 - specification agreement, **23:234; 23:235**
 - distribution agreement, **23:232**
 - evaluation non-disclosure agreement, **23:62**
 - implementation services agreement, US form, **23:208**
 - licence agreement, **23:197**
 - acceptance of software, **23:221**
 - additional services not provided, **23:225**
 - anti-virus warranty, **23:230**
 - beta test site, **23:209**
 - conversion guide, **23:229**
 - copyright and patent indemnity, **23:226**
 - CPU serial number, **23:228**
 - database, reservation of rights, **23:249.60**
 - database services subscriber, **23:212**
 - definitions and conditions, **23:216**
 - education and training, **23:227**
 - end-user, **23:97.20; 23:211; 23:212**
 - evaluation, activation, end user, **23:85.50; 23:203**
 - grant, of, **23:215**
 - installation services, **23:229**
 - maintenance and support, **23:223**
 - mobile application development agreement, **23:214**
 - modifications and use, **23:219**
 - modify, permission to, **23:220**
 - OEM licence agreement, **23:201**
 - patent and copyright indemnity, **23:226**
 - product warranty on, **23:222**
 - services, and, **23:210**

COMPUTERS—Cont'd**Software—Cont'd**

- licence agreement, **23:197—Cont'd**
 - shareware, downloaded, **23:209**
 - site agreement, **23:200**
 - source code
 - definition, **23:919**
 - escrow provisions, **23:224**
 - sublicences, right to grant, **23:218**
 - supplier's typical form, **23:196**
 - term and termination, **23:217**
 - training and education, **23:227**
 - update agreement, right to, **23:202**
 - use and modifications, **23:219**
 - use and restrictions, **23:210**
- licensing provisions
 - licence covering licensor, **23:497.50**
 - source code, **23:497.70**
- proprietary markings on documentation, **23:30**
- request for proposal, **23:289**
 - business and contractual provisions, **23:290**
- service subscription agreement, software as, **23:272**
- third party software and virus protection, **23:168**

Source code

- definition, **23:919**
- escrow provisions, **23:224**
- licensing provisions, **23:497.70**
- three-party agreement, **23:361**
- two-party agreement, **23:360**

Step-in rights, 23:556.30**Subcontractors**

- authority to engage, **23:466**
- reservation of rights to use, **23:480**

System acquisitions

- acceptance test plan, **23:313**
- access to equipment, **23:330**
- building space and plans, **23:308**
- changes in work, **23:326**
- co-location services agreement, space licence and services, **23:296.30**
- confidentiality
 - proprietary information, and, **23:318**
 - reciprocal, **23:319**
- custom system development agreement, **23:297**
- delivery and installation of hardware, **23:310**

COMPUTERS—Cont'd

System acquisitions—Cont'd

good faith, parties to act in, **23:329**

implementation agreement, **23:295**

indemnity for breach of terms, **23:320**

inspection

factory, at, **23:311**

installation site, at, **23:309**

installation, **23:306**

training, and, **23:307**

internet services and co-location agreement, **23:296.50**

liability for suppliers limited, **23:328**

manufacturer's changes, **23:322**

movement of system, **23:327**

operating problems, **23:325**

other services, **23:331**

parties' responsibilities, **23:302**

price and payment schedule, **23:305**

prime contractor responsibility, **23:304**

progress meetings, **23:332**

project co-ordinator, **23:332**

purchase of equipment, **23:299**

representations and warranties, **23:315**

request for proposal, **23:289**

business and contractual provisions, **23:290**

software licence, **23:299**

spare parts availability, **23:324**

subcontractors not allowed, **23:321**

supplier form, **23:301**

supplier form for hardware and software support and maintenance,
23:296.70

teaming agreement, **23:292; 23:293**

technical support, **23:340**

test, chronological, and acceptance procedures, **23:312**

training and installation, **23:307**

upgrade, hardware, supplier warranty, **23:323**

user documentation, **23:314**

warranty

performance standards, **23:316**

product, **23:317**

representations and, **23:315**

service acquisition agreement, **23:296**

Taxes, applicable, definition, **23:576**

Term, definition, **23:953**

COMPUTERS—Cont'd

Termination

- by customer, **23:553**
- changes to the terms of service and the service, **23:556**
- mutual rights of, **23:552**
- upon insolvency, **23:554**
- without cause, **23:555**

Term sheets, **23:394.240**

- financing, **23:394.320**
- non-binding, **23:394.300**
- non-binding confidential, joint venture, **23:394.280**
- partner alliance program, **23:394.260**

Trade secret protection agreement, **23:69**

Value-added reseller agreement

- general form, **23:390**
- international form, **23:392**
- start-up agreement, **23:391**

Warranty

- anti-virus, **23:230**
- library internet access policy, **23:182**
- performance standards, **23:316**
- product, **23:317**
- representations and, **23:315**
- service acquisition agreement, **23:296**

Withholding tax, **23:556.50**

Working conditions

- drug-free workplace, **23:556.70**

Work product, ownership

- government ownership, **23:522.20**
- institutional reservation of all rights to product, **23:522.40**
- joint development projects, **23:522.60**
- reservation of rights by developer, **23:522.100**
- sponsor, by, **23:522.80**

World wide web

See INTERNET

CONDITIONAL SALES AGREEMENTS

Aircraft, **13:6**

CONFIDENTIALITY OF INFORMATION

See also NONDISCLOSURE AGREEMENTS

Confidentiality agreement, **23:63-23:67**

insert, **23:68**

Definition, **23:626**

CONFIDENTIALITY OF INFORMATION—Cont'd

Employment agreements

- pre-employment covenants, **23:74**
- preservation of confidentiality, assignment of inventions, **23:75**
- proprietary information and inventions agreement, **23:76**

Employment contract

- acknowledgment by employee, **27:39**
- athletic team, with, **10:12**
- definition of, **27:41**
- detailed, **27:31**
- engagement in other business, **27:44**
- general, **27:29; 27:30**
- letter form, **27:32; 27:33**
- long form, **27:35-27:37**
- manufacturing, **40:51; 40:83; 40:84**
- non-divulgence of information, **27:43**
- sales representatives, **27:23**
- short form, **27:34**
- trade secrets, **27:45**

Intellectual property, 23:10-23:13; 40:51

- policy statement, **23:3**
 - alternate, **23:4**
- representations and warranties, **23:36**

Joint venture, prenegotiation agreement, 36:2

Manuscript, 12:3

Patient's records, 33:54

- release, **33:56-33:58**

Trade secret protection agreement, 23:69

CONSIGNMENT AGREEMENTS

Auctions, 11:1

Film library, stock footage, 57:62

CONTEST

Declaration and release

- general, **2:34**
- minor, on behalf of, **2:35**
- travel companion, **2:36**
- minor, on behalf of, **2:37**

Rules

- Quebec compliant, **2:33**
- short form, **2:32**

COPYRIGHT

See also PUBLISHING AGREEMENTS

Alleged infringement, notice of (U.S.), 23:51

COPYRIGHT—Cont’d

- Assignment of, **12:19; 25:23; 34:2; 34:3; 54:64**
- Compilation, **23:125**
- Division of rights, **23:123**
- Indemnity, software licence, **23:226**
- Infringement claim (U.S.), **23:124**
- Licence option, **25:23**
- Licensed materials, **23:122**
- Moral rights, waiver of, **34:4**
 - assignment of copyright, and, **12:19**
- Notice, **25:7**
- Option agreement, **25:22**
 - rights, **25:16; 58:10**
- Permissions, **23:131**
- Reservation of rights, **23:121**
- Reversion of rights
 - acknowledgment of, **12:11**
 - notice of, **12:10**
- Statement, **23:120**
- Trademark notice, and, **23:130**

CREDITORS, ARRANGEMENTS WITH

See ARRANGEMENTS WITH CREDITORS

DEALERS

- General agreement, **24:3**

DECLARATIONS

- Bank Act loans, value of, **55:61**
- Contests, **2:34; 2:35**
 - travel companion, **2:36; 2:37**
- Gifts
 - charitable, **31:23**
 - inter vivos, **31:5**
 - mortis causa, **31:17**
- Power of attorney, **47:116-47:118**
- Statutory
 - See STATUTORY DECLARATIONS

DEFINED TERMS

- AAA, **APP 1 [TCD:1]**
- Abandonment, **APP 1 [TCD:2]**
- Abnormal water, **APP 1 [TCD:3]**
 - event, **APP 1 [TCD:4]**
- Acceptable use policy, **APP 1 [TCD:4.50]**

DEFINED TERMS—Cont'd

Acceptance

criteria, **APP 1 [TCD:5]**

date, **APP 1 [TCD:6]**

testing, **APP 1 [TCD:7]**

tests, **APP 1 [TCD:8]**

Access road, **APP 1 [TCD:9]**

Account, **APP 1 [TCD:10]**

Accountability indicators, **APP 1 [TCD:12]**

Accountant, **APP 1 [TCD:13]**

Accounting principles, **APP 1 [TCD:14]**

Account master, **APP 1 [TCD:11]**

Accounts receivable, **APP 1 [TCD:15]**

Achieved traction power savings amount, **APP 1 [TCD:15.50]**

Acquired assets, **APP 1 [TCD:15.70]**

Acquired assets credit, **APP 1 [TCD:15.90]**

Act, **APP 1 [TCD:16]**

Active member, **APP 1 [TCD:18]**

Active roster, **APP 1 [TCD:19]**

Act of realization, **APP 1 [TCD:17]**

Actual retirement date, **APP 1 [TCD:20]**

Actuarial equivalent, **APP 1 [TCD:21]**

Actuary, **APP 1 [TCD:22]**

Additional

rent, **APP 1 [TCD:23]**

resource charge, **APP 1 [TCD:23.50]**

service, **APP 1 [TCD:24]**

services, **APP 1 [TCD:25]**

Additional work, **APP 1 [TCD:25.50]**

Adjusted gross revenue, **APP 1 [TCD:26]**

Adjustment date, **APP 1 [TCD:27]**

Administrator, **APP 1 [TCD:28]**

Advance box office receipts, **APP 1 [TCD:29]**

Adverse law, **APP 1 [TCD:29.50]**

Advertisement, **APP 1 [TCD:30]**

Advertisement term, **APP 1 [TCD:31]**

Advertising rights, **APP 1 [TCD:32]**

Advertising space, **APP 1 [TCD:33]**

Advertising supported video on demand rights, **APP 1 [TCD:33.50]**

Advisors, **APP 1 [TCD:34]**

AFEs, **APP 1 [TCD:1]; APP 1 [TCD:1.50]**

Affected party, **APP 1 [TCD:35]**

Affiliate, **APP 1 [TCD:36]**

Affiliated company, **APP 1 [TCD:37]**

DEFINED TERMS—Cont'd

Affiliate of any person, **APP 1 [TCD:36.50]**
 Affiliation agreement, **APP 1 [TCD:38]**
 Agent bank, **APP 1 [TCD:38.30]**
 Aggregate base annual service payment, **APP 1 [TCD:38.70]**
 Agreement, **APP 1 [TCD:39]**
 Agreement year, **APP 1 [TCD:40]**
 Airline brand, **APP 1 [TCD:40.50]**
 Airport, **APP 1 [TCD:41]**
 Airport director, **APP 1 [TCD:42]**
 Airport rules and regulations, **APP 1 [TCD:43]**
 Album, **APP 1 [TCD:44]**
 Allocation procedure, **APP 1 [TCD:45]**
 Ancillary
 materials, **APP 1 [TCD:46]**
 rights, **APP 1 [TCD:47]**
 services, **APP 1 [TCD:48]**
 Ancillary documents, **APP 1 [TCD:45.30]**
 Ancillary program, **APP 1 [TCD:45.50]**
 Anniversary date, **APP 1 [TCD:49]**
 Annual allowable amount, **APP 1 [TCD:49.30]**
 Annual report, **APP 1 [TCD:49.50]**
 Annual traction power amount, **APP 1 [TCD:49.70]**
 Anti-social force, **APP 1 [TCD:49.80]**
 Appearance costs, **APP 1 [TCD:50]**
 Applicable law(s), **APP 1 [TCD:51]**
 Applicable legislation, **APP 1 [TCD:52]**
 Applicable requirements, **APP 1 [TCD:52.50]**
 by third party, **APP 1 [TCD:54.50]**
 Applicable taxes, **APP 1 [TCD:53]**
 Application, **APP 1 [TCD:54]**
 package, **APP 1 [TCD:55]**
 program, **APP 1 [TCD:56]**
 software, **APP 1 [TCD:57]**
 Appropriate legal notices, **APP 1 [TCD:58]**
 Approved program, **APP 1 [TCD:59]**
 Approved subcontractor, **APP 1 [TCD:60]**
 Approved third parties, **APP 1 [TCD:60.30]**
 Archaeological remains, **APP 1 [TCD:60.50]**
 Article, **APP 1 [TCD:60.70]**
 Asset management, **APP 1 [TCD:60.80]**
 Assets, **APP 1 [TCD:61]**
 Assignment, **APP 1 [TCD:61.30]**
 Assignment costs, **APP 1 [TCD:61.50]**

DEFINED TERMS—Cont'd

- Associated company, **APP 1 [TCD:62]**
- Attraction, **APP 1 [TCD:63]**
- Auditors, **APP 1 [TCD:64]**
- Authority, **APP 1 [TCD:65]**
- Authority having jurisdiction, **APP 1 [TCD:65.10]**
- Authority requirement, **APP 1 [TCD:65.30]**
- Authorized contractor, **APP 1 [TCD:65.70]**
- Authorized market, **APP 1 [TCD:66]**
- Authorized parties, **APP 1 [TCD:66.50]**
- Authorized sub-contractor, **APP 1 [TCD:67]**
- Authorized user(s), **APP 1 [TCD:68; TCD:71]**
 - created e-content, **APP 1 [TCD:69]**
 - review(s), **APP 1 [TCD:70]**
- Authors, **APP 1 [TCD:72]**
- Automatic data collection services, **APP 1 [TCD:72.70]**
- Auto renew, **APP 1 [TCD:72.50]**
- Auto renewal term, **APP 1 [TCD:72.60]**
- Available term credit, **APP 1 [TCD:73]**
- Background information, **APP 1 [TCD:74]**
- Backup facility, **APP 1 [TCD:74.50]**
- Back-up policy, **APP 1 [TCD:73.70]**
- Balanced score card criteria, **APP 1 [TCD:75.50]**
- Balanced scorecard indicators, **APP 1 [TCD:76]**
- Balance sheet, **APP 1 [TCD:75]**
- Bank, **APP 1 [TCD:77]**
- Bank account, **APP 1 [TCD:78]**
- Bank Act security, **APP 1 [TCD:79]**
- Bankers, **APP 1 [TCD:80]**
- Bankers' acceptance
 - drawdown, **APP 1 [TCD:81]**
 - loan, **APP 1 [TCD:82]**
 - proceeds, **APP 1 [TCD:83]**
- Banking day, **APP 1 [TCD:84]**
- Banking premises, **APP 1 [TCD:85]**
- Bankruptcy Act, **APP 1 [TCD:86]**
- Base compensation, **APP 1 [TCD:87]**
- Base rate, **APP 1 [TCD:88]**
 - drawdown, **APP 1 [TCD:89]**
 - loan, **APP 1 [TCD:90]**
- Basic rent, **APP 1 [TCD:91]**
- Basic sanitation, **APP 1 [TCD:92]**
- Basic water supply, **APP 1 [TCD:93]**
- BDU, **APP 1 [TCD:73.30]**

DEFINED TERMS—Cont'd

Benchmark, **APP 1 [TCD:94]**
 Benchmarking process, **APP 1 [TCD:95]**
 Best efforts, **APP 1 [TCD:96]**
 Bid security, **APP 1 [TCD:96.30]**
 Billing month, **APP 1 [TCD:96.70]**
 Billing period, **APP 1 [TCD:97]**
 Biographical materials, **APP 1 [TCD:98]**
 Board, **APP 1 [TCD:99]**
 Bond, **APP 1 [TCD:100]**
 Bond year, **APP 1 [TCD:100.50]**
 Borrower, **APP 1 [TCD:101]**
 Borrowings, **APP 1 [TCD:106]**
 base, **APP 1 [TCD:102]**
 base report, **APP 1 [TCD:103]**
 limit, **APP 1 [TCD:104]**
 notice, **APP 1 [TCD:105]**
 Box office, **APP 1 [TCD:107]**
 receipts, **APP 1 [TCD:108]**
 Branch, **APP 1 [TCD:109]**
 Break fee, **APP 1 [TCD:110]**
 Broadcast centre, **APP 1 [TCD:110.50]**
 Budget, **APP 1 [TCD:111]**
 Budget records, **APP 1 [TCD:112]**
 Budgets, **APP 1 [TCD:113]**
 Building, **APP 1 [TCD:114]**
 systems, **APP 1 [TCD:115]**
 Bulk accounts, **APP 1 [TCD:115.50]**
 Bundled product, **APP 1 [TCD:116]**
 Business, **APP 1 [TCD:117]**
 Business continuity event, **APP 1 [TCD:118]**
 Business continuity plan, **APP 1 [TCD:119]**
 Business day, **APP 1 [TCD:120]**
 Business information, **APP 1 [TCD:121]**
 Business partner, **APP 1 [TCD:122]**
 Business plan, **APP 1 [TCD:120.50]**
 By-law, **APP 1 [TCD:123]**
 Cable system(s), **APP 1 [TCD:124.50]**
 Calendar day, **APP 1 [TCD:124.70]**
 Calendar year, **APP 1 [TCD:124.80]**
 Canada, **APP 1 [TCD:125]**
 Canadian, **APP 1 [TCD:126]**
 Canadian dollars, **APP 1 [TCD:127]**
 Canadian loans, **APP 1 [TCD:128]**

DEFINED TERMS—Cont'd

- Canadian partners, **APP 1 [TCD:129]**
- Canadian production, **APP 1 [TCD:130]**
- Capital, **APP 1 [TCD:131]**
 - account, **APP 1 [TCD:132]**
 - contribution, **APP 1 [TCD:133]**
 - expenditures, **APP 1 [TCD:134]**
 - variation expenditure, **APP 1 [TCD:135]**
 - work, **APP 1 [TCD:136]**
- Capitalization of the production, **APP 1 [TCD:137]**
- Card location, **APP 1 [TCD:138]**
- Carrier mobile tv, **APP 1 [TCD:138.30]**
- Carrier related party, **APP 1 [TCD:138.70]**
- Cash allowance equipment costs, **APP 1 [TCD:138.80]**
- Cash available for distribution, **APP 1 [TCD:139]**
- Cash flow, **APP 1 [TCD:140]**
- Cast album, **APP 1 [TCD:141]**
- Cast incapacity, **APP 1 [TCD:142]**
- Casual ticket, **APP 1 [TCD:143]**
- Catch-up rights, **APP 1 [TCD:143.50]**
 - in law, **APP 1 [TCD:151]**
- Cause, **APP 1 [TCD:143.100]**
- Certificate, **APP 1 [TCD:144]**
- Certificate of analysis, **APP 1 [TCD:145]**
- Certificate of conformance, **APP 1 [TCD:146]**
- Certification, **APP 1 [TCD:147]**
- Certified production costs, **APP 1 [TCD:148]**
- Chair, **APP 1 [TCD:149]**
- Change, **APP 1 [TCD:150]**
 - in control, **APP 1 [TCD:151]**
 - of control, **APP 1 [TCD:152]**
 - order, **APP 1 [TCD:153]**
 - request, **APP 1 [TCD:154]**
- Charge(s), **APP 1 [TCD:155; TCD:156]**
- Chief executive officer, **APP 1 [TCD:157]**
- Chief financial officer, **APP 1 [TCD:157.50]**
- Chief nursing executive, **APP 1 [TCD:158]**
- Chief of staff, **APP 1 [TCD:159]**
- Claim, **APP 1 [TCD:160]**
- Class environmental assessment process, **APP 1 [TCD:160.50]**
- Client, **APP 1 [TCD:161]**
- Client agents, **APP 1 [TCD:161.30]**
- Client confidential information, **APP 1 [TCD:161.50]**
- Client contracting party, **APP 1 [TCD:161.70]**

DEFINED TERMS—Cont'd

Client data, **APP 1 [TCD:162]**
 Client direct competitor, **APP 1 [TCD:162.50]**
 Client hardware, **APP 1 [TCD:162.20]**
 Client materials, **APP 1 [TCD:162.40]**
 Client personnel, **APP 1 [TCD:162.60]**
 Client program projects, **APP 1 [TCD:162.70]**
 Client's customers, **APP 1 [TCD:164]**
 Client sites, **APP 1 [TCD:162.80]**
 Client work product, **APP 1 [TCD:163]**
 Clinical human resources plan, **APP 1 [TCD:165]**
 Clinical/non-clinical services, **APP 1 [TCD:165.70]**
 Clinical/non-clinical service user, **APP 1 [TCD:165.30]**
 Clinical responsibilities, **APP 1 [TCD:166]**
 Clinical use, **APP 1 [TCD:166.50]**
 Closed network, **APP 1 [TCD:167]**
 Closing, **APP 1 [TCD:168]**
 date, **APP 1 [TCD:169]**
 place, **APP 1 [TCD:170]**
 time, **APP 1 [TCD:171]**
 Cloud infrastructure, **APP 1 [TCD:171.50]**
 Cloud server(s), **APP 1 [TCD:172]**
 Cloud services, **APP 1 [TCD:172.50]**
 Club, **APP 1 [TCD:173]**
 Code, **APP 1 [TCD:175]**
 Collateral, **APP 1 [TCD:176]**
 College, **APP 1 [TCD:177]**
 College of Family Physicians, **APP 1 [TCD:178]**
 Commencement date, **APP 1 [TCD:179]**
 Commencement event, **APP 1 [TCD:179.50]**
 Commencement period, **APP 1 [TCD:180]**
 Commercial close, **APP 1 [TCD:181]**
 Commercial close target date, **APP 1 [TCD:182]**
 Commercial paper notes, **APP 1 [TCD:182.50]**
 Commercial production, **APP 1 [TCD:183]**
 Commercial subscribers, **APP 1 [TCD:183.50]**
 Commercial tie-up, **APP 1 [TCD:184]**
 Commission, **APP 1 [TCD:184.50]**
 Commissioning plan, **APP 1 [TCD:185]**
 Committed standby facility, **APP 1 [TCD:186]**
 Commodity tax, **APP 1 [TCD:186.50]**
 Common share, **APP 1 [TCD:186.100]**
 Common stream, **APP 1 [TCD:187]**
 Communication plan, **APP 1 [TCD:188]**

DEFINED TERMS—Cont'd

Communications manual, **APP 1 [TCD:189]**
Community customers, **APP 1 [TCD:189.50]**
Commuted value, **APP 1 [TCD:190]**
Commuter rail maintenance facility, **APP 1 [TCD:190.50]**
Company, **APP 1 [TCD:191]**
 agent, **APP 1 [TCD:192]**
 architecture, **APP 1 [TCD:193]**
 auditors, **APP 1 [TCD:194]**
 competitor, **APP 1 [TCD:195]**
 consents, **APP 1 [TCD:196]**
 data, **APP 1 [TCD:197]**
 data safeguards, **APP 1 [TCD:198]**
 entity, **APP 1 [TCD:199]**
 group, **APP 1 [TCD:200]**
 hardware, **APP 1 [TCD:201]**
 indemnified parties, **APP 1 [TCD:202]**
 IP, **APP 1 [TCD:203]**
 privacy policies, **APP 1 [TCD:204]**
 record retention policies, **APP 1 [TCD:205]**
 service location, **APP 1 [TCD:206]**
Company's manual, **APP 1 [TCD:207]**
Compensated time, **APP 1 [TCD:208]**
Compensation, **APP 1 [TCD:209]**
Compete, **APP 1 [TCD:210]**
Competitive navigational tools, **APP 1 [TCD:211]**
Competitor, **APP 1 [TCD:211.50]**
Completion date, **APP 1 [TCD:212]**
Completion of services, **APP 1 [TCD:212.50]**
Compliance certificate, **APP 1 [TCD:213]**
Complimentary ticket, **APP 1 [TCD:214]**
Component basis, **APP 1 [TCD:215]**
Composition(s), **APP 1 [TCD:216; TCD:217]**
Computer, **APP 1 [TCD:218]**
 operations, **APP 1 [TCD:219]**
 software, **APP 1 [TCD:220]**
 technology, **APP 1 [TCD:221]**
Concept master plan, **APP 1 [TCD:222]**
Concession, **APP 1 [TCD:223]**
Concessionaire, **APP 1 [TCD:224.10]**
 concessionaire-operated components, **APP 1 [TCD:224.110]**
 content, **APP 1 [TCD:224.20]**
 default amount, **APP 1 [TCD:224.30]**
 design submittal, **APP 1 [TCD:224.40]**

DEFINED TERMS—Cont'd

- Concessionaire, APP 1 [TCD:224.10]—Cont'd
 - financing, APP 1 [TCD:224.50]
 - relocated utility, APP 1 [TCD:224.60]
 - sustainability plan, APP 1 [TCD:224.90]
 - termination event, APP 1 [TCD:224.70]
 - tools, APP 1 [TCD:224.80]
 - utility tracking report, APP 1 [TCD:224.100]; APP 1 [TCD:262.50]
- Concession assets, APP 1 [TCD:224]
- Confidential, APP 1 [TCD:224.90]
- Confidential information, APP 1 [TCD:225]
- Confirmed nomination, APP 1 [TCD:226]
- Conflict of interest, APP 1 [TCD:226.50]
- Connected source, APP 1 [TCD:227]
- Consent, APP 1 [TCD:228]
- Consent fee, APP 1 [TCD:229]
- Consideration, APP 1 [TCD:230]
- Consortium agreement, APP 1 [TCD:231]
- Consortium obligations, APP 1 [TCD:232]
- Construction
 - budget, APP 1 [TCD:233]
 - contract, APP 1 [TCD:234]
 - cost, APP 1 [TCD:235]
 - documents, APP 1 [TCD:236]
 - work, APP 1 [TCD:237]
- Consultant, APP 1 [TCD:238]
- Consultant coordination, APP 1 [TCD:239]
- Consultant's business, APP 1 [TCD:240]
- Consulting services, APP 1 [TCD:240.50]
- Consulting services agreement, APP 1 [TCD:241]
- Consumer, APP 1 [TCD:242]
- Consumer installation, APP 1 [TCD:243]
- Contaminant, APP 1 [TCD:244]
- Contaminants, APP 1 [TCD:245]
- Contaminated water, APP 1 [TCD:246]
- Contamination, APP 1 [TCD:247]
- Content, APP 1 [TCD:248]; APP 1 [TCD:1121.20]
- Content owner
 - affiliate, APP 1 [TCD:249]
 - brand features, APP 1 [TCD:250]
 - brand guidelines, APP 1 [TCD:251]
 - news services, APP 1 [TCD:252]
 - search engine, APP 1 [TCD:253]
 - software, APP 1 [TCD:254]

DEFINED TERMS—Cont'd

- Content owner—Cont'd
 - system, **APP 1 [TCD:255]**
- Continuing obligations, **APP 1 [TCD:256]**
- Continuous service, **APP 1 [TCD:257]**
- Contract, **APP 1 [TCD:258]**
 - documents, **APP 1 [TCD:259]**
 - interest, **APP 1 [TCD:260]**
 - work, **APP 1 [TCD:261]**
 - year, **APP 1 [TCD:262]**
- Contracting parties, **APP 1 [TCD:262.50]**
- Contractor, **APP 1 [TCD:263]**
- Control, **APP 1 [TCD:264]**
- Control objectives, **APP 1 [TCD:265]**
- Control or controlled, **APP 1 [TCD:266]**
- Convey, **APP 1 [TCD:267]**
- Copyright(s), **APP 1 [TCD:268; TCD:269]**
- Core team, **APP 1 [TCD:270]**
- Corporation, **APP 1 [TCD:271]**
- Corporation equipment, **APP 1 [TCD:272]**
- Corporations Act, **APP 1 [TCD:273]**
- Corresponding source, **APP 1 [TCD:274]**
- Cost of the financing, **APP 1 [TCD:274.30]**
- Cost of the work, **APP 1 [TCD:274.70]**
- Counsel, **APP 1 [TCD:275]**
- Co-writer, **APP 1 [TCD:174]**
- CPI, **APP 1 [TCD:276]**
- C.P.I., **APP 1 [TCD:124]**
- Creative team, **APP 1 [TCD:277]**
- Credentials committee, **APP 1 [TCD:278]**
- Credit excess, **APP 1 [TCD:279]**
- Credit facility, **APP 1 [TCD:279.30]**
- Credit facility obligations, **APP 1 [TCD:279.70]**
 - account, **APP 1 [TCD:293.50]**
 - center, **APP 1 [TCD:320.50]**
 - content, **APP 1 [TCD:300.50]**
 - equipment, **APP 1 [TCD:302.50]**
 - input, **APP 1 [TCD:305.50]**
 - marketing material, **APP 1 [TCD:307.30]**
 - marks, **APP 1 [TCD:307.70]**
 - protection legislation, **APP 1 [TCD:323.50]**
 - purchase order, **APP 1 [TCD:309.50]**
- Credit information, **APP 1 [TCD:280]**
- Credit spreads, **APP 1 [TCD:281]**

DEFINED TERMS—Cont'd

Critical individual, **APP 1 [TCD:282]**
 Critical milestone, **APP 1 [TCD:283]**
 Critical milestone completion date, **APP 1 [TCD:284]**
 Crown, **APP 1 [TCD:285]**
 CRTC, **APP 1 [TCD:276.50]**
 Cubic metre, **APP 1 [TCD:286]**
 Currency, **APP 1 [TCD:287]**
 Current account, **APP 1 [TCD:288]**
 Current assets, **APP 1 [TCD:289]**
 Current liabilities, **APP 1 [TCD:290]**
 Custodian, **APP 1 [TCD:291]**
 Custom developed software, **APP 1 [TCD:292]**
 Customer, **APP 1 [TCD:293]**
 affiliates, **APP 1 [TCD:294]**
 agent, **APP 1 [TCD:295]**
 agreement, **APP 1 [TCD:296]**
 architecture, **APP 1 [TCD:297]**
 auditors, **APP 1 [TCD:298]**
 competitor, **APP 1 [TCD:299]**
 configuration, **APP 1 [TCD:299.50]**
 consents, **APP 1 [TCD:300]**
 data, **APP 1 [TCD:301]**
 data safeguards, **APP 1 [TCD:302]**
 group, **APP 1 [TCD:303]**
 hardware, **APP 1 [TCD:304]**
 indemnified parties, **APP 1 [TCD:305]**
 IP, **APP 1 [TCD:306]**
 locations, **APP 1 [TCD:307]**
 policies, **APP 1 [TCD:308]**
 privacy policies, **APP 1 [TCD:309]**
 record retention policies, **APP 1 [TCD:310]**
 senior executive, **APP 1 [TCD:311]**
 service delivery manager, **APP 1 [TCD:312]**
 service location, **APP 1 [TCD:313]**
 supplied resources, **APP 1 [TCD:314]**
 Customized module, **APP 1 [TCD:315]**
 Cutover, **APP 1 [TCD:316]**
 Daily basis, **APP 1 [TCD:317]**
 Daily contract quantity or dcq, **APP 1 [TCD:318]**
 Daily-monthly basis, **APP 1 [TCD:319]**
 Data, **APP 1 [TCD:320]**
 entry, **APP 1 [TCD:321]**
 exchange format, **APP 1 [TCD:321.30]**

DEFINED TERMS—Cont'd

- Data, **APP 1 [TCD:320]**—Cont'd
 - owner, **APP 1 [TCD:321.70]**
 - processing services, **APP 1 [TCD:322]**
 - protection law, **APP 1 [TCD:323]**
 - security breach, **APP 1 [TCD:324]**
 - subject, **APP 1 [TCD:325]**
- Date of beginning of operations, **APP 1 [TCD:326]**
- Date of termination, **APP 1 [TCD:327]**
- Day, **APP 1 [TCD:328]**
- Dean, **APP 1 [TCD:329]**
- Debenture, **APP 1 [TCD:330]**
- Debt service requirements, **APP 1 [TCD:330.50]**
- Declaration, **APP 1 [TCD:331]**
- Default, **APP 1 [TCD:332]**
- Defect, **APP 1 [TCD:333]**
- Defect report, **APP 1 [TCD:334]**
- Deficiencies, **APP 1 [TCD:335]**
- Deliverables, **APP 1 [TCD:336]**
- Delivery date, **APP 1 [TCD:337]**
- Delivery point, **APP 1 [TCD:338]**
- Dental staff, **APP 1 [TCD:339]**
- Dentist, **APP 1 [TCD:340]**
- Department, **APP 1 [TCD:341]**
- Department chief, **APP 1 [TCD:342]**
- Departure date, **APP 1 [TCD:343]**
- Dependant, **APP 1 [TCD:344]**
- Deposit documents, **APP 1 [TCD:345]**
- Derivative work, **APP 1 [TCD:346]**
- Design, **APP 1 [TCD:347]**
 - data, **APP 1 [TCD:349]**
 - professional, **APP 1 [TCD:349.50]**
 - team, **APP 1 [TCD:350]**
 - work, **APP 1 [TCD:351]**
- Design and bid fee, **APP 1 [TCD:348]**
- Designated account, **APP 1 [TCD:352]**
- Designated equipment, **APP 1 [TCD:353]**
- Designated services, **APP 1 [TCD:354]**
- Designated users, **APP 1 [TCD:350.50]**
- Designs, **APP 1 [TCD:355]**
- Developed IP, **APP 1 [TCD:356]**
- Developed materials, **APP 1 [TCD:356.50]**
- Developer, **APP 1 [TCD:357]**
- Developer products, **APP 1 [TCD:358]**

DEFINED TERMS—Cont'd

Development approval, **APP 1 [TCD:358.50]**
 Developments, **APP 1 [TCD:359]**
 Device, **APP 1 [TCD:359.30]**
 Digital classroom use, **APP 1 [TCD:359.50]**
 Digital media products, **APP 1 [TCD:360]**
 Digital media rights, **APP 1 [TCD:361]**
 Digital media sales training software, **APP 1 [TCD:362]**
 Digital platform, **APP 1 [TCD:362.50]**
 Direct losses, **APP 1 [TCD:362.70]**
 Director, **APP 1 [TCD:365]**
 Direct personnel expense, **APP 1 [TCD:363]**
 Direct project costs, **APP 1 [TCD:364]**
 Disabling code, **APP 1 [TCD:366]**
 Disaster, **APP 1 [TCD:366.10]**
 Disaster notification, **APP 1 [TCD:366.30]**
 Disaster notification fee, **APP 1 [TCD:366.50]**
 Disaster recovery incident, **APP 1 [TCD:366.70]**
 Disaster recovery plan, **APP 1 [TCD:367]**
 Discharge permit, **APP 1 [TCD:368]**
 Discretion, **APP 1 [TCD:369]**
 Discriminatory change in law, **APP 1 [TCD:370]**
 Dispute resolution procedure, **APP 1 [TCD:370.50]**
 Disruptive behaviour, **APP 1 [TCD:371]**
 Distinct software applications, **APP 1 [TCD:371.30]**
 Distribution, **APP 1 [TCD:371.50]**
 Distributor, **APP 1 [TCD:372]**
 District sales tax area, **APP 1 [TCD:372.50]**
 Diversions, **APP 1 [TCD:373]**
 Divulge, **APP 1 [TCD:373.50]**
 Document, **APP 1 [TCD:374]**
 Documentation, **APP 1 [TCD:375]**
 Dollars, **APP 1 [TCD:375.30]**
 Download to own rights, **APP 1 [TCD:375.70]**
 Downtime, **APP 1 [TCD:376]**
 Drawdown, **APP 1 [TCD:377]**
 Drawdown date, **APP 1 [TCD:378]**
 DTH, **APP 1 [TCD:378.30]**
 DTH system, **APP 1 [TCD:378.70]**
 Early work, **APP 1 [TCD:382.20]**
 Early work effective date, **APP 1 [TCD:382.40]**
 Early work insurance requirements, **APP 1 [TCD:382.60]**
 Early work notice to proceed, **APP 1 [TCD:382.80]**
 Earned box office receipts, **APP 1 [TCD:379]**

DEFINED TERMS—Cont'd

- Earned value, **APP 1 [TCD:383.50]**
- Earnings, **APP 1 [TCD:380]**
- ECFAA, **APP 1 [TCD:381]**
- E-content, **APP 1 [TCD:382]**
- EDT network, **APP 1 [TCD:383]**
- EDT protocol, **APP 1 [TCD:384]**
- Educational purposes, **APP 1 [TCD:384.50]**
- Effective date, **APP 1 [TCD:385]**
- Effective financial statements, **APP 1 [TCD:386]**
- Electronic book, **APP 1 [TCD:387]**
- Electronic financial services, **APP 1 [TCD:387.50]**
- Electronic rights, **APP 1 [TCD:388]**
- Eligible inventory, **APP 1 [TCD:389]**
- Eligible production costs, **APP 1 [TCD:389.50]**
- Eligible receivable, **APP 1 [TCD:390]**
- Emergency, **APP 1 [TCD:391]**
- Emergency maintenance, **APP 1 [TCD:392]**
- Emergency situations, **APP 1 [TCD:393]**
- Employee, **APP 1 [TCD:394]**
- Employee total annual compensation, **APP 1 [TCD:395]**
- Encumbrance(s), **APP 1 [TCD:396]**
- Endangered species, **APP 1 [TCD:396.20]**
- End date, **APP 1 [TCD:396.40]**
- Endorsement, **APP 1 [TCD:397]**
- End-user account, **APP 1 [TCD:396.80]**
- End-user content, **APP 1 [TCD:396.100]**
- End-user license agreement, **APP 1 [TCD:396.120]**
- End-user or end user(s), **APP 1 [TCD:396.60]**
- Enhancements, **APP 1 [TCD:398]**
- Entity, **APP 1 [TCD:399]**
- Environment, **APP 1 [TCD:399.50]**
 - condition, **APP 1 [TCD:402.30]**
 - condition bid report, **APP 1 [TCD:402.50]**
 - condition clean-up report, **APP 1 [TCD:402.70]**
- Environmental
 - activity, **APP 1 [TCD:400]**
 - approvals, **APP 1 [TCD:401]**
 - compliance, **APP 1 [TCD:402]**
 - damage, **APP 1 [TCD:403]**
 - laws, **APP 1 [TCD:404]**
- Equipment, **APP 1 [TCD:405]**
- Equity, **APP 1 [TCD:406]**
- Equity bridge lenders, **APP 1 [TCD:406.30]**

DEFINED TERMS—Cont'd

Equity commitments, **APP 1 [TCD:406.50]**
 Equity interest, **APP 1 [TCD:407]**
 Equity IRR, **APP 1 [TCD:406.70]**
 Equivalent amount, **APP 1 [TCD:408]**
 Error, **APP 1 [TCD:409]**
 Escrow agreement, **APP 1 [TCD:410]**
 Escrow materials, **APP 1 [TCD:411]**
 Exceptions, **APP 1 [TCD:412.50]**
 Excess cash flow, **APP 1 [TCD:413]**
 Excess funds amount, **APP 1 [TCD:413.50]**
 Exchange equivalent, **APP 1 [TCD:414]**
 Exchange rate, **APP 1 [TCD:415]**
 Excluded advertising, **APP 1 [TCD:416]**
 Excluded assets, **APP 1 [TCD:417]**
 Excluded fields of use, **APP 1 [TCD:417.50]**
 Excluded taxes, **APP 1 [TCD:418]**
 Excused unavailability, **APP 1 [TCD:419]; APP 1 [TCD:419.50]**
 Executive member, **APP 1 [TCD:419.70]**
 Executives, **APP 1 [TCD:420]**
 Exempt refinancing, **APP 1 [TCD:420.50]**
 Exhibit A, **APP 1 [TCD:421]**
 Exit plan, **APP 1 [TCD:422]**
 Ex officio, **APP 1 [TCD:412]**
 Expected water chemistry range, **APP 1 [TCD:423]**
 Expenditures, **APP 1 [TCD:424]**
 Expiration, **APP 1 [TCD:424.50]**
 Expiration date or term expiration date, **APP 1 [TCD:424.50]**
 Expiry date, **APP 1 [TCD:425]**
 Export controls, **APP 1 [TCD:426]**
 Extended class nurses, **APP 1 [TCD:427]**
 Extended class nursing staff, **APP 1 [TCD:428]**
 Extended term(s), **APP 1 [TCD:429]**
 Extension term, **APP 1 [TCD:429.30]**
 Extensive force majeure event, **APP 1 [TCD:429.70]**
 Extraordinary resolution, **APP 1 [TCD:430]**
 Facility, **APP 1 [TCD:431]**
 coordination agreement, **APP 1 [TCD:431.50]**
 lending period, **APP 1 [TCD:432]**
 operator, **APP 1 [TCD:433]**
 Fair market value, **APP 1 [TCD:434]**
 Fair market value statement, **APP 1 [TCD:435]**
 Fare revenue, **APP 1 [TCD:435.30]**
 Fare system equipment, **APP 1 [TCD:435.70]**

DEFINED TERMS—Cont'd

- Farm, APP 1 [TCD:436]
 - building, APP 1 [TCD:437]
 - equipment, APP 1 [TCD:438]
 - implements, APP 1 [TCD:439]
 - land, APP 1 [TCD:440]
 - residence, APP 1 [TCD:441]
- Fault, APP 1 [TCD:442]
- Feasibility study, APP 1 [TCD:443]
- Features, APP 1 [TCD:1121.40]
- Federal railroad administration, APP 1 [TCD:443.30]
- Federal transit administration, APP 1 [TCD:443.70]
- Fees, APP 1 [TCD:444]
- Fellowship, APP 1 [TCD:445]
- Field review/general review, APP 1 [TCD:446]
- Final acceptance, APP 1 [TCD:446.10]
- Final completion, APP 1 [TCD:446.20]
- Final completion certificate, APP 1 [TCD:446.40]
- Final completion date, APP 1 [TCD:446.60]
- Final completion deadline date, APP 1 [TCD:446.80]
- Final design submittals, APP 1 [TCD:446.100]
- Final proposal due date, APP 1 [TCD:446.120]
- Final proposal score, APP 1 [TCD:447]
- Financial
 - institution, APP 1 [TCD:448]
 - model, APP 1 [TCD:449]
 - score, APP 1 [TCD:450]
 - services provider, APP 1 [TCD:451]
 - statements, APP 1 [TCD:452]
- Financial close, APP 1 [TCD:447.30]
- Financial close target date, APP 1 [TCD:447.70]
 - model, APP 1 [TCD:448.20]
 - panel, APP 1 [TCD:448.40]
 - products agreement, APP 1 [TCD:448.60]
 - products payments, APP 1 [TCD:448.80]
 - products receipts, APP 1 [TCD:448.100]
 - products termination payment, APP 1 [TCD:448.120]
- Financing, APP 1 [TCD:452.50]
- Financing agreement, APP 1 [TCD:453]
- Financing costs, APP 1 [TCD:453.30]
- FIPPA, APP 1 [TCD:453.70]
- Firm, APP 1 [TCD:454]
- Firm or partnership, APP 1 [TCD:455]
- First-class, APP 1 [TCD:456]

DEFINED TERMS—Cont'd

Fiscal quarter, **APP 1 [TCD:457]**
 Fiscal year, **APP 1 [TCD:457.30]**
 Fixed charges, **APP 1 [TCD:458]**
 Flock, **APP 1 [TCD:459]**
 FM termination amount, **APP 1 [TCD:459.50]**
 FM termination event, **APP 1 [TCD:459.70]**
 Force majeure, **APP 1 [TCD:460]**
 Force majeure event, **APP 1 [TCD:460.30]**
 Force majeure notice, **APP 1 [TCD:460.70]**
 Franchised business, **APP 1 [TCD:462]**
 Franchise year, **APP 1 [TCD:461]**
 Free period, **APP 1 [TCD:463]**
 Free video on demand rights, **APP 1 [TCD:463.50]**
 Full-use program(s), **APP 1 [TCD:465]**
 Full user, **APP 1 [TCD:464]**
 Functionality, **APP 1 [TCD:465.50]**
 Functional specifications, **APP 1 [TCD:466]**
 Funders, **APP 1 [TCD:466.50]**
 Funding agent, **APP 1 [TCD:467]**
 Funding agreement, **APP 1 [TCD:468]**
 Funding letter, **APP 1 [TCD:468.30]**
 Funding year, **APP 1 [TCD:468.50]**
 Funds, **APP 1 [TCD:468.70]**
 GAAP, **APP 1 [TCD:469]**
 Gas, **APP 1 [TCD:470]**
 Gathering system, **APP 1 [TCD:471]**
 Gender and number, **APP 1 [TCD:472]**
 General assignment of book debts, **APP 1 [TCD:473]**
 General contractor, **APP 1 [TCD:473.30]**
 Generally accepted accounting principles, **APP 1 [TCD:477]**
 General manager, **APP 1 [TCD:473.50]**
 General partner, **APP 1 [TCD:474]**
 General partner interest, **APP 1 [TCD:475]**
 General security agreement, **APP 1 [TCD:476]**
 Geological obstructions, **APP 1 [TCD:477.50]**
 Gigajoule or GJ, **APP 1 [TCD:478]**
 Go-live date, **APP 1 [TCD:479]**
 Good industry practice, **APP 1 [TCD:479.50]**
 Goods and services tax, **APP 1 [TCD:480]**
 Governmental authority, **APP 1 [TCD:483]**
 Government authorities, **APP 1 [TCD:481]**
 Government fees, **APP 1 [TCD:482]**
 Grantee marketing material, **APP 1 [TCD:483.120]**

DEFINED TERMS—Cont'd

- Grantee marks, **APP 1 [TCD:483.100]**
- Grantor marketing material, **APP 1 [TCD:483.20]**
 - marketing platform, **APP 1 [TCD:483.40]**
 - marks, **APP 1 [TCD:483.60]**
 - products, **APP 1 [TCD:483.80]**
- Gross
 - margin, **APP 1 [TCD:484]**
 - proceeds, **APP 1 [TCD:485]**
 - receipts, **APP 1 [TCD:486]**
 - revenue, **APP 1 [TCD:487]**
 - sales, **APP 1 [TCD:488]**
- Ground physical and geophysical investigation, **APP 1 [TCD:488.50]**
- Guaranteed amount, **APP 1 [TCD:489]**
- Guaranteed price, **APP 1 [TCD:489.50]**
- Guarantees, **APP 1 [TCD:490]**
- Handover, **APP 1 [TCD:494.30]**
- Handover and reinstatement work procedures, **APP 1 [TCD:494.70]**
- Hangar, **APP 1 [TCD:491]**
- Hardware, **APP 1 [TCD:492]**
- Harmful code, **APP 1 [TCD:493]**
- Hazardous material, **APP 1 [TCD:494]**
- Hazardous substance, **APP 1 [TCD:495]**
- Hazop, **APP 1 [TCD:496]**
- Head of service, **APP 1 [TCD:497]**
- Health, safety and security requirements, **APP 1 [TCD:500.30]**
- Healthcare legislation, **APP 1 [TCD:500.70]**
- Health specific change in law, **APP 1 [TCD:500.20]**
- Heating value, **APP 1 [TCD:498]**
- Hereof, hereto and hereunder, **APP 1 [TCD:499]**
- Hits, **APP 1 [TCD:500]**
- Home page, **APP 1 [TCD:501]**
- Hosted system, **APP 1 [TCD:504.30]**
- Hourly rate, **APP 1 [TCD:504.70]**
- H-SAA / HSAA, **APP 1 [TCD:502]**
- HST, **APP 1 [TCD:503]**
- Html, **APP 1 [TCD:504]**
- Illicit code, **APP 1 [TCD:505.50]**
- Impact analysis, **APP 1 [TCD:506]**
- Implementation agreement, **APP 1 [TCD:507]**
- Implementation period, **APP 1 [TCD:508]**
- Implementation plan, **APP 1 [TCD:509]**
- Implementation schedule, **APP 1 [TCD:510]**
- Implementation services, **APP 1 [TCD:511]**

DEFINED TERMS—Cont'd

Implementing agreements, **APP 1 [TCD:511.50]**
 Improvement, **APP 1 [TCD:512]**
 Improvement opportunity, **APP 1 [TCD:513]**
 Improvements, **APP 1 [TCD:512.50]**
 In camera, **APP 1 [TCD:514]**
 Incapacity, **APP 1 [TCD:515]**
 Incentive return, **APP 1 [TCD:516]**
 Includes, **APP 1 [TCD:517]**
 Including, **APP 1 [TCD:518]**
 Income tax, **APP 1 [TCD:519]**
 Income tax act, **APP 1 [TCD:520]**
 Incurred cost event, **APP 1 [TCD:520.70]**
 Incurred costs, **APP 1 [TCD:520.30]**
 Indebtedness, **APP 1 [TCD:521]**
 Indemnified party, **APP 1 [TCD:522]**
 Indemnitee, **APP 1 [TCD:523]**
 Independent contractor, **APP 1 [TCD:523.50]**
 Independent director, **APP 1 [TCD:524]**
 Index linked, **APP 1 [TCD:525]**
 Industrial use, **APP 1 [TCD:526]**
 Ineligible production costs, **APP 1 [TCD:526.50]**
 Information, **APP 1 [TCD:527]**
 Information assets/systems, **APP 1 [TCD:527.50]**
 Information management, **APP 1 [TCD:528]**
 Information provider, **APP 1 [TCD:529]**
 Information services & technology unit, **APP 1 [TCD:530]**
 Infrastructure, **APP 1 [TCD:531]**
 Initial capital contribution, **APP 1 [TCD:532]**
 Initial partnership loan, **APP 1 [TCD:533]**
 Initial subscription term, **APP 1 [TCD:533.50]**
 Initial term, **APP 1 [TCD:533.70]**
 Innovation proposal, **APP 1 [TCD:534]**
 Input data, **APP 1 [TCD:535]**
 Insolvency event, **APP 1 [TCD:536]**
 Installation sites, **APP 1 [TCD:537]**
 Instruments of service, **APP 1 [TCD:538]**
 Insurance conditions, **APP 1 [TCD:539]**
 Insurance products, **APP 1 [TCD:539.50]**
 Intellectual property, **APP 1 [TCD:540]**
 Intellectual property rights, **APP 1 [TCD:541]**
 Interactive services, **APP 1 [TCD:542]**
 Interest expenses, **APP 1 [TCD:543]**
 Interest rate, **APP 1 [TCD:544]**

DEFINED TERMS—Cont'd

Interim period, **APP 1 [TCD:545]**
Internal agreement price, **APP 1 [TCD:546]**
Internet, **APP 1 [TCD:547]**
Internet streaming, **APP 1 [TCD:548]**
Interest reference rate, **APP 1 [TCD:544.50]**
Interruptible, **APP 1 [TCD:549]**
Inventions, **APP 1 [TCD:550]**
Inventory, **APP 1 [TCD:551]**
Inventory borrowing base, **APP 1 [TCD:552]**
Investment Canada Act, **APP 1 [TCD:553]**
Investment income, **APP 1 [TCD:554]**
I/o channel, **APP 1 [TCD:505]**
IP, **APP 1 [TCD:555]**
IPA, **APP 1 [TCD:556]**
Joint account, **APP 1 [TCD:557]**
Joint IT proposal, **APP 1 [TCD:558]**
Joint venture, **APP 1 [TCD:559]**
 account, **APP 1 [TCD:560]**
 agreement, **APP 1 [TCD:561]**
 assets, **APP 1 [TCD:562]**
 interest, **APP 1 [TCD:563]**
Joule or J, **APP 1 [TCD:564]**
Key individual, **APP 1 [TCD:565]**
Key performance indicators, **APP 1 [TCD:565.50]**
Key personnel, **APP 1 [TCD:566]**
Kiosk licence fee, **APP 1 [TCD:567]**
Know-how, **APP 1 [TCD:568]**
Land, **APP 1 [TCD:569]**
Language, **APP 1 [TCD:569.50]**
Law, **APP 1 [TCD:570]**
LBBR, **APP 1 [TCD:571]**
League PA, **APP 1 [TCD:572]**
Lease, **APP 1 [TCD:573]**
Leased substances, **APP 1 [TCD:575]**
Leases, **APP 1 [TCD:576]**
Lease year, **APP 1 [TCD:574]**
Legal change, **APP 1 [TCD:577]**
Legal proceeding, **APP 1 [TCD:578]**
Legislation, **APP 1 [TCD:579]**
Lender, **APP 1 [TCD:580]**
Lender's direct agreement, **APP 1 [TCD:580.30]**
Lenders' liabilities, **APP 1 [TCD:580.70a]**
Lending agreement, **APP 1 [TCD:581]**

DEFINED TERMS—Cont'd

- Letters, **APP 1 [TCD:582]**
- Letters of credit, **APP 1 [TCD:583]**
- Letters of guarantee, **APP 1 [TCD:584]**
- LHIN, **APP 1 [TCD:585]**
- Liabilities, **APP 1 [TCD:586]**
- Libor
 - drawdowns, **APP 1 [TCD:587]**
 - interest period, **APP 1 [TCD:588]**
 - loan, **APP 1 [TCD:589]**
 - rate, **APP 1 [TCD:590]**
- Licence agreement, **APP 1 [TCD:591]**
- Licence year, **APP 1 [TCD:592]**
- Licensed
 - applications, **APP 1 [TCD:593]**
 - documentation, **APP 1 [TCD:594]**
 - materials, **APP 1 [TCD:595]**
 - patent, **APP 1 [TCD:596]**
 - process, **APP 1 [TCD:597]**
 - product, **APP 1 [TCD:598]**
 - program, **APP 1 [TCD:599]**
 - program and materials, **APP 1 [TCD:600]**
 - rights, **APP 1 [TCD:601]**
 - software, **APP 1 [TCD:602]**
 - technology, **APP 1 [TCD:602.50]**
 - territory, **APP 1 [TCD:603]**
- Licensed content, **APP 1 [TCD:539.50]**
- Licensee
 - affiliate, **APP 1 [TCD:604]**
 - direct operating expense, **APP 1 [TCD:605]**
 - warehousing charge, **APP 1 [TCD:606]**
 - wholesale pricing, **APP 1 [TCD:607]**
- Licensor
 - e-content, **APP 1 [TCD:608]**
 - e-content services, **APP 1 [TCD:609]**
 - e-content system, **APP 1 [TCD:610]**
 - licensee and guarantor, **APP 1 [TCD:611]**
- Licensor brand, **APP 1 [TCD:607.50]**
- Lien, **APP 1 [TCD:612]**
- Limited assignment of construction contract, **APP 1 [TCD:612.50]**
- Limited partner(s), **APP 1 [TCD:613]**
- Limited user, **APP 1 [TCD:614]**
- Linear interactive and other linear digital media rights, **APP 1 [TCD:616]**
- Linear rights, **APP 1 [TCD:616.50]**

DEFINED TERMS—Cont'd

Line of sight signage revenues, **APP 1 [TCD:615]**
Link, **APP 1 [TCD:617]**
Linkage, **APP 1 [TCD:617.50]**
Liquidation trustee, **APP 1 [TCD:618]**
Litigation, **APP 1 [TCD:619]**
Loan account, **APP 1 [TCD:620]**
Loans, **APP 1 [TCD:621]**
Local withholding taxes, **APP 1 [TCD:621.50]**
Locked-in member, **APP 1 [TCD:622]**
Loss, **APP 1 [TCD:623]**
Losses, **APP 1 [TCD:624]**
Mainframe, **APP 1 [TCD:625]**
Maintenance contract, **APP 1 [TCD:625.50]**
Maintenance work, **APP 1 [TCD:625.70]**
Major impact, **APP 1 [TCD:626]**
Malicious code, **APP 1 [TCD:626.50]**
Management agreement, **APP 1 [TCD:627]**
Management committee, **APP 1 [TCD:628]**
Management personnel, **APP 1 [TCD:629]**
Management principles, **APP 1 [TCD:629.50]**
Manager, **APP 1 [TCD:630]**
Mandatory change, **APP 1 [TCD:631]**
Mandatory enhancements, **APP 1 [TCD:632]**
Manual, **APP 1 [TCD:633]**
Manufacture, **APP 1 [TCD:634]**
Manufacture date, **APP 1 [TCD:635]**
Marks, **APP 1 [TCD:636]**
Master, **APP 1 [TCD:637]**
Master agreement, **APP 1 [TCD:637.50]**
Master file, **APP 1 [TCD:638]**
Master recording(s), **APP 1 [TCD:639]**
Material adverse effect, **APP 1 [TCD:639.70]**
Material amendment, **APP 1 [TCD:639.50]**
Materials, **APP 1 [TCD:640]**
Maximum annual debt service requirements, **APP 1 [TCD:640.50]**
Maximum annual liquidity payment, **APP 1 [TCD:641]**
Maximum cost, **APP 1 [TCD:641.30]**
Maximum funds, **APP 1 [TCD:6341.50]**
Medical contamination, **APP 1 [TCD:641.70]**
Medical staff, **APP 1 [TCD:642]**
Megajoule or my, **APP 1 [TCD:643]**
Member, **APP 1 [TCD:644]**
Merchandise, **APP 1 [TCD:645]**

DEFINED TERMS—Cont'd

Merchandising, **APP 1 [TCD:646]**
 Messenger, **APP 1 [TCD:647]**
 Methodology, **APP 1 [TCD:648]**
 Midwife, **APP 1 [TCD:649]**
 Midwifery staff, **APP 1 [TCD:650]**
 Milestone credit, **APP 1 [TCD:651]**
 Milestone date, **APP 1 [TCD:652]**
 Milestone payment, **APP 1 [TCD:653]**
 Mine manager, **APP 1 [TCD:654]**
 Minimum compensation, **APP 1 [TCD:655]**
 Minimum equipment configuration, **APP 1 [TCD:656]**
 Minimum volume, **APP 1 [TCD:657]**
 Mining act, **APP 1 [TCD:658]**
 Mining operations, **APP 1 [TCD:659]**
 Minor deficiencies, **APP 1 [TCD:659.50]**
 Minor impact, **APP 1 [TCD:660]**
 Miscellaneous interests, **APP 1 [TCD:661]**
 Mobile technology service, **APP 1 [TCD:662]**
 Modification, **APP 1 [TCD:663]**
 Modify, **APP 1 [TCD:664]**
 MOHLTC, **APP 1 [TCD:665]**
 Money, **APP 1 [TCD:666]**
 Month, **APP 1 [TCD:667]**
 Monthly basis, **APP 1 [TCD:668]**
 Monthly period, **APP 1 [TCD:669]**
 Mortgaged properties, **APP 1 [TCD:670]**
 Mortgages, **APP 1 [TCD:671]**
 MOT, **APP 1 [TCD:672]**
 MSA contracting parties, **APP 1 [TCD:673]**
 MSA contracting party, **APP 1 [TCD:674]**
 Multiple disaster, **APP 1 [TCD:674.20]**
 Multiple unit dwellings, **APP 1 [TCD:674.30]**
 Municipal swap index, **APP 1 [TCD:674.50]**
 Musical, **APP 1 [TCD:675]**
 Musical selection, **APP 1 [TCD:676]**
 Named seat, **APP 1 [TCD:676.30]**
 National transit database, **APP 1 [TCD:676.50]**
 Near video on demand rights, **APP 1 [TCD:677]**
 Necessary claims, **APP 1 [TCD:678]**
 Net
 book value, **APP 1 [TCD:678.50]**
 capital gain and net capital loss, **APP 1 [TCD:679]**
 income, **APP 1 [TCD:680]**

DEFINED TERMS—Cont'd

Net—Cont'd

- income or net loss, **APP 1 [TCD:681]**
- present value, **APP 1 [TCD:682]**
- proceeds, **APP 1 [TCD:683]**
- proceeds of sales, **APP 1 [TCD:684]**
- profits, **APP 1 [TCD:685]**
- profits royalty, **APP 1 [TCD:686]**
- receipts, **APP 1 [TCD:687]**
- sales, **APP 1 [TCD:688]**
- wholesale price, **APP 1 [TCD:689]**
- Net effective interest rate, **APP 1 [TCD:679.50]**
- Net interest cost, **APP 1 [TCD:681.50]**
- Network services, **APP 1 [TCD:690]**
- New assets, **APP 1 [TCD:691]**
- New release, **APP 1 [TCD:692]**
- Nomination, **APP 1 [TCD:693]**
- Non-active member, **APP 1 [TCD:694]**
- Non-availability event, **APP 1 [TCD:695]**
- Non-conformance, **APP 1 [TCD:695.50]**
- Non-excusable event, **APP 1 [TCD:696]**
- Non-linear interactive and other non-linear digital media, **APP 1 [TCD:697]**
- Non-mandatory change, **APP 1 [TCD:698]**
- Non-personnel expenses, **APP 1 [TCD:699]**
- Non-theatrical rights, **APP 1 [TCD:700]**
- Normal business hours, **APP 1 [TCD:700.50]**
- Notice, **APP 1 [TCD:701]**
- NPV, **APP 1 [TCD:702]**
- NSB/ERD, **APP 1 [TCD:701.50]**
- Object code, **APP 1 [TCD:703]**
- Official body, **APP 1 [TCD:704]**
- Officials, **APP 1 [TCD:705]**
- OM, **APP 1 [TCD:706]**
- OMR, **APP 1 [TCD:708]**
- OM work, **APP 1 [TCD:707]**
- One time services, **APP 1 [TCD:709.50]**
- On or about, **APP 1 [TCD:709]**
- Opening night, **APP 1 [TCD:711]**
- Open network, **APP 1 [TCD:710]**
- Open-source software, **APP 1 [TCD:710.50]**
- Operating cash flow, **APP 1 [TCD:712]**
- Operating committee, **APP 1 [TCD:713]**
- Operating procedure, **APP 1 [TCD:714]**
- Operating quality control plan, **APP 1 [TCD:715]**

DEFINED TERMS—Cont'd

Operating systems, **APP 1 [TCD:716]**
 Operational acceptance testing, **APP 1 [TCD:717]**
 Operational performance requirements, **APP 1 [TCD:718]**
 Operational term, **APP 1 [TCD:716.70]**
 Operation and maintenance manual, **APP 1 [TCD:716.30]**
 Operations, **APP 1 [TCD:719]**
 Operator, **APP 1 [TCD:720]**
 Operator's consultant, **APP 1 [TCD:721]**
 Operator's contaminants, **APP 1 [TCD:722]**
 Operator's representative, **APP 1 [TCD:723]**
 Optioned rights, **APP 1 [TCD:725]**
 Option well, **APP 1 [TCD:724]**
 Oral and maxillofacial surgeon, **APP 1 [TCD:726]**
 Order form, **APP 1 [TCD:727]**
 Ordinary capital contribution, **APP 1 [TCD:728]**
 Ordinary repair and replacement, **APP 1 [TCD:729]**
 Ordinary resolution, **APP 1 [TCD:730]**
 Ordinary resolution of the class i limited partners, **APP 1 [TCD:731]**
 Organizational Documents, **APP 1 [TCD:731.50]**
 Other contractor, **APP 1 [TCD:732]**
 Other contractor's work, **APP 1 [TCD:733]**
 Other e-content, **APP 1 [TCD:734]**
 Other properties, **APP 1 [TCD:734.50]**
 Other supplier, **APP 1 [TCD:735]**
 Outage, **APP 1 [TCD:735.50]**
 Outfall, **APP 1 [TCD:736]**
 Outlet operators, **APP 1 [TCD:737]**
 Output data, **APP 1 [TCD:738]**
 Outside substances, **APP 1 [TCD:739]**
 Outside website, **APP 1 [TCD:740]**
 Outsourcing agreement committee, **APP 1 [TCD:741]**
 Outsourcing agreement factor, **APP 1 [TCD:742]**
 Outstanding, **APP 1 [TCD:742.50]**
 Overall remediation, **APP 1 [TCD:743]**
 Owned technology, **APP 1 [TCD:743.50]**
 Owner, **APP 1 [TCD:744]**
 Owner gas, **APP 1 [TCD:745]**
 Ownership agreement, **APP 1 [TCD:746]**
 Package, **APP 1 [TCD:747]**
 Parent, **APP 1 [TCD:748]**
 Participating units, **APP 1 [TCD:749]**
 Parties, **APP 1 [TCD:750]**
 Partner(s), **APP 1 [TCD:751]**

DEFINED TERMS—Cont'd

- Partnership, **APP 1 [TCD:752]**
 - agreement, **APP 1 [TCD:753]**
 - assets, **APP 1 [TCD:754]**
 - expenses, **APP 1 [TCD:755]**
 - loan, **APP 1 [TCD:756]**
 - proportion, **APP 1 [TCD:757]**
- Party, **APP 1 [TCD:750.50]; APP 1 [TCD:758]**
- Party and parties, **APP 1 [TCD:759]**
- Patents, **APP 1 [TCD:760]**
- Patient, **APP 1 [TCD:761]**
- Patient information, **APP 1 [TCD:761.50]**
- Patient safety indicators, **APP 1 [TCD:762]**
- Patrons, **APP 1 [TCD:763]**
- Payment commencement date, **APP 1 [TCD:763.30]**
- Payment dates, **APP 1 [TCD:763.50]**
- Payment periods, **APP 1 [TCD:763.70]**
- Peak time, **APP 1 [TCD:764]**
- Pensionable service, **APP 1 [TCD:767]**
- Pension adjustment, **APP 1 [TCD:765]**
- Pension fund, **APP 1 [TCD:766]**
- Performance, **APP 1 [TCD:768]**
- Performance guarantees, **APP 1 [TCD:768.50]**
- Performance improvement targets, **APP 1 [TCD:769]**
- Performance metrics, **APP 1 [TCD:770]**
- Performances, **APP 1 [TCD:771]**
- Periodic payment, **APP 1 [TCD:772]**
- Permits, **APP 1 [TCD:773]**
 - licences and approvals, **APP 1 [TCD:773.50]**
- Permitted
 - borrowing, **APP 1 [TCD:774]**
 - encumbrances, **APP 1 [TCD:775]**
 - indebtedness, **APP 1 [TCD:776]**
 - number, **APP 1 [TCD:777]**
 - transfer, **APP 1 [TCD:778]**
- Personal data, **APP 1 [TCD:781]**
- Personal information, **APP 1 [TCD:782]**
- Personal records, **APP 1 [TCD:782.50]**
- Personnel, **APP 1 [TCD:783]**
- Person or company, **APP 1 [TCD:779]**
- Person(s), **APP 1 [TCD:780]**
- Petroleum and natural gas rights, **APP 1 [TCD:784]**
- Petroleum substances, **APP 1 [TCD:785]**
- PHI, **APP 1 [TCD:786]**

DEFINED TERMS—Cont'd

PHIPPA, **APP 1 [TCD:787]**
 Phonograph records, **APP 1 [TCD:788]**
 Photoplay, **APP 1 [TCD:789]**
 Physically segregated area, **APP 1 [TCD:790]**
 Physician, **APP 1 [TCD:791]**
 PII, **APP 1 [TCD:792]**
 Place of business, **APP 1 [TCD:793]**
 Place of the work, **APP 1 [TCD:794]**
 Plan, **APP 1 [TCD:750.50]**
 Planned downtime (pd), **APP 1 [TCD:795.50]**
 Plans, **APP 1 [TCD:796]**
 Plant, **APP 1 [TCD:797]**
 outlet, **APP 1 [TCD:798]**
 products, **APP 1 [TCD:799]**
 Plan year, **APP 1 [TCD:795]**
 Platform, **APP 1 [TCD:1121.60]**
 Platform(s), **APP 1 [TCD:799.50]**
 Platform(S), **APP 1 [TCD:799.50]**
 Pledged securities, **APP 1 [TCD:800]**
 Plug, **APP 1 [TCD:801]**
 Point of responsibility, **APP 1 [TCD:802]**
 Policies or policy, **APP 1 [TCD:803]**
 Pooled fund, **APP 1 [TCD:804]**
 Pooled interest, **APP 1 [TCD:805]**
 Pooled lands, **APP 1 [TCD:806]**
 Pooled substances, **APP 1 [TCD:807]**
 Post-closing costs, **APP 1 [TCD:808]**
 Post-production services, **APP 1 [TCD:809]**
 Post tender estimate, **APP 1 [TCD:809.30]**
 Power network, **APP 1 [TCD:809.50]**
 PP persons, **APP 1 [TCD:810]**
 PP representative, **APP 1 [TCD:811]**
 Practitioner, **APP 1 [TCD:812]**
 Pre-closing costs, **APP 1 [TCD:813]**
 Pre-contract period, **APP 1 [TCD:814]**
 Pre-employment inventions, **APP 1 [TCD:815]**
 Pre-existing materials, **APP 1 [TCD:816]**
 Pre-incorporation contract, **APP 1 [TCD:817]**
 Premises, **APP 1 [TCD:818]**
 Premiums, **APP 1 [TCD:819]**
 Preopening costs, **APP 1 [TCD:820]**
 Pre-production services, **APP 1 [TCD:821]**
 Pre-refinancing equity IRR, **APP 1 [TCD:818.50]**

DEFINED TERMS—Cont'd

- Price list, **APP 1 [TCD:822]**
- Prime, **APP 1 [TCD:823]**
- Prime contract, **APP 1 [TCD:824]**
- Prime contracting period or pcpr, **APP 1 [TCD:825]**
- Prime contractor, **APP 1 [TCD:826]**
- Prime rate, **APP 1 [TCD:827]**
- Prime rate drawdown, **APP 1 [TCD:828]**
- Prime rate loan, **APP 1 [TCD:829]**
- Principal agreement, **APP 1 [TCD:830]**
- Principal contractor, **APP 1 [TCD:831]**
- Principal place of business, **APP 1 [TCD:832]**
- Prior authorized sub-contractor services, **APP 1 [TCD:833]**
- Priority loans, **APP 1 [TCD:834]**
- Priority return, **APP 1 [TCD:835]**
- Privacy and security policy, **APP 1 [TCD:835.50]**
- Privacy law, **APP 1 [TCD:836]**
- Privacy policy, **APP 1 [TCD:837]**
- Procedures manual, **APP 1 [TCD:838]**
- Proceeds, **APP 1 [TCD:839]**
- Producer, **APP 1 [TCD:840]**
- Producer gas, **APP 1 [TCD:841]**
- Production, **APP 1 [TCD:846]; APP 1 [TCD:846.50]**
 - company, **APP 1 [TCD:847]**
 - company's share of ancillary rights income, **APP 1 [TCD:848]**
 - costs, **APP 1 [TCD:849]**
 - schedule, **APP 1 [TCD:850]**
- Product or products, **APP 1 [TCD:842; TCD:843]**
- Products, **APP 1 [TCD:842.50]; APP 1 [TCD:851]**
- Product terms, **APP 1 [TCD:843.50]**
- Product update, **APP 1 [TCD:844]**
- Product upgrade, **APP 1 [TCD:845]**
- Professional services, **APP 1 [TCD:852]**
- Professional staff, **APP 1 [TCD:853]**
- Profit or loss, **APP 1 [TCD:854]**
- Program, **APP 1 [TCD:855]**
- Program documentation, **APP 1 [TCD:855.50]**
- Prohibited act, **APP 1 [TCD:856]**
- Project, **APP 1 [TCD:857]**
- Project agreements, **APP 1 [TCD:857.50]**
- Project budget, **APP 1 [TCD:858]**
- Project data, **APP 1 [TCD:858.20]**
- Project debt, **APP 1 [TCD:858.30]**
- Project debt interest cost, **APP 1 [TCD:858.70]**

DEFINED TERMS—Cont'd

Project documents, **APP 1 [TCD:859]**
 Project lands, **APP 1 [TCD:859.30]**
 Project management, **APP 1 [TCD:859.40]**
 Project managers, **APP 1 [TCD:859.30]**
 Project operations, **APP 1 [TCD:859.60]**
 Project requirements, **APP 1 [TCD:859.50]**
 Project staff, **APP 1 [TCD:860]**
 Project term, **APP 1 [TCD:860.50]**
 Propagate, **APP 1 [TCD:861]**
 Property, **APP 1 [TCD:862]**
 Property taxes, **APP 1 [TCD:863]**
 Proponent team members, **APP 1 [TCD:864]**
 Proportionate share, **APP 1 [TCD:865]**
 Proposal, **APP 1 [TCD:866]**
 Proposal extract, **APP 1 [TCD:866.20]**
 Proposer, **APP 1 [TCD:866.30]**
 Proprietary designs, **APP 1 [TCD:866.50]**
 Proprietary information, **APP 1 [TCD:867]**
 Proprietary intellectual property, **APP 1 [TCD:867.50]**
 Protected information, **APP 1 [TCD:868]**
 Protocol, **APP 1 [TCD:869]**
 Provider, **APP 1 [TCD:870.50]**
 Provider database, **APP 1 [TCD:870]**
 Provider software, **APP 1 [TCD:871]**
 Provider system or system, **APP 1 [TCD:872]**
 Province, **APP 1 [TCD:872.50]**
 Province's representative, **APP 1 [TCD:873]**
 Provincial partnerships and infrastructure agency, **APP 1 [TCD:873.50]**
 Public access module, **APP 1 [TCD:874]**
 Public hospitals act, **APP 1 [TCD:875]**
 Publicity materials, **APP 1 [TCD:875.70]**
 Public-private partnership agreement, **APP 1 [TCD:875.20]**
 Public utilities commission, **APP 1 [TCD:875.30]**
 Publisher, **APP 1 [TCD:876]**
 Punch list items, **APP 1 [TCD:876.50]**
 Purchased assets, **APP 1 [TCD:879]**
 Purchased shares, **APP 1 [TCD:880]**
 Purchase money mortgage, **APP 1 [TCD:877]**
 Purchase order, **APP 1 [TCD:877.50]**
 Purchase price, **APP 1 [TCD:878]**
 Purchaser, **APP 1 [TCD:881]**
 Purpose, **APP 1 [TCD:882]**
 Qualifying bank transaction, **APP 1 [TCD:882.50]**

DEFINED TERMS—Cont'd

Quality authority, **APP 1 [TCD:883]**
Quality improvement plan, **APP 1 [TCD:884]**
Quality management system, **APP 1 [TCD:884.50]**
Quarter, **APP 1 [TCD:885]**
Raw gas, **APP 1 [TCD:886]**
Raw water, **APP 1 [TCD:887]**
R.B.P., **APP 1 [TCD:887.50]**
Real property, **APP 1 [TCD:888]**
Realty taxes, **APP 1 [TCD:889]**
Reasonable efforts, **APP 1 [TCD:889.50]**
Rebate, **APP 1 [TCD:889.70]**
Receipt point, **APP 1 [TCD:890]**
Receivables, **APP 1 [TCD:891]**
Receivables borrowing base, **APP 1 [TCD:892]**
Receiver, **APP 1 [TCD:893]**
Recipient, **APP 1 [TCD:894]**
Record, **APP 1 [TCD:895]**
 date, **APP 1 [TCD:896]**
 drawing(s), **APP 1 [TCD:896.50]**
 holders, **APP 1 [TCD:897]**
 limited partners, of, **APP 1 [TCD:898]**
Records, **APP 1 [TCD:898.50]**
Records, phonograph records and recordings, **APP 1 [TCD:899]**
Recoupment, **APP 1 [TCD:900]**
Recoupment capital of the production, **APP 1 [TCD:901]**
Recovery time objective, **APP 1 [TCD:902]**
Recurring services, **APP 1 [TCD:902.50]**
Referee, **APP 1 [TCD:903]**
Reference data, **APP 1 [TCD:903.50]**
Reference documents, **APP 1 [TCD:904]**
Refinancing, **APP 1 [TCD:905]**
Region, **APP 1 [TCD:905.50]**
Regional partners, **APP 1 [TCD:906]**
Regular business hours, **APP 1 [TCD:907]**
Regular pension, **APP 1 [TCD:908]**
Regular season, **APP 1 [TCD:909]**
Regulations, **APP 1 [TCD:910]**
Regulatory approval, **APP 1 [TCD:911]**
Regulatory authorities, **APP 1 [TCD:912]**
Reimbursable expenses, **APP 1 [TCD:913]**
Reimbursement agreement, **APP 1 [TCD:914]**
Reinstatement work, **APP 1 [TCD:915]**
Related documentation, **APP 1 [TCD:916]**

DEFINED TERMS—Cont'd

Related documents, **APP 1 [TCD:917]**
 Related party, **APP 1 [TCD:917.50]**
 Related person, **APP 1 [TCD:918]**
 Release, **APP 1 [TCD:919]**
 Release date, **APP 1 [TCD:920]**
 Relevant authority, **APP 1 [TCD:920.30]**
 Relevant person, **APP 1 [TCD:920.70]**
 Remedial order, **APP 1 [TCD:921]**
 Renewal period, **APP 1 [TCD:921.30]**
 Rent, **APP 1 [TCD:922]**
 Replica production, **APP 1 [TCD:923]**
 Reports, **APP 1 [TCD:923.50]**
 Representative, **APP 1 [TCD:924]**
 Reproduction, **APP 1 [TCD:925]**
 Request for proposals, **APP 1 [TCD:925.50]**
 Rescue refinancing, **APP 1 [TCD:925.50]**
 Reserved technology, **APP 1 [TCD:926]**
 Reserved week, **APP 1 [TCD:927]**
 Reserve fund insurance policy, **APP 1 [TCD:925.70]**
 Residual information, **APP 1 [TCD:928]**
 Residuals, **APP 1 [TCD:929]**
 Residue gas, **APP 1 [TCD:930]**
 Resolution, **APP 1 [TCD:931]**
 Resource baselines, **APP 1 [TCD:931.30]**
 Resource plan, **APP 1 [TCD:932]**
 Resource unit, **APP 1 [TCD:932.50]**
 Response time, **APP 1 [TCD:933]**
 Restricted period, **APP 1 [TCD:934]**
 Restricted person, **APP 1 [TCD:934.20]**
 Resultant data, **APP 1 [TCD:934.30]**
 Revenue service commencement date, **APP 1 [TCD:934.50]**
 Review and report, **APP 1 [TCD:935]**
 RFP, **APP 1 [TCD:935.30]**
 RFP process, **APP 1 [TCD:935.70]**
 Right of way, **APP 1 [TCD:936]**
 Rights, **APP 1 [TCD:937]**
 Road, **APP 1 [TCD:938]**
 Robbery, **APP 1 [TCD:939]**
 Root cause analysis, **APP 1 [TCD:939.50]**
 Royal college, **APP 1 [TCD:940]**
 Royalty, **APP 1 [TCD:941]**
 agreement, **APP 1 [TCD:942]**
 bearing products, **APP 1 [TCD:943]**

DEFINED TERMS—Cont'd

Royalty, **APP 1 [TCD:941]**—Cont'd
 interest, **APP 1 [TCD:944]**
 owner, **APP 1 [TCD:945]**
 periods, **APP 1 [TCD:946]**
 reporting period, **APP 1 [TCD:947]**
RTA, **APP 1 [TCD:947.50]**
Rules and regulations, **APP 1 [TCD:948]**
Running costs, **APP 1 [TCD:949]**
Running royalties, **APP 1 [TCD:949.50]**
Run-time version, **APP 1 [TCD:950]**
Runway crossings, **APP 1 [TCD:951]**
SaaS application, **APP 1 [TCD:952]**
Safe burglary, **APP 1 [TCD:953]**
Sales arrangement, **APP 1 [TCD:954]**
Sales tax, **APP 1 [TCD:954.50]**
Sample, **APP 1 [TCD:955]**
Schedule, **APP 1 [TCD:955.30]**
Scope of work, **APP 1 [TCD:955.50]**
SDS staff, **APP 1 [TCD:956]**
Secretary/treasurer of the professional staff, **APP 1 [TCD:957]**
Section, **APP 1 [TCD:958]**
Secured party, **APP 1 [TCD:959]**
Securities, **APP 1 [TCD:960]**
Securities Act, **APP 1 [TCD:961]**
Security, **APP 1 [TCD:962]**
 agreement, **APP 1 [TCD:963]**
 interest, **APP 1 [TCD:964]**
Security event, **APP 1 [TCD:963.50]**
Security system, **APP 1 [TCD:964.50]**
Seismic, **APP 1 [TCD:965]**
Sender, **APP 1 [TCD:966]**
Senior credit facility obligations, **APP 1 [TCD:966.50]**
Senior leadership team, **APP 1 [TCD:967]**
Sensitive data, **APP 1 [TCD:967.10]**
Sensitive information, **APP 1 [TCD:967.20]**
Separately licensed third party technology, **APP 1 [TCD:967.70]**
Separate terms, **APP 1 [TCD:967.30]**
Service agreement, **APP 1 [TCD:967.100]**
Service charge, **APP 1 [TCD:968]**
Service contracts, **APP 1 [TCD:968.30]**
Service coordination agreement, **APP 1 [TCD:968.70]**
Service delivery organization, **APP 1 [TCD:969]**
Service level, **APP 1 [TCD:969.30]**

DEFINED TERMS—Cont'd

Service level agreement, **APP 1 [TCD:969.50]**
 Service levels, **APP 1 [TCD:970]**
 Service locations, **APP 1 [TCD:971]**
 Service order, **APP 1 [TCD:971.50]**
 Service problem dispute, **APP 1 [TCD:972]**
 Service provider intellectual property, **APP 1 [TCD:973]**
 Service recipient, **APP 1 [TCD:974]**
 Services, **APP 1 [TCD:976]**
 Services environment, **APP 1 [TCD:976.30]**
 Service specifications, **APP 1 [TCD:974.30]**
 Services period, **APP 1 [TCD:976.50]**
 Services provider
 agent, **APP 1 [TCD:977]**
 consents, **APP 1 [TCD:978]**
 group, **APP 1 [TCD:979]**
 hardware, **APP 1 [TCD:980]**
 indemnified parties, **APP 1 [TCD:981]**
 IP, **APP 1 [TCD:982]**
 resources, **APP 1 [TCD:983]**
 retained IP, **APP 1 [TCD:984]**
 service location, **APP 1 [TCD:985]**
 system, **APP 1 [TCD:985.50]**
 toolset, **APP 1 [TCD:986]**
 Services provider programs, **APP 1 [TCD:982.50]**
 Service subscriber, **APP 1 [TCD:974.50]**
 Service taxes, **APP 1 [TCD:975]**
 Service time (st), **APP 1 [TCD:975.70]**
 Shareholder, **APP 1 [TCD:986.30]**
 Shareholder loans, **APP 1 [TCD:986.70]**
 Shipper, **APP 1 [TCD:987]**
 Shipping arrangement, **APP 1 [TCD:988]**
 Signal delivery fee, **APP 1 [TCD:988.30]**
 Signal delivery specifications, **APP 1 [TCD:988.70]**
 Signature property, **APP 1 [TCD:989]**
 Site, **APP 1 [TCD:990]**
 Site conditions, **APP 1 [TCD:990.30]**
 SLA, **APP 1 [TCD:990.70]**
 Slush, **APP 1 [TCD:991]**
 Small works, **APP 1 [TCD:991.30]**
 Socan, **APP 1 [TCD:991.50]**
 Software, **APP 1 [TCD:992]**
 documentation, **APP 1 [TCD:993]**
 problem(s), **APP 1 [TCD:994]**

DEFINED TERMS—Cont'd

Source code, **APP 1 [TCD:995]**
Source materials, **APP 1 [TCD:996]**
Special capital contribution, **APP 1 [TCD:997]**
Specialist, **APP 1 [TCD:999]**
Special resolution, **APP 1 [TCD:998]**
Specifications, **APP 1 [TCD:1002]; APP 1 [TCD:1121.80]**
Specification set, **APP 1 [TCD:1001]**
Specific conveyances, **APP 1 [TCD:1000]**
Specified policy, **APP 1 [TCD:1002.50]**
Sponsorship income, **APP 1 [TCD:1003]**
Spouse, **APP 1 [TCD:1004]**
Stage directions, **APP 1 [TCD:1005]**
Standard, **APP 1 [TCD:1005.50]**
Standard interface, **APP 1 [TCD:1006]**
Standards, **APP 1 [TCD:1007]**
Start date, **APP 1 [TCD:1008]**
Statement of work, **APP 1 [TCD:1009]**
Statement of work change, **APP 1 [TCD:1010]**
Students, **APP 1 [TCD:1011]**
Study, **APP 1 [TCD:1011.50]**
Subconsultants, **APP 1 [TCD:1012]**
Subcontract, **APP 1 [TCD:1012.50]**
Subcontractor, **APP 1 [TCD:1013]**
Subcontractor group, **APP 1 [TCD:1013.50]**
Subject compositions, **APP 1 [TCD:1014]**
Sublicence, **APP 1 [TCD:1015]**
Sublicensing revenues, **APP 1 [TCD:1016]**
Submission requirements, **APP 1 [TCD:1017]**
Subscriber, **APP 1 [TCD:1018]**
Subscribers, **APP 1 [TCD:1018.50]**
Subscription, **APP 1 [TCD:1019]**
Subscription fees, **APP 1 [TCD:1019.50]**
Subscription plan, **APP 1 [TCD:1019.70]**
Subscription services, **APP 1 [TCD:1020]**
Subscription term, **APP 1 [TCD:1021]**
Subsequent capital contribution, **APP 1 [TCD:1022]**
Subsequent partnership loan, **APP 1 [TCD:1023]**
Subsidiary, **APP 1 [TCD:1024]**
Subsidiary company, **APP 1 [TCD:1025]**
Substantial completion, **APP 1 [TCD:1026]**
Substantial completion date, **APP 1 [TCD:1026.50]**
Substantial performance of the work, **APP 1 [TCD:1027]**
Sub-sublicence, **APP 1 [TCD:1028]**

DEFINED TERMS—Cont'd

Successor in interest, **APP 1 [TCD:1029]**
 Supervisor, **APP 1 [TCD:1030]**
 Supplemental services, **APP 1 [TCD:1031]**
 Supplier, **APP 1 [TCD:1031.70]**
 agents, **APP 1 [TCD:1031.100]**
 contracting party, **APP 1 [TCD:1031.130]**
 hardware, **APP 1 [TCD:1031.150]**
 installation, **APP 1 [TCD:1031.160]**
 materials, **APP 1 [TCD:1031.170]**
 sites, **APP 1 [TCD:1031.200]**
 tools, **APP 1 [TCD:1031.230]**
 Supply agreement, **APP 1 [TCD:1032]**
 Supported licence, **APP 1 [TCD:1034]**
 Support plan, **APP 1 [TCD:1032.50]**
 Support request, **APP 1 [TCD:1031.50]**
 Support software, **APP 1 [TCD:1033]**
 Surface transportation board, **APP 1 [TCD:1034.50]**
 System, **APP 1 [TCD:1035]**
 design specifications, **APP 1 [TCD:1036]**
 development services unit, **APP 1 [TCD:1037]**
 documentation, **APP 1 [TCD:1038]**
 libraries, **APP 1 [TCD:1039]**
 software, **APP 1 [TCD:1040]**
 software package, **APP 1 [TCD:1041]**
 testing, **APP 1 [TCD:1042]**
 Take or pay obligations, **APP 1 [TCD:1043]**
 Tangibles, **APP 1 [TCD:1044]**
 Taxable income or tax loss, **APP 1 [TCD:1047]**
 Tax Act, **APP 1 [TCD:1045]**
 Tax authority, **APP 1 [TCD:1046]**
 Tax credits, **APP 1 [TCD:1046.50]**
 Taxes, **APP 1 [TCD:1044.50]; APP 1 [TCD:1048]**
 Technical information, **APP 1 [TCD:1049]**
 Technical score, **APP 1 [TCD:1050]**
 Technical submission, **APP 1 [TCD:1051]**
 information, **APP 1 [TCD:1052]**
 requirements, **APP 1 [TCD:1053]**
 Technology, **APP 1 [TCD:1054]**
 Television, **APP 1 [TCD:1054.30]**
 Temporary work, **APP 1 [TCD:1054.50]**
 Tenant, **APP 1 [TCD:1054.70]**
 Tender bonds, **APP 1 [TCD:1054.50]**
 Term, **APP 1 [TCD:1055]**

DEFINED TERMS—Cont'd

Termination assistance period, **APP 1 [TCD:1056]**
Termination date, **APP 1 [TCD:1057]**
Termination for convenience, **APP 1 [TCD:1058]**
Term renewal, **APP 1 [TCD:1055.50]**
Territory, **APP 1 [TCD:1059]**
Test well, **APP 1 [TCD:1060]**
Theatre, **APP 1 [TCD:1061]**
Theatre agreement, **APP 1 [TCD:1062]**
Theatrical production, **APP 1 [TCD:1063]**
Therapeutic product, **APP 1 [TCD:1063.50]**
Third party, **APP 1 [TCD:1064]**
Third party components, **APP 1 [TCD:1065]**
Third party content, **APP 1 [TCD:1065.30]**
Third party data, **APP 1 [TCD:1065.50]**
Third party materials, **APP 1 [TCD:1065.70]**
Third party software, **APP 1 [TCD:1065.80]**
Ticket, **APP 1 [TCD:1066]**
Ticket price, **APP 1 [TCD:1067]**
Tickets, **APP 1 [TCD:1069]**
Ticket stock, **APP 1 [TCD:1068]**
Time period, **APP 1 [TCD:1070]**
Title documents, **APP 1 [TCD:1071]**
Title encumbrance, **APP 1 [TCD:1072]**
Total completion, **APP 1 [TCD:1073]**
Total completion certificate, **APP 1 [TCD:1074]**
Total contribution, **APP 1 [TCD:1075]**
Total weekly receipts, **APP 1 [TCD:1076]**
Tower, **APP 1 [TCD:1077]**
Toxic or hazardous substances or materials, **APP 1 [TCD:1078]**
TPS agreements, **APP 1 [TCD:1078.50]**
Trade mark, **APP 1 [TCD:1079]**
Transactional video on demand rights, **APP 1 [TCD:1080.50]**
Transaction log, **APP 1 [TCD:1080]**
Transfer, **APP 1 [TCD:1081]**
Transfer application, **APP 1 [TCD:1082]**
Transfer date, **APP 1 [TCD:1082.50]**
Transferee, **APP 1 [TCD:1083]**
Transporter, **APP 1 [TCD:1084]**
Transport rights, **APP 1 [TCD:1083.50]**
Trial mode, **APP 1 [TCD:1085]**
Trial package, **APP 1 [TCD:1086]**
Trust indenture, **APP 1 [TCD:1086.50]**
Typical water, **APP 1 [TCD:1087]**

DEFINED TERMS—Cont'd

Unanimous resolution, **APP 1 [TCD:1088]**
 Underlying rights owners, **APP 1 [TCD:1089]**
 Unidentified endangered species, **APP 1 [TCD:1089.20]**
 Unidentified environmental condition, **APP 1 [TCD:1089.40]**
 Unidentified geological obstruction, **APP 1 [TCD:1089.60]**
 Unidentified utility, **APP 1 [TCD:1089.80]**
 Uninsurable risk, **APP 1 [TCD:1089.100]**
 Unit, **APP 1 [TCD:1090; TCD:1095; TCD:1099]**
 agreements, **APP 1 [TCD:1091]**
 facilities, **APP 1 [TCD:1092]**
 operations, **APP 1 [TCD:1093]**
 operator, **APP 1 [TCD:1094]**
 United States dollars, **APP 1 [TCD:1096]**
 United States of America, **APP 1 [TCD:1097]**
 Unitized substances, **APP 1 [TCD:1098]**
 Unknown contamination, **APP 1 [TCD:1100]**
 Update, **APP 1 [TCD:1101]**
 Updates, **APP 1 [TCD:1102]**
 Upgrade, **APP 1 [TCD:1103]**
 Upgrades and enhancements, **APP 1 [TCD:1104]**
 Uptime, **APP 1 [TCD:1105]**
 URL, **APP 1 [TCD:1106]**
 Usage statistics, **APP 1 [TCD:1107]**
 Use, **APP 1 [TCD:1108]**
 User, **APP 1 [TCD:1108.50]**
 User data, **APP 1 [TCD:1109]**
 Users, **APP 1 [TCD:1110]**
 User subscriptions, **APP 1 [TCD:1109.50]**
 Utilities, **APP 1 [TCD:1111]**
 Utility, **APP 1 [TCD:1111.30]**
 Utility owner, **APP 1 [TCD:1111.50]**
 Vacant possession, **APP 1 [TCD:1111.70]**
 Vaccine product, **APP 1 [TCD:1111.80]**
 Valuer, **APP 1 [TCD:1112]**
 Variation, **APP 1 [TCD:1113]**
 confirmation, **APP 1 [TCD:1114]**
 proposal, **APP 1 [TCD:1115]**
 request, **APP 1 [TCD:1116]**
 Vendor, **APP 1 [TCD:1117]**
 materials, **APP 1 [TCD:1118]**
 Vendor of record, **APP 1 [TCD:1118.30]**
 Vendor performance program, **APP 1 [TCD:1118.50]**
 Vendor performance score card, **APP 1 [TCD:1118.70]**

DEFINED TERMS—Cont'd

- Vesting or vested, **APP 1 [TCD:1119]**
- Video-on-demand service(s), **APP 1 [TCD:1119.50]**
- Virtual server, **APP 1 [TCD:1120]**
- Virus, **APP 1 [TCD:1121]**
- Volume basis, **APP 1 [TCD:1122]**
- Voluntary clean-up application and materials management plan, **APP 1 [TCD:1122.50]**
- Voting shares, **APP 1 [TCD:1123]**
- VRA process, **APP 1 [TCD:1124]**
- Web browser, **APP 1 [TCD:1125]**
- Web page, **APP 1 [TCD:1126]**
- Web server, **APP 1 [TCD:1127]**
- Web services, **APP 1 [TCD:1127.50]**
- Website, **APP 1 [TCD:1128]**
- Weekly guaranteed royalties, **APP 1 [TCD:1129]**
- Weekly running loss, **APP 1 [TCD:1130]**
- Weekly running profits, **APP 1 [TCD:1131]**
- Wells, **APP 1 [TCD:1132]**
- WHMIS, **APP 1 [TCD:1132.50]**
- Wholesale price, **APP 1 [TCD:1133]**
- WLR, **APP 1 [TCD:1134]**
- Work, **APP 1 [TCD:1135]**
- Working environment, **APP 1 [TCD:1139]**
- Working interest, **APP 1 [TCD:1140]**
- Working interest owner, **APP 1 [TCD:1141]**
- Workings, **APP 1 [TCD:1142]**
- Work order, **APP 1 [TCD:1136]**
- Work product, **APP 1 [TCD:1137]**
- Works change in law, **APP 1 [TCD:1142.30]**
- Workshop, **APP 1 [TCD:1143]**
- Works period report, **APP 1 [TCD:1142.70]**
- Work system design and implementation, **APP 1 [TCD:1138]**
- World wide web, **APP 1 [TCD:1144]**
- Writers, **APP 1 [TCD:1145]**
- Year, **APP 1 [TCD:1147]**
- Y.M.P.E., **APP 1 [TCD:1146]**
- You or your, **APP 1 [TCD:1148]**
- Your application, **APP 1 [TCD:1149]**
- Your content, **APP 1 [TCD:1150]**

DEVELOPMENT

- Mining
 - See MINES AND MINERALS

DEVELOPMENT—Cont'd

- Oil and gas rights
 - See OIL AND GAS
- Partnership, by, **45:10**
- Software, **23:287**
 - joint venture, **23:363.50; 23:397**
- Television property, **57:48**
- Website development agreement, **23:138**
 - service, and, **23:139**

DIGITAL MEDIA

- See also COMPUTERS; COPYRIGHT; INTERNET; MOTION PICTURES; PUBLISHING AGREEMENTS
 - confidential disclosure agreement, **25:3**
- Confidential disclosure agreement
 - reciprocal, **25:4**
- Consulting agreement, **25:28**
 - restrictive covenants, **25:51**
- Copyright
 - assignment of, **25:23**
 - licence option, **25:15**
 - notice, **25:7**
 - option agreement, **25:22**
- Credit provision, **25:52**
- Distribution agreement, **25:39**
 - limited brand development, **25:41**
- Employment agreement, **25:32**
 - videogame
 - except EU, **25:49.30**
 - use in EU, **25:49.70**
- End user licence agreement, **25:49**
- Film footage, release of, **25:20**
- Funding agreement, **25:26.50**
- Joint venture agreement, **25:11**
 - framework agreement, **25:10**
- Licence
 - end user agreement, **25:49**
 - rights acquisition, **25:19**
 - shareware licence agreement, **25:47**
 - software
 - See software licence, *infra*
 - software utilities library, **25:13**
- Location agreement, **25:25**
- Marketing strategy, digital, **25:42**
- Music composing agreement, **25:33**

DIGITAL MEDIA—Cont'd

Performing agreement, **25:30**

Permission request, **25:14**

Personal appearance release, **25:29**

Production agreement, **25:33**

 application, of, with revenue share, **25:35**

 sub-contract, **25:34**

Publication notice, **25:8**

Publisher

 evaluation of developer's work, **25:36**

 publishing agreement

 digital media product, **25:37**

 virtual reality video game, **25:38**

 release, **25:21**

Release

 personal appearance, **25:29**

 publisher's, **25:21**

 video footage, **25:20**

Rights

 acquisition licence, **25:19**

 agreement, **25:17**

 first negotiation clause, **25:50**

 first refusal clause, **25:50**

 option agreement, **25:16**

 transfer of, **25:18**

Sales training software, acquisition of, **25:44**

Services agreement, **25:27**

Software licence, **25:48**

 payment free, **25:45; 25:46**

Virtual reality video game, publishing and development agreement, **25:38**

Writing agreement, **25:45**

DISCLAIMERS

Patent, **34:12**

Website

 content, **23:106**

 copyright statement, with, **23:112**

 general, **23:107**

 preservation of intellectual property rights, and, **23:110**

 guidelines and, **23:108**

 illustrative purposes, information provided for, **23:118**

 information acquired through information providers, **23:116**

 investment advice, **23:115**

 legal disclaimer, **23:109**

 legal notice, and, **23:113; 23:114**

DISCLAIMERS—Cont'd**Website—Cont'd**

- online mall operator, of, for purchases, **23:101**
- online rewards, **23:97.63**
- performance levels, **23:117**
- user agreement, **23:83.50**
- warranties, limitation of liability and indemnification, **23:119**

DISTRIBUTION AGREEMENTS

- Digital media, **25:37**
- Exclusive sales agreement, **35:69**
- Motion pictures
 - See MOTION PICTURES
- Non-exclusive sales agreement, **35:70**
- Software, **23:264**
- Wholesale distributor agreement, heavy equipment, **24:5**

DOCTORS

- See PHYSICIANS

DOMESTIC CONTRACTS

- Partnership agreement, clause as to, **45:57; 45:58**

E-COMMERCE

- See also INTERNET
- Accessibility policy, **23:99**
- Accessing conference centre wireless network from wireless device, **23:86.50**
- Auction site agreement, **23:93.30**
- Banking services agreement, customer, **23:97.10**
- Buying policy, **23:98**
- Cardmember agreement for online purchases, **23:90.50**
- Changes to terms by provider, **23:103**
- Consent to electronic delivery, **23:93.60**
 - financial institutions, **23:93.50**
- Content providers digital photo offering platform, terms and conditions, **23:93.70**
- Cookies
 - notice, **23:170; 23:171; 23:173**
 - policy, collection, processing, and storage, **23:176**
 - provider uses, notice, **23:173**
 - use of, **23:165**
 - website notice, **23:172**
 - website notice and explanation, **23:174**
- Cookies, use of, **23:160**
- Credit card information, user agreement to provide information to merchandise provider, **23:82**

E-COMMERCE—Cont'd

- Cryptocurrency trading, customer agreement, **23:395.70**
- Digital wallet, hosted, user agreement, **23:395.75**
- Electronic bill payment services, **23:97.11**
- Electronic cheque payment agreement, **23:97.12**
- Electronic financial services access and usage terms and conditions, **23:97.13**
- End user licence agreement, online purchase of digital software, **23:97.20**
- Exchanges, **23:102**
- Export control, **23:104**
- Fulfillment services agreement, **23:97.16**
- Information services, software and content, terms and conditions, **23:97.40**
- Internet store, purchase terms and conditions, **23:93**
- Manufacturer and online merchant agreement, **23:84**
- Mobility service provider
 - acceptable use by customer, **23:176.70**
 - acceptable use policy (mobile device), **23:176.80**
 - arbitration protocol, **23:176.50**
 - terms and conditions, enterprise customer agreement, **23:176.20**
 - terms and conditions of service (voice and data), **23:176.10**
 - terms of service, small business, **23:176.40**
 - website user terms, **23:176.30**
- Online bill delivery, payment and mangement services agreement, **23:97.65**
- Online procurement marketplace agreement, **23:92**
- Personal information
 - credit card security, **23:166**
 - email communications, **23:167**
 - general data protection regulation (EU), **23:160**
 - policy, **23:161**
 - use of, **23:163**
 - definition and, **23:159**
- Portfolio stock and quotes trading agreement, terms and conditions, **23:97.85**
- Privacy policy, **23:160**
 - merchant, of, **23:164**
 - messenger service, **23:165**
 - personal information, **23:161**
 - definition of, **23:159**
 - use of, **23:163**
 - security and, **23:164; 23:165**
 - service provider statement, **23:162**
- Provider's changes to terms, written notice, **23:103**
- Restrictions and forfeiture, **23:105**
- Returns, **23:102**
- Rewards program, terms and conditions, **23:97.60**

E-COMMERCE—Cont'd

Sale, terms and conditions of, **23:85**

electronic mall, **23:86**

Security

credit card information, **23:166**

email communications, **23:167**

online shopping, **23:90**

privacy policy, and, **23:164; 23:165**

Shopping policy, **23:83**

Subscription agreement

magazine, **23:88**

membership-oriented service, **23:88**

web trading (U.S.), **23:94**

Terms of service, **23:97**

not-for-profit, **23:99**

Third party data

services and support software and documentation subscription, with, end user agreement, **23:97.14**

site, web services, EULA (US form), **23:97.15**

EMPLOYMENT

Advances on commission, **27:51**

Agreements, compliance with other, **27:71**

Apprenticeship

See APPRENTICESHIP

Arbitration

See ARBITRATION

Assignment

attention to business, sales representative, **27:20**

inventions, of, **27:30; 27:31; 27:40**

rights, of, **27:68**

Attention to business, **27:20**

Automobile

allowance, **27:55**

provision of, **27:52**

Background checks, **27:69**

Baseball player, **10:2**

Basketball general manager, **10:11**

Basketball player, **10:3**

Benefits, **27:53**

Bonds

See BONDS, fidelity bonds

Bonus, **27:54**

Change of duties, **27:70**

Claims, satisfaction of, **27:86**

EMPLOYMENT—Cont'd

Commission, **27:22**

Conditions of, **27:72**

Confidential information

acknowledgment by employee, **27:39**

agreements, **27:29-27:33**

athletic team, **10:12**

definition of, **27:46**

employee not to divulge, **27:43**

prior employment, no restrictions due to, **27:84**

sales representative, **27:23**

trade secrets, **27:45**

Confidentiality agreement, **27:29**

Contract, restrictions on, **27:85**

Contract letter, **27:3-27:6**

detailed, **27:7-27:9**

fixed term, **27:25-27:28**

Counterparts, **27:73**

Covenants by employee

intellectual property to be property of employer, **27:30; 27:31**

investments, prohibited, **27:47**

non-competition, **27:42; 27:44**

non-solicitation, **27:44**

not to divulge information, **27:43**

not to divulge trade secrets, **27:45**

not to engage in other business, **27:44**

survival of, **27:88**

Deduction from wages, authorization for, **27:50**

Digital media, **25:34**

Electronic signature, **27:74**

Endorsements, athletes, **10:31-10:34**

Engagement in other business, **27:44**

Execution by facsimile, **27:76**

Executive agreement, **27:13**

asset purchase, **27:14; 27:15**

general, **27:13**

informal, **27:17**

share transaction, **27:16**

Expenses, **27:48**

relocation, **27:83**

weekly accounts to be rendered, **27:49**

Facsimile, execution by, **27:76**

Fixed term contracts

basic, **27:25**

EMPLOYMENT—Cont'd

- Fixed term contracts—Cont'd
 - detailed, **27:26**
 - extension, **27:27; 27:28**
- Football player, professional contract, **10:5; 10:6**
- Formal agreement, **27:10-27:12**
- Full time and attention, **27:77**
- Golf professional, agreement with, **10:13; 10:14**
- Governing law, **27:78**
- Hockey player, **10:4**
- Hours of work, **27:56**
- Independent contractor agreement, salesperson, **20:4**
- Independent legal advice, **27:79**
- Information, employee not to divulge, **27:43**
- Intellectual property to be property of employer, **27:30-27:32; 34:50; 34:51**
- Inventions, assignment of, **27:40**
- Letter employment contract, **27:3-27:9**
- Manager, **27:18**
- Merchandise for personal use, acknowledgment of receipt, **27:62**
- Modification of agreement, **27:80**
- Moral rights, waiver of, **27:46**
 - software, **23:24**
- National sports organization athlete, agreement with, **10:1**
- Non-competition covenants, **27:44**
 - acknowledgment, **27:39**
 - effect of, **27:42**
 - engaging in other business, **27:44**
 - remedies for breach, **27:39**
- Non-disclosure agreements with employees
 - computers, **23:54**
 - intellectual property, **34:39; 34:40**
- Non-solicitation covenants, **27:44**
- Offer of, sale of business, **54:41**
- Offices, resignation from, **27:65**
- Overtime, **27:56**
- Personnel policies, **27:82**
- Physician
 - hospital, by, **33:14**
- Prior agreements, cancellation of, **27:75**
- Probationary employee, termination of, **27:64**
- Probationary period, **27:64**
- Property
 - acknowledgment of receipt of, **27:61**
 - management consultant, **39:4**

EMPLOYMENT—Cont'd

- Property—Cont'd
 - return of, **27:66**
- Provisions, survival of, **27:88**
- Real estate agent or broker, **20:3**
- Registered retirement savings plan, **27:57**
- Release by employee to employer on termination, **52:8**
- Relocation expenses, **27:83**
- Reports, sales representatives, by, **27:24**
- Return of property, **27:66**
- Salary, **27:58**
 - review of, **27:59**
- Sale of business
 - offer of employment to employees, **54:41**
 - provisions of employment, **54:57**
- Sales representatives, **27:19**
 - attention to business and authority, **27:20**
 - commission, **27:22**
 - confidential information, **27:23**
 - real estate, **20:3**
 - independent contractor, **20:4**
 - reports, **27:24**
 - territory, award of, **27:21**
- Severability, **27:87**
- Ski school director, **10:17**
- Survival of provisions, **27:88**
- Termination, **27:67**
 - probationary employee, **27:64**
 - resignation from offices, **27:65**
- Territory, award of, **27:21**
- Theatre, general manager of, **58:27**
- Trade reimbursement agreement, **27:63**
- Trade secrets, **27:45**
- Vacation, **27:60**
- Wage assignments, **9:13**
 - notice to employer of, **9:67**
- Waiver, **27:89**
- Weekly accounts to be rendered, **27:49**

ENGINEER

- Professional services agreement, **21:25**

ENTERTAINMENT

- See **ATHLETICS; BROADCASTING; MOTION PICTURES; DIGITAL MEDIA; PUBLISHING AGREEMENTS; RECORDINGS; TELEVISION; THEATRES**

ENVIRONMENTAL

- Asset purchase, matters pertaining to, **54:53**
- Loan clauses, **38:10**
- Supply agreement, matters pertaining to, **54:21**

EQUIPMENT LEASES

- See LEASES

ESCROW AGREEMENTS

- Agent
 - construe instruments, agent not to, **28:21**
 - co-operation of parties with, **28:18**
 - delivery and payment instructions, **28:24**
 - delivery by, **28:14**
 - duties of, **28:20**
 - indemnification of, **28:8**
 - instructions in agreement complete, **28:19**
 - payment of fees, of, **28:9**
 - permission to disregard notices and warnings, **28:10**
 - purchaser to act as, **28:28**
 - resignation of, **28:25**
 - responsibility for notifying parties concerning transactions, **28:22**
- Attestation clause when delivery in escrow, **4:70**
- Authority of person executing instruments, **28:11**
- Buy-sell agreement, escrow as part of, **28:26**
- Collateral documents, delivery of, **28:17**
- Co-operation of parties with escrow agent, **28:18**
- Definition, **23:708**
- Deposit into escrow, **28:15**
- Dividends or income of securities held in escrow, **28:12**
- Duties of agent, **28:20**
- General form, **28:3**
- Indemnification of escrow agent, **28:8**
- Interest income, tax on, **28:29**
- Irrevocability of, **28:6**
- Primary agreement, escrow part of, **28:5**
- Share purchase agreement, escrow as part of, **28:27**
- Source code
 - software licence provisions, **23:224**
 - three-party agreement, **23:395**
 - two-party agreement, **23:394**
- Substitution of party's representative, **28:16**
- Tax on interest income, **28:29**
- Time for performing conditions, **28:23**
- Time of essence, **28:7**

ESCROW AGREEMENTS—Cont'd

Value of shares, securities, **28:13**

EXHIBITIONS

Kiosk, construction of, **41:4**

Licences

occupy specific area, **41:2**

operate trade fair, **41:1**

Space lease, **41:3**

Trade fair, licence to operate, **41:1**

FISHING

Mortgage, sale of catch collateral to, **29:2**

Processed catch, sale of, **29:4**

Processing of catch, **29:3**

Sale of catch, **29:1**

FRANCHISES

Continuing services of franchisor, **30:6**

Deposit agreement form, **30:8**

Fast food restaurant, agreement for

accounting records, **30:4**

advertising, **30:4**

confidentiality, **30:4**

death of franchisee, **30:4**

design and construction, **30:4**

fee and royalty, **30:4**

force majeure, **30:4**

grant, **30:4**

guarantor's covenants, **30:4**

incapacitation of franchisee, **30:4**

insurance, **30:4**

operation of, **30:4**

premises, use of, **30:4**

restrictive covenants, **30:4**

sale of, **30:4**

term, **30:4**

termination, **30:4**

trademarks, **30:4**

training and assistance, **30:4**

transfer, **30:4**

Maintenance of integrity of system, **30:6**

Purchase and sale of franchised business, **30:13**

Reassignment option, **30:10**

Securing of licence and royalty fees, clause to ensure, **55:56**

Service franchise, agreement for, **30:5**

FRANCHISES—Cont'd

Sublease provisions, **30:9**

Territorial agreement, **30:12**

GAS

See OIL AND GAS

GENERAL CONTRACT CLAUSES

Data ownership and rights, **42:97**

Dispute resolution, **42:107**

Drugs, dangerous weapons and searches, **42:97.50**

Entire agreement, **42:107.30, 42:107.70**

Financial obligations and commitments, **42:99**

Force majeure (excusable delay), **42:109**

Good faith negotiations, **42:110**

Knowledge sharing, **42:112**

Modifications, **42:113**

Modifications and assignment, **42:114**

Notice, **42:118**

Period of agreement, **42:120**

Public announcement, **42:121**

Successors and assigns, **42:126**

GIFTS

Charitable, **31:14**

advantage, acknowledgment of value, **31:24**

declaration of gift, **31:23**

valuation of for tax purposes, **31:25**

acknowledgment of, **31:26**

Inter vivos

acceptance of gift, **31:12; 31:13**

conditional gift, **31:6**

declaration of gift, **31:5**

income reserved to donor, **31:7**

life estate, **31:8**

life estate with remainder, **31:9**

life interest in share capital, additional powers of donee, when, **31:10**

reconveyance of gift, **31:15**

renunciation of gift, **31:14**

spousal claims, exclusion of property from, **31:11**

Mortis causa

declaration, **31:17**

demand for return, **31:19**

donee's endorsement, **31:18**

GUARANTEES

Acknowledgment

amalgamation, on, **32:20**

loan amount, increase in, **32:19**

Alberta, Guarantees Acknowledgment Act, **32:18**

Bankruptcy, creditor's cost guarantee, **16:88**

Bond, **18:74**

Certificates

See supporting certificates, *infra*

Continuing, **55:50**

joint and several guarantors, **32:4**

single guarantor, **32:3**

Debts of specific nature, **32:8**

Demand for payment, **32:22**

Exchange rate on liability judgment, **32:12**

Limitation of guarantee obligations

loan agreements, **32:6**

specific debt, **32:8**

trade accounts, **32:7**

Loan agreements, **32:6**

Payment, of, **17:17**

Personal property security, general assignment with guarantee, **55:15**

Proposal, for, **16:31**

Recourse, limitation as to

amount, **32:9**

reduction of maximum liability, and, **32:10**

Release of guarantors, consent to, **32:24**

Sale of business guarantee by parent company, **54:38**

Security agreement, of, **55:49**

Supporting certificates, corporate

authority, **32:15; 32:16**

independent legal advice, **32:17**

notary public, of, Alberta, **32:18**

resolution, **32:14**

Termination of, **32:23**

Trade accounts, **32:7**

HOSPITALS

Admission to, **33:17**

Blood transfusions, refusal of, **33:51**

By-laws, **33:7**

Clinical experience agreement, **33:10**

Confidentiality of patient's records

employee's agreement, **33:56**

release, **33:57-33:59**

HOSPITALS—Cont'd**Consents**

- anaesthetics, use of, **33:26**
- artificial insemination, **33:33**
- autopsy, **33:43**
- birth, presence of father, **33:31**
- child, **33:40**
- disability, person unable to give due to, **33:41**
- disposal of tissues, limbs or organs, **33:30**
- educational demonstration, **33:39**
- fertilization, in vitro, **33:34; 33:35**
- HIV testing, **33:21**
- medical photography, **33:22; 33:23**
- medical records, release of, **33:57-33:59**
- private health care, request for, **33:42**
- research
 - drug under clinical investigation, treatment with, **33:38**
 - educational demonstration, **33:39**
- samples and specimens, taking of, **33:20**
- sterilization, **33:32**
- substitute
 - disabled patient, **33:41**
 - minor child, **33:40**
- surgery, **33:24; 33:25**
- tests, **33:19; 33:24; 33:25**
- transplants or donations, for, **33:27-33:29**
- treatment, **33:24; 33:25**

Constituting documents

- articles of incorporation, **33:1**
- by-law, **33:7**
- charter
 - audit/finance committee, **33:2**
 - board chair, **33:9**
 - corporate governance committee, **33:4**
 - executive committee, **33:6**
 - ex-officio non-voting directors, **33:5**
 - quality committee, **33:8**
- code of conduct and ethics, **33:25**

Corporate agreements

- clinical experience, university non-affiliate, **33:10**
- hospital programs and service transfer, **33:11**

Emergency, medico-legal statement of, 33:47**Employment of physician, 33:14**

- chief of department agreement, **33:15**

HOSPITALS—Cont'd

Medico-legal emergency statement, **33:47**

Orders for treatment

general, **33:46**

no CPR, **33:48**

out-patient admittance, **33:45**

Patients

consents

See consents, *supra*

releases, by

See releases from liability, *infra*

Photography, medical, consent to, **33:22; 33:23**

Releases from liability

blood transfusions, refusal of, **33:51**

general treatment, refusal of, **33:50**

leaving hospital against medical advice, **33:53**

responsibility of adult patient, **33:54**

temporary absence, **33:52**

Restructuring agreements, hospital programs and transfer of services, **33:11**

INDEMNITY AGREEMENTS

Escrow deposit, **18:11**

General form, **18:9**

Indemnity bonds

See BONDS

Independent legal advice, certificate of, **18:10**

Lost stock certificate

surety indemnifying, **18:117**

surety joining, **18:118**

Officer or director of company, **18:12**

INDUSTRIAL AND INTELLECTUAL PROPERTY

See COMPUTERS; COPYRIGHT; INDUSTRIAL DESIGNS;
TRADEMARKS

INDUSTRIAL DESIGNS

Appointment of agent for Canadian application, **34:7**

Assignment, **34:8**

employee, by, **27:40**

INSURANCE

Assignment of policies

See ASSIGNMENT

Bonds

See BONDS, fidelity

INSURANCE—Cont'd

Construction

See BUILDING CONTRACTS

Leases, **26:20**Partners to obtain mutually, **45:55**Seller to obtain, **54:16**

Transportation of goods

See INTERNATIONAL TRANSACTIONS, direct export sales

INTELLECTUAL PROPERTY

See COMPUTERS; COPYRIGHT; INDUSTRIAL DESIGNS; DIGITAL MEDIA; PATENTS; TRADEMARKS

INTERNATIONAL TRANSACTIONSAgency agreement, **35:63**appointed by buyer, **35:65**appointed by principal, **35:64**Client information form, new, **35:5**Consortium agreement, **35:82; 36:11**

Direct export sales

acknowledgment of order, **35:9**bill of lading, **35:15**

conditions of sale

consumer products, **35:10**heavy equipment, **35:11**demand draft against letter of credit, **35:41**documentary credit, **35:45**

export sales agreement

long form, **35:13**short form, **35:12**

financing

See financing, *infra*

insurance

cargo clauses, **35:16-35:18**air, excluding sendings by post, **35:19**classification clause, **35:33**container clauses, **35:20**

extension clauses

frozen/chilled food, **35:29.50**frozen/chilled meat, **35:31.30**frozen food clauses, excluding frozen meat, **35:30; 35:31**frozen meat clauses, **35:32**radioactive contamination clause, **35:34**

strikes clauses

air cargo, **35:25**

INTERNATIONAL TRANSACTIONS—Cont'd

Direct export sales—Cont'd

insurance—Cont'd

strikes clauses—Cont'd

cargo, **35:24**

frozen food, excluding frozen meat, **35:26**

frozen meat, **35:27; 35:31.70**

Timber Trade Federation, **35:28**

Timber Trade Federation clauses, **35:29**

war clauses

air cargo, excluding sendings by post, **35:23**

cargo, **35:21**

sendings by post, **35:22**

quotation, **35:8**

sales agreement, **35:12; 35:13**

standard time draft, **35:40**

Distribution agreement

exclusive, **35:65**

non-exclusive, **35:70**

export and import controls

Export and Import Permits Act, **35:39**

number, application for, **35:38**

permit, application for, **35:39**

cancellation request, **35:40**

general declaration, **35:39.50**

Financing

drafts

demand draft against letter of credit, **35:44**

sight draft, **35:48**

standard time draft, **35:43**

letter of credit, **35:46**

assignment of, **35:52**

partial, **35:53**

proceeds of, **35:54**

confirmed advice of, **35:55**

documentary credit, **35:45**

amendment to, **35:51; 37:7**

guarantee, **35:60**

irrevocable credit, notification of, **35:50**

preferred payment credit, **35:49**

promissory note, **35:58**

demand, **35:59**

standby credit, **35:47**

INTERNATIONAL TRANSACTIONS—Cont'd

Financing—Cont'd

- letter of credit, **35:46**—Cont'd
- transfer, advice of, **35:56**
- partial, **35:57**

Joint ventures

- see also JOINT VENTURES
- contractual agreement, **35:80**
 - assignment of interest to third party, **35:83**
 - outsourcing, **35:85**
 - outsourcing agreement, **35:85**
 - termination of, **35:84**
- equity agreement, **35:81**
- letter of intent
 - binding, **35:78**
 - non-binding, **35:79**
- term sheet
 - non-binding, equity joint venture, **35:79.50**

Licensing

- agreement, **35:73**
- non-disclosure agreement, **35:73**
- technology transfer agreement, **35:75; 35:76**

Marketing

- See agency agreement, *supra*; distribution agreement, *supra*

Non-disclosure agreement, **35:73**Retainer agreement, **35:4**Sales representation agreement, **35:66**

Transportation of goods

- bill of lading, **35:15**
- insurance
 - See direct export sales, *supra*

Value-added reseller agreement, **23:392****INTERNET**

See also COMPUTERS

Access agreement, **23:145**

Advertising

- agreement, **2:26**
- web link, **2:27**
- rights, definition, **23:295**

Applicable laws, **23:146**Co-location agreement, **23:150**Development agreement, website, **23:138; 23:139**Directory data, prohibitions on use, **23:146**

INTERNET—Cont'd

Disclaimer

See COMPUTERS

End-user licence agreement, **23:153**

Hosting agreement, **23:98**

services, **23:141.50; 23:142; 23:142.30; 23:142.50**

virtual, **23:141**

Intellectual property protections

content warranty (synchronizing and uploading), **23:126**

copyright

compilation, of, **23:125**

division of rights, **23:123**

individual content, of, **23:125**

licence, **23:128**

licensed materials, **23:122**

reservation of rights, **23:121**

statement, **23:120**

trademark notice, and, **23:130**

licensed materials, **23:122**

permissions, **23:131**

reservation of rights, **23:121**

trademark

copyright and trade mark notice, **23:130**

reciprocal rights to use of, **23:129**

usage policy, **23:127**

Licence agreement, downloaded software, **23:101**

Linking agreement, **23:132**

brief statement, **23:134**

content, and, **23:154**

interim, **23:135**

organization and its members, between, **23:136**

simple form, **23:133**

Personal information

definition and use of, **23:159**

policy, **23:161**

use of, **23:163**

Portal services agreement, **23:137**

Privacy policy, **23:160**

security and, **23:164; 23:165**

service provider's statement, **23:162**

Production video on demand agreement, **57:6**

Security

credit card information, **23:166**

email communications, **23:167**

INTERNET—Cont'd

Security—Cont'd

- privacy policy, and, **23:164; 23:165**
- third party software and virus protection, **23:168**

Service level agreement, **23:149**Services and co-location agreement, **23:296.50**Subscription agreement, **23:143**

- acceptable use policy, **23:144**

Terms of service, **23:97**Terms of use, **23:155; 23:156**

Usage policy

- content, **23:154**
- general, **23:155; 23:156**
- public agency, **23:157**

Website

- advertising agreement, **2:26**
 - development agreement, **23:138**
 - service, and, **23:139**
 - hosting agreement, **23:140; 23:141**
 - services, **23:142**
 - linking agreement between organization and its members, **23:136**
 - links to other sites, advertising agreement, **2:27**
 - terms of use, **23:155; 23:156**
 - third party content, incorporation of
 - letter, **23:151**
 - licensing alliance, **23:152**
 - writer's agreement, **12:15-12:17**
- Wi-fi and internet access points, terms and conditions of use, **23:186**
- city facilities, **23:182**
 - city library, **23:182**
 - conference centre, **23:186**
 - public usage, **23:186**
 - shopping centre, **23:191; 23:192**
 - third party provided, **23:186**
 - transit authority - wi-fi terms of service, **23:182**

INTER VIVOS GIFTS

See GIFTS

JOINT VENTURES

Agreement

- amending, **36:14**
- consortium, **36:11**
- joint services, **36:9**
- land development, **36:6**

JOINT VENTURES—Cont'd

Agreement—Cont'd

pre-incorporation, **36:12**

pre-negotiation, **36:2**

product development, **36:7**

product manufacturing, **36:8**

software development, **36:10**

Computers

See COMPUTERS

Digital media

See DIGITAL MEDIA

Interest, **36:13**

International transactions

See INTERNATIONAL TRANSACTIONS

Land development, **36:6**

Letter of intent

binding joint venture (contractual joint venture), **36:5**

non-binding joint venture (equity joint venture), **36:4**

Mining, **43:1**

Pre-negotiation confidentiality, **36:2**

Television, property development, **57:48**

Termination, **36:15**

Term sheet, non-binding (equity joint venture), **36:3**

JURATS

Declarant

blind, **3:32**

illiterate, **3:30**

using an interpreter, **3:30**

Two persons declaring at different times, **3:30**

LEASING AGREEMENTS

Aircraft

See AVIATION

Business purpose certificate and undertaking, **26:12**

Commencement on non-delivery, **26:18**

Default

final demand, **26:28**

notice, intention to sell, **26:29**

Delivery and acceptance certificate, **26:23**

Equipment

captive market, **26:3**

schedule, **26:22**

third party funder, **26:4**

Fair booth, **41:3**

LEASING AGREEMENTS—Cont'd

Farming

See AGRICULTURE

Funding obligation, **26:21**Insurance coverage, notice of, **26:20**Lien waiver request, **26:17**

Mining

See MINES AND MINERALS

Modification of

additional lessee, **26:5**assignment, **26:6**

equipment

amendment, **26:9**name amendment, **26:10; 26:11**remove lessee, **26:7**terms, in, **26:8**Motor vehicles, **53:11**

Oil and gas

See OIL AND GAS

Ownership verification, **26:16**

Payment

direction, **26:25**pre-authorized payment, **26:27**schedule, **26:24**Power of attorney to lease, **47:27**Purchase, option to, **26:15**Space lease, **41:3**Stadium, **10:24**

Theatres

See THEATRES

Vehicle waiver, **26:19**Vendor not an agent, **26:13**Waiver by landlord, **26:14****LETTER OF CREDIT**

See BANKING

LETTER OF INTENT

Asset purchase and sale

asset purchase, multi-location outlets, **42:27**asset purchase, US form, **42:29**asset purchase agreement, in contemplation of signing, non-binding, **42:27**asset purchase and franchise agreement, **42:30.50**asset purchase including employment agreement, **42:27**

LETTER OF INTENT—Cont'd

Asset purchase and sale—Cont'd

- asset purchase including employment agreement in contemplation of adopting definitive asset purchase agreement, **42:30**
- asset purchase proposal agreement, US form, **42:29**
- entire assets and rights purchase, **42:25.120**

Business (generic)

- business relationship, **42:2**
- intention to engage in negotiation for definitive agreement, **42:3**
- sale of business, **42:4; 42:4.30**

Business commercial undertakings and dealings

- digitization of paper records, **42:4**
- facility establishment and operation, non-binding, **42:4**

Equipment sale and purchase, **42:8.50**

General clauses, **23:395; 42:6**

- confidential information, **42:95**
- confidentiality, **42:94; 42:94.30**
- counterparts/PDF signatures, **42:95.50**
- due diligence, **42:98**
- electronic signature, **42:98.50**
- entire agreement, **42:107.70**
- governing law, **42:110.50**
- grant of property rights, **42:6.50**
- intention to engage in negotiations for definitive agreement, **42:96**
- miscellaneous, **42:112.50**
- no binding commitment towards final agreement, **42:115.50**
- purchased assets, **42:122**

Invitation to submit, grant application, **42:1.50**

Joint venture, **23:374; 23:395; 42:6**

- binding, **23:375; 35:78**
- non-binding, **23:352; 35:79; 42:23**

Manufacturing, **40:81; 40:82**

- appointment as nonexclusive reseller, **42:8**
- proposed purchase of manufactured goods, **42:7**

Official outfitter and supplier, **42:21.70**

Play, option to produce, **58:1**

Project bid

- commitment value limit, **42:10**
- joint venture, **42:9**
- requirement for separate execution of confidentiality agreements, **42:13**
- services, **42:11**
- services (alternate), **42:12**

Sale of business, **42:4; 54:29**

Share/asset purchase and sale, **42:15; 42:16; 42:19**

LETTER OF INTENT—Cont'd

Share exchange, **42:20**

Share purchase and sale

acquire all issued and outstanding equity interests, **42:21.30**

acquire 100% of company's common shares, **42:21**

acquire 100% of company's shares, **42:25.70**

definitive stock purchase agreement, **42:25, 42:25.30**

preliminary terms of acquisition, reverse equity stock split, **42:22**

share acquisition, non-binding, **42:23.50**

share and land purchase, **42:25.100**

share purchase, non-binding, **42:23**

share purchase to establish wholly owned subsidiary, **42:20**

share transaction to reflect merger between parent and subsidiary, **42:24**

Software development, licensing and marketing

amended and restated, **42:16.50**

business/asset purchase, **42:17**

emerging and advanced opportunities program, **42:14.50**

exclusive marketing license, **42:33.50**

invitation to submit, performing river-bed maintenance services, **42:14.70**

joint development of software program, **42:14.30**

licensing agreement, **23:411**

licensing and support agreement, **42:14.30**

licensing arrangement, **42:14**

purchase 100% of seller's shares, binding, **42:21**

share and assets purchase, **42:16**

strategic partnership, **42:18**

Software tool set, migration of, **42:14.30**

Tenders

pending execution of formal contract, limiting commitment value, **42:31**

sale of assets, granting territorial rights for distribution, promotion, marketing and sale of specialty products, **42:32**

Term sheets

academia spin-off company, **42:33.100**

commercial property rental, **42:37.120**

engineering, procurement, and construction contract, **42:37.100**

financing, **42:34**

intellectual property licensing, **42:37.140**

non-binding, **42:23**

purchase of company, **42:37**

software partner alliance program, **42:37.50**

Territorial related sales

manufacturer and industry association, **42:33.50**

territorial distribution and sale of specified products to VARs, binding, **42:33**

LETTER OF INTENT—Cont'd

Training centre, establishment of, **42:4.70**

LICENCES

Computer

See COMPUTERS

Copyright

See COPYRIGHT

Digital media

See DIGITAL MEDIA

International agreements

See INTERNATIONAL TRANSACTIONS

Licensing and royalty fees, **55:54**

Manufacturing

See MANUFACTURING, trademark licence

Motion pictures

See MOTION PICTURES

Patents

See PATENTS

Recordings

See RECORDINGS

Sporting event, **10:26**

Television

See TELEVISION

Theatre

See THEATRES

Trade fairs

See EXHIBITIONS

Trademarks

See TRADEMARKS

LIENS

Alberta

affidavit verifying claim, **21:30**

affidavit verifying claim (by two way videoconferencing), **21:31**

affidavit verifying claim by other than lienholder, **21:32**

affidavit verifying claim by other than lienholder (by two-way
videoconferencing), **21:33**

certificate of lis pendens, **21:34**

discharge of lien, **21:35**

statement of lien, **21:29**

British Columbia

certification of completion, **21:38**

claim of lien, **21:37**

general instrument, **21:36**

LIENS—Cont'd**Manitoba**

- affidavit verifying claim, **21:40**
- certificate of substantial performance, **21:42**
- claim for lien, **21:39**
- notice of claim for lien, **21:41**
- notice to lienholder, **21:44**
- pending litigation order, **21:43**

New Brunswick

- affidavit verifying claim for lien, **21:48**
- affidavit verifying information in written notice of lien, **21:45**
- certificate of discharge, **21:46**
- certificate of pending litigation, **21:47**
- certificate of substantial performance of the contract, **21:50**
- claim for lien, **21:49**
- written notice of lien, **21:51**

Newfoundland and Labrador

- affidavit verifying claim, **21:53**
- claim of lien, **21:52**

Northwest Territories

- affidavit verifying claim, **21:55**
- claim of lien, **21:54**
- discharge of lien, **21:56**

Nova Scotia

- affidavit verifying claim, **21:58**
- certificate of lis pendens, **21:59**
- claim of lien for registration, **21:57**

Nunavut

- affidavit verifying claim, **21:61**
- claim of lien for wages, **21:60**

Ontario

- bonds, **18:44, 18:46, 18:47**
- certificate of action under s. 36 of the Act, **21:65**
- certificate of substantial performance of the contract under s. 32 of the Act, **21:63**
- claim for lien under s. 34 of the Act, **21:64**
- discharge of lien under s. 41 or 42 of the Act, **21:66**
- written notice of lien under s. 1(1) of the Act, **21:62**

Prince Edward Island

- affidavit verifying claim, **21:68**
- certificate of discharge, **21:69**
- claim of lien, **21:67**

Saskatchewan

- certificate of action, **21:71**

LIENS—Cont'd

Saskatchewan—Cont'd

certificate of substantial performance of subcontract, **21:70**

claim of lien, **21:73**

discharge of lien, **21:72**

written notice of a lien, **21:74**

Yukon

claim of lien for materials or machinery placed or furnished, **21:75**

receipt for discharge of lien, **21:76; 21:77**

LOANS

Bank Act loans

See **BANKING**

Banker's acceptance, **38:6**

Commitment letters

commercial mortgage, **38:3**

non-revolving term loan, **38:1**

revolving line of credit, **38:2**

Construction

See **BUILDING CONTRACTS**

Covenants, **38:8**

Environmental clauses, **38:10**

General clauses, **38:11**

General form

credit facility, with, **38:7**

unsecured loan, **38:4**

Increase in corporate acknowledgment, **32:19**

Operating loan, **38:6**

Promissory notes

See **PROMISSORY NOTES**

Representations, warranties, **38:9**

Term loan, **38:5; 38:6**

non-revolving commitment letter, **38:1**

Tooling loan agreement, **40:89**

MAINTENANCE SERVICES

See **MANAGEMENT AGREEMENTS**

MANAGEMENT AGREEMENTS

Building maintenance services, **39:14; 39:15**

proposal for, **39:28**

Commercial property, warehouse facilities, **39:5**

Computers

See **COMPUTERS**

Elevator service

complete maintenance, **39:18**

MANAGEMENT AGREEMENTS—Cont'd

- Elevator service—Cont'd
 - partial maintenance, **39:19**
- Landscape maintenance, specifications for, **39:29**
- Music, agreement to supply, **39:17**
- Office equipment maintenance, **39:20; 39:21**
- Office premises, equipment and services, agreement to provide, **39:3**
- Partnership
 - See PARTNERSHIPS
- Paved areas, sweeping of, **39:30**
- Property management agreement, **39:2**
- Property management consultant, agreement for personal services of, **39:4**
- Refuse removal services, shopping centre, **39:10**
- Security guards, agreement to supply, **39:16**
- Snow removal
 - commercial, **39:11**
 - specification form, **39:27**
- Supplier form for hardware and software support and maintenance, **23:296.70**
- Tender confirmation letter, **39:31**
- Towel service, **39:23**
- Uniform rental service, **39:22**
- Window cleaning services, **39:12; 39:13**
 - tender on, **39:25; 39:26**

MANUFACTURING

- Accounting records, accessibility of, **40:45**
- Agency agreements
 - See AGENCY AGREEMENTS
- Computers
 - See COMPUTERS
- Conditions of sale, **40:6**
- Confidentiality, **40:51; 40:83; 40:84**
- Delivery, **40:29; 40:30**
 - loss or damage in transit, **40:23**
- Distribution, **40:13.10; 40:13.40**
- Distributorship agreement, heavy equipment, **24:5**
- Documentation, conflicts in, **40:64**
 - electronic communication, **40:65**
- Electronic data interchange, **40:88; 40:89**
- Employees
 - confidentiality of information, **40:51; 40:83; 40:84**
 - employment of, **40:55**
 - health and safety, **40:57**
 - inventions, ownership of, **40:50**
 - managing co-ordinator, **40:59**

MANUFACTURING—Cont'd

Employees—Cont'd

workers' compensation, **40:56**

Export restrictions, **40:34**

Forecasts, **40:24**

Foreign manufacturer, **40:10; 40:13.30**

General clauses

amendments to agreement, **40:60**

arbitration, **40:61**

assignment, **40:62**

commitment, agreement not to be, **40:72**

disclaimer, **40:64.30**

dispute resolution, **40:64.70**

force majeure, **40:67**

indemnification, **40:68**

insurance, **40:69**

language, **40:70**

law, compliance with, **40:63**

limitation of liability, **40:71**

publicity, **40:73**

relationship of parties, **40:74**

reliance on outside assurances, **40:66**

remedies, **40:75**

survival, **40:76.50**

taxes, **40:42**

termination of agreement, **40:77**

Grants, **40:43**

Hazardous materials, **40:58**

Inspection of procedures, **40:44**

Intellectual property, **40:47**

confidentiality of, **40:51**

improvements to products, **40:53**

indemnification for, **40:48**

inventions, ownership of, **40:50**

non-disclosure of, **40:52; 40:85**

trademarks

general clause, **40:49**

licence, **40:86**

user agreement, **40:87**

transfer of technology, **40:54**

Inventory, **40:27**

Letter of intent, **40:81**

Minimum orders, **40:85**

Non-disclosure agreement, **40:85**

MANUFACTURING—Cont'd**Orders**

See minimum orders, *supra*; purchase order, *infra*

Packaging of products, **40:9; 40:28**

Payment for goods, **40:40**

Pricing

adjustments, **40:37**

commitment to, **40:38**

generally, **40:36**

most-favoured treatment, **40:39**

Product development, **40:13.10**

joint venture, **40:13.20**

Proprietary process, sale of, **40:11; 40:12**

Purchase order

acknowledgment of, **40:45**

cancellation of, **40:25**

confirmation of, **40:7**

forecast of, **40:24**

general, **40:3**

machinery parts, **40:4**

technical liaison representative, **40:76**

Quality of goods, **40:20**

inspection, **40:21**

rejection of shipment, **40:22**

review and acceptance by buyer, **40:31**

Quotation, **40:2**

Records of parts and tools, **40:44**

Samples, manufacturing according to, **40:8**

Security interest in goods, **40:41**

Technology manufacturing, **40:13.70**

Technology trial, **40:13.50**

Termination of agreement, **40:77**

Time and material agreement, **40:91**

Tooling loan agreement, **40:90**

Trademark licence, **40:86**

Trademark use agreement, **40:87**

Value-added reseller, **40:13.60**

Warranties, **40:78-40:80**

Work, scope of, **40:18**

MASTER SERVICE AGREEMENT

Business, commercial(government) undertakings and dealings

statement of work for delivery of designated municipally related services,
42:64.50

Business processes, execution version, US form, **42:65**

MASTER SERVICE AGREEMENT—Cont'd

Business process outsourcing services, BDC Commercial Solutions, Inc. and Industry Resource Corp., **23:334.50**

Commentary, **42:63**

Commentary, terms and conditions for incorporation into service agreements, **42:63.50**

Confidential information, **42:84.50**

Confidentiality, **42:94.70**

Construction, supply of, **42:65.60**

Construction, US form, **42:64**

Consulting, software development, and related services, **42:78.100**

Consulting or technical services implemented through SOWs, **42:77**

Consulting services and/ or technical support service, **42:65**

General clauses

fees and costs, **42:108**

knowledge sharing, **42:112**

non-binding MOU, **42:117**

operating plan (statement of work/work plan), **42:119**

recording and monitoring calls, **42:122.50**

right to audit, **42:123**

scope of agreement, **42:123.50**

Generic, **42:68**

associated statement of work, **42:68.50**

incorporating and replacing previously executed agreement, **42:69**

Government-related work as authorized via work order, **42:65.50**

Healthcare

patient services, **42:75.180**

Managed services, **42:78.20**

Management services, **42:75.160**

Professional services and IP rights, **42:78**

Provision of services, **42:67.50**

Provision of technical, developmental, engineering, procurement, construction and consulting services, **42:78**

Technology

business processes, **42:70**

cloud services subscription and project services, **42:75.140**

contact centre to provide technical support and customer service, operation of, US form, **42:75.10**

containing additional sample exhibits, **42:72**

customer data collection, management and use of terms of use, **42:75.80**

digital trust products and services, **42:71.50**

managed services, service levels agreement, **42:75.20**

patient services, **42:75.180**

provision of information technology products and services, **42:75.120**

MASTER SERVICE AGREEMENT—Cont'd

Technology—Cont'd

- SaaS contracted services, **42:75.100**
- storage of electronic records, **42:75.60**
- technology analysis and remediation, US form, **42:74**
- terms and conditions, **42:71**
- third party provided support services, **42:75**
- U.S. form, **42:73**
- website services and professional services, **42:75.40**

MEDIATION

See also ARBITRATION

Agreements

- comprehensive, **7:114**
- short, **7:113**
- terms, and, **7:112**

Contractual provisions regarding submission to mediation

- agreement, pursuant to, **7:109**
- contract, dispute founded in, **7:107**
- governing law, **7:110**
- language of, **7:110**
- location of, **7:110**
- tort, dispute founded in, **7:108**

Costs, motion for, 7:105

MEMORANDUM OF UNDERSTANDING

Academic collaboration, 42:38.10

Commentary, 42:1

Company purchase, 42:42.105

Computers See COMPUTERS

Consulting and professional services

- consulting services, **42:45**

Definitions, 42:79-42:91.70

Digital health funding commitment and high-level governance arrangements, 42:42.140

Educational Institution

- operating network, **42:42.110**

Energy

- oil production facility, acquisition of equity interest to fund, **42:42.120**
- strategic partnership agreement, **42:42.130**

Fuel supply, 42:78.50

General clauses

- acknowledgments, **42:92**
- amendments, **42:101**
- binding agreement modification, **42:102**

MEMORANDUM OF UNDERSTANDING—Cont'd

General clauses—Cont'd

- binding effect; succession, **42:93**
- choice of laws, **42:103**
- conduct and legal compliance, **42:104**
- confidentiality of MOU, **42:94.30, 42:105**
- definitive agreement, **42:106**
- definitive documents, **42:106.50**
- dispute resolution, **42:107**
- entire agreement and understanding between parties, **42:107.30**
- fees and costs of MOU and agreement, **42:108**
- force majeure, **42:100**
- information exchange, **42:100.50**
- intellectual property rights ownership, **42:100.60**
- invalidity of certain provisions, **42:111**
- no authority to bind a party, **42:115**
- no drafting inference, **42:116**
- section headings, **42:124**
- US form, **42:42.60**

General/generic use, **42:39; 42:42.80**

- no legally binding or enforceable right or obligation, **42:40**

Government and public alliances

- consultation, cooperation, exchange of information, **42:38.50**
- data sharing alliance, **42:45.30**
- license of name and likeness rights key material terms, **42:42.80**
- operational, administrative, financial, auditing, reporting, **42:45.25**

Healthcare and not-for-profits (NFPs)

- charitable donations, **42:44**
- hospital collaboration terms, **42:43**
- hospitals integration, executive committee governance model, **42:42.180**
- initiative to integrate care for persons eligible for healthcare, **42:42.200**
- services provider and facilitator, **42:42.210**

Home construction, **42:42.100**

Investments Partner, **42:57.50**

Landlord and tenant

- lease buy-out, **42:46**
- office lease agreement, **42:47**

Litigation settlement terms, **42:47.50**

Municipalities and public benefit non-profit corporations

- acquisition of municipal rights of way to provide telecom services, **42:45.40**
- consulting, **42:38.70**
- fiber optic network agreement, **42:45.60**
- public benefit non-profit corporation, use of municipal land by, **42:45.80**

MEMORANDUM OF UNDERSTANDING—Cont'd

- Municipalities and public benefit non-profit corporations—Cont'd
 - recognizing union as a legal representative of specified categories of employees, **42:45.100**
 - smart city alliance, **42:45.120**
- Not-for-profit
 - alliance collaboration and governance terms, **42:42.220**
 - annual industry, specific trade show, **42:42.240**
 - renewal, **42:42.260**
- Pharmaceuticals, development and sale of product, seeking investment partner, binding, **42:48**
- Project partnership engagement, **42:42.20**
- Project related contract(s), territorial related sales, **42:42**
- Project team for educational planning, **42:45.20**
- Promote and sustain market for designated product and/or services, **42:53**
- Public-private
 - design-build contract guarantee of all obligations, **42:52.50**
 - network support services municipal utility and internet related services provider, **42:51**
 - regional health network data exchange, **42:52**
 - treatment of non-public information, **42:49**
 - unified health network, **42:50**
- Public sector network agreement, **23:194.70**
- Real estate, purchase agreement (with restrictions), **42:57**
- Regional collaboration (governmental), **42:42.160**
- Research, collaborative program, **42:52.70**
- Sale of business, territorial related sales, **42:41**
- Sales
 - industry and designated professionals association, **42:53.70**
 - licence and reseller agreement, **42:53.60**
 - promote and sustain market for designated product and/or services, **42:53**
 - world heritage site listing, bid to establish, **42:53.50**
- Schools, provision of services to, **42:38.20**
- Share purchase, **42:58**
 - MOU and SLA, **42:59.50**
 - pursuant to joint venture agreement, **42:59**
- Software, hardware, technology innovation and associated services and initiatives
 - app promotion, **42:62.60**
 - customer engagements, **42:62.90**
 - joint development and marketing of technology (summary of terms), **42:62.50**
 - pilot program to demonstrate commercial viability of specified technology, **42:60**
 - pilot project, software application, **42:61**

MEMORANDUM OF UNDERSTANDING—Cont'd

Software, hardware, technology innovation and associated services and initiatives—Cont'd

possible tech-related development agreement, **42:62**

resale and support, **42:62.80**

software application enhancement, **42:61.50**

specified data sets, collaboratively maintain, update, improve, **42:62.70**

tech-related collaboration opportunities, **42:60.50**

Strategic partnership agreement, **42:42.40**

Term sheets

development and provision of systems infrastructure and support services, **42:78.140**

joint venture documents, amendment of, **42:78.160**

waterfront modernization project, **42:78.120**

MINES AND MINERALS

Arbitration, **43:23**

Consulting services agreement, **43:4**

Diamond drilling agreement, **43:3**

Freedom to compete, **43:24**

Geophysical survey, **43:2**

Hand cobbing, **43:16**

Joint venture and option agreement, **43:1**

Lease, **43:5**

purpose, **43:12**

renewal of, **43:13; 43:14**

Net smelter returns, **43:8**

Option and joint venture agreement, **43:1**

Option to purchase mining property, **43:20**

Ores to be joint property, **43:17**

Performance of lease, disputes not to interrupt, **43:19**

Profit sharing, **43:7**

Royalties

calculation of, tenant not dealing at arm's length with treatment plant, **43:9**

minimum annual payment, **43:8**

payment, method of, **43:10**

payments, **43:6**

Sale of mining property, **43:21**

Tenant

conduct of operations, **43:15**

default by, **43:11**

sealing off of workings, **43:22**

termination, report on, **43:18**

treatment plant, not dealing with at arm's length, **43:9**

MOTION PICTURES

See also TELEVISION; THEATRES

Actors

- cast list credit rider, **57:32**
- extras, **57:45**
- feature player, credit rider, **57:31**
- insurance rider, **57:29**
- name and likeness, **57:30**
- principal performer's agreement, **57:26**
- television performer's agreement, **57:34**
- minor, **57:34.50**

Composer's agreement, **57:35; 57:36**

licence of rights, **57:38**

Consignment agreement, representation of stock footage by film library, **57:62**

Crew member's agreement, **57:33**

Distributor's agreement, **57:52**

- exhibition, **57:53**
- full digital rights, **57:3**
- licence for exclusive rights, **57:1**
- selected markets, for, **57:60**
- sub-distribution, **57:55**

Exhibition distribution agreement, **57:53**

Feature film agreement, **57:21**

Film line producer's agreement, **57:23**

Harmonized or goods and services tax, **57:90; 57:91**
warranties where no requirement to register, **57:92**

Lender's licence of rights to producer, **57:10**

Location

- recognizable premises, **57:43**
- set-up release, **57:42**

Minor, intervention agreement, **57:15**

Mobile application development agreement, **57:56**

Music commissioning agreement, **57:39**

Music synchronization agreement, **57:40**

Music synchronization licence, library, **57:41**

Name, use of, **57:44**

Option

- book rights for film and television agreement, **57:19**
- novel, rights to, **12:91; 12:92**
- screenplay, existing, **57:12; 57:17**
- screenplay to be written, **57:16**

Production agreement for motion picture, **57:22**

Release and licence

- with fee, **57:46**

MOTION PICTURES—Cont'd

Release and licence—Cont'd
without fee, **57:47**

Releases

location set-up, **57:42**
privacy, **57:44**
recognizable premises, **57:43**

Riders

cast list credit, **57:32**
feature player credit, **57:31**
insurance, **57:29**

Rights in literary work, option on, **12:91; 12:92**

Sales agency agreement, **57:57**

Screenplay

existing, option on, **57:12; 57:17**
rewriting services, agreement for, **57:20**
to be written, option on, **57:16**

Stock footage

consignment agreement, film library, **57:62**
licence agreement, **57:63**
negotiated agreement, **57:64**

Video, agreement for production of, **57:4; 57:5**

Video game, publishing and development agreement, **57:93**

MUSIC

See MOTION PICTURES; DIGITAL MEDIA; PUBLISHING AGREEMENTS; RECORDINGS; THEATRES

NON-DISCLOSURE AGREEMENTS

Computers

See COMPUTERS

Digital media

See DIGITAL MEDIA, confidential disclosure

Intellectual property, **34:39; 34:40**

International licensing, **35:71**

Manufacturing

See MANUFACTURING

Manuscript of, **12:4**

OFFICE CLEANING

See MANAGEMENT AGREEMENTS

OFFICE EQUIPMENT

See COMPUTERS; LEASES; MANAGEMENT AGREEMENTS

OIL AND GAS**Assignment**

- consent request, **44:28**
- contract rights and approval, **44:14**
- disposition, of, Alberta, **44:40**
- easements, of, **44:38**
- facility interests, **44:30**
- lease, British Columbia, **44:11**
- notice of, general, **44:27**
- novation agreement, and, **44:29**
- right-of-way agreements, of, **44:39**
- surface leases, of, **44:36**
- surface rights, of
 - board order, **44:37**
 - general, **44:41**
- unit assignment
 - interests, of, **44:44**
 - notice of, **44:44**

Common stream operator agreement, 44:74**Conveyance**

- agreement, **44:3**
- petroleum, natural gas and general rights, **44:4**
- royalty, of, **44:6**

Disposition

- assignment of, Alberta Crown surface rights, **44:40**
- transfer of, Manitoba, **44:15**
 - undivided interest in, **44:17**

Easement, assignment of, 44:38**Facility interests, assignment of, 44:30****Gas**

- processing agreement, **44:72**
- purchase and sale agreement, **44:71**
- transportation agreement, **44:73**

Lease

- assignment of, British Columbia, **44:11**

Crown

- See Crown lease transfer, *supra*
- natural gas, Alberta (CAPL), **44:50**
- petroleum and natural gas
 - See petroleum and natural gas lease, *infra*
- surface
 - See surface lease, *infra*

Licence

- exploration, transfer of a share in, **44:13**

OIL AND GAS—Cont'd

Licence—Cont'd

significant discovery, transfer of a share in, **44:13**

Natural gas lease, Alberta (CAPL), **infra; 44:50**

no interest letter, **44:31**

Novation agreement and assignment, **44:29**

Operating agreement

CAPL (2015) operating procedure, **44:67**

construction, ownership and, **44:70**

joint, **44:66**

unit agreement, **44:68**

operating, **44:69**

Operator, notice of change of, **44:32**

Option agreement, **44:51**

Participation agreement, **44:65**

Petroleum and natural gas lease (CAPL)

Alberta, **44:47**

with grant, **44:45; 44:46**

Manitoba, **44:49**

Saskatchewan, **44:48**

Pipeline crossing agreement, Alberta (CAPL), **44:59**

Pooling agreement, **44:64**

Power of attorney, enduring Alberta, **44:52**

Processing agreement

common stream operator agreement, **44:74**

gas, **44:72**

Purchase and sale agreement, **44:2**

gas, **44:71**

Quit claim, **44:7**

uncertain ownership, **44:8**

Right of first refusal

exemption letter, **44:35**

notice, **44:33**

Right-of-way agreement

Alberta (CAPL), **44:57; 44:58**

assignment of, **44:39**

Royalty

conveyance, **44:6**

procedure

farmout and (CAPL), **44:60; 44:61**

overriding (CAPL), **44:62; 44:63**

Surface lease

Alberta (CAPL), **44:53; 44:54**

assignment of, **44:36**

OIL AND GAS—Cont'd

Surface lease—Cont'd

British Columbia (CAPL), **44:55**Saskatchewan (CAPL), **44:56**

Transfer

agreement, of

federal, **44:12**Saskatchewan, **44:19-44:25**application, Saskatchewan, **44:26**disposition, of, Manitoba, **44:15**undivided interest in, **44:17**form, Alberta, **44:9; 44:10**procedure (CAPL), **44:5**

share, of

exploration licence, in, **44:13**lease, former, **44:13**permit, former, **44:13**significant discovery licence, **44:13**well licence, Manitoba, **44:18**Trust agreement, **44:42**Unit agreement, **44:68**

assignment of

interests, **44:44**notice of, **44:43**operating, **44:69**Well licence, transfer of, Manitoba, **44:18****PARTNERSHIPS**

See also PUBLIC-PRIVATE PARTNERSHIPS

Accountant, appointment of, **45:34**Accounting and valuation principles, **45:37**Acting within scope of business, **45:40**Age of majority representation, **45:16**Annual budget, **45:36**Annual valuation, **45:38**

Arbitration

appointment of arbitrator, **7:56**debts, award by arbitrator, **7:100**dissolution, **7:103**mutual releases, **7:102**retirement of partner, **7:101**

submission agreement

one arbitrator, **7:8**three arbitrators, **7:9**

PARTNERSHIPS—Cont'd

- Assets, ownership of
 - partners, **45:19**
 - partnership, **45:18**
- Assignment of partnership debts, **9:29**
- Bonds
 - See BONDS
- Budget, annual, **45:36**
- Compete, right to, **45:24**
- Death of partner, **45:51**
- Dissolution
 - agreement, **45:73**
 - arbitration award, **7:103**
 - death of partner, **45:51**
 - distribution of assets, **45:54**
 - expulsion of partner, **45:50**
 - termination of partnership, **45:53**
- Employees, admitting into, **45:9**
- Existing business
 - employees admitted, **45:9**
 - fresh capital, **45:6; 45:7**
 - new partner buying in, **45:8**
 - new working partner, **45:6**
- Fiscal year, **45:35**
- General form, **45:3**
 - amended and restated, **45:59**
- Income, outside, liability to account for, **45:23**
- Indemnity for prohibited acts, **45:39**
- Insurance
 - collateral agreement with trust company, **45:5**
 - mutual life, partners to obtain, **45:55**
- Land development agreement, **45:10**
- Limited liability partnership, **45:72**
- Limited partnership
 - accounting principles, **45:68**
 - agreement, **45:62-45:65**
 - sophisticated, **45:70**
 - dissolution, **45:73**
 - notice of, **45:74**
 - power of attorney, **45:66**
 - transfer and, **45:67**
 - prior notice to, **45:69**
 - subscription form, **45:66**

PARTNERSHIPS—Cont'd

Management

- agreement, **45:12**
- appointment, **45:31**
- arbitration, **45:33**
- consultation, **45:32**
- disagreements, settlement of, **45:28**
- division of responsibilities, **45:25**
- managing partner, **45:29**
- partners' authority, **45:27**
- review of partnership, **45:30**
- salaried working partner, **45:29**

Marriage contract, **45:57; 45:58**

Name

- restrictions on use, **45:14**
- right to use withdrawing partner's, **45:13**

New partners

- admission of, **45:46; 45:47**
- buying half interest, **45:8**
- capital
 - contribution clause, **45:49**
 - owner to provide, **45:6**
 - provided by, **45:7**
- profits, participation in, **45:48**

Power of attorney, **45:56; 45:66; 45:67; 47:69**commencement, **47:86**Professional agreement, **45:4**Profits and losses, limitation on one partner, **45:21**Profits include partners' salaries and benefits, **45:9**Prohibited acts, indemnity for, **45:39**Purchase of interest, right of disaffected partner to sell or compel, **45:42**Purchase of partnership interest, restriction on, **45:41**

Removal of partner

- expulsion, **45:50**
- residence of partner, **45:52**

Representations and warranties, **45:15**

- age of majority, **45:16**
- interest, acquisition of, **45:17**

Residency of partner, **45:52**Transfer agreement, **45:11**Valuation, annual, **45:38**Variation of partnership interest, **45:45****PATENTS**Abstract and specification, **34:25**

PATENTS—Cont'd

- Agent, appointment of
 - associate, **34:17**
 - general form, **34:16**
 - revocation of, **34:18**
- Application under, s. 65
 - advertisement of, **34:21**
 - counterstatement, **34:22**
 - grant of licence, **34:20**
 - reply by applicant, **34:23**
 - revocation of patent, **34:20**
- Assignment
 - affidavits of execution
 - company, by, **34:29; 34:30**
 - individual, by, **34:28**
 - whole interest, of, **34:26**
 - prior to issue of patent, **34:27**
- Computer software, indemnity for infringement of, **23:226**
- Disclaimer, **34:12**
- Employees, agreement with, **34:39; 34:40**
- Final fee, small entity, **34:31**
- Hearing, demand for, s. 69, **34:24**
- Indemnity for infringement of patent, computer software, **23:226**
- Licences
 - exclusive, **34:36; 34:37**
 - for specific patent, **34:35**
 - non-exclusive, specific patent, **34:34**
 - software indemnity, **23:226**
- Petitions
 - grant of, for, **34:13**
 - invention by public servant, **34:15**
 - joint inventor, by, **34:14**
- Prosecution of application, names of assistants, **34:27**
- Reissue, application for, **34:11**
- Specification and abstract, **34:35**

PENSIONS

- Actuarial information summary, **46:7**
- Amendment, application to register
 - Canada, **46:5**
 - Ontario, **46:29**
- Annual information return
 - Alberta, **46:62**
 - Newfoundland and Labrador, **46:67**
 - Nova Scotia, **46:43**

PENSIONS—Cont'd

Annual information return—Cont'd

Saskatchewan, joint, **46:51**

Appeal in federal court, notice of, **46:13**

Benefit reduction on death, agreement of spouse or common law partner,
46:11

Contributions, summary of, **46:30**

Cost certificate, Alberta, **46:61**

Death of member, statement to, **46:17**

Designation as limited member, request for, Nova Scotia, **46:45**

Employer

not subject to Companies' Creditors Arrangement Act or Part III of Bank-
ruptcy and Insolvency Act

governed by a board of directors, declaration of, **46:24**

not governed by a board of directors, declaration of, **46:25**

subject to Companies' Creditors Arrangement Act or Part III of Bankruptcy
and Insolvency Act

governed by a board of directors, declaration of, **46:26**

not governed by a board of directors, declaration of, **46:27**

Financial hardship, withdrawal based on, attestation, **46:21**

Forms of

defined benefit plan, **46:2**

defined contribution plan, **46:3**

Investment information

return, **46:9**

summary, **46:30**

Joint and survivor pension benefit, cessation of the payment, consent of
spouse or common-law partner to, **46:20**

Locked-in accounts, access to

financial institutions, application for, **46:34**

Superintendent of Financial Services, application for, **46:35; 46:36**

Locked-in plans

British Columbia

spouse's consent to transfer to LIF, **46:41**

Canada

total amount held, attestation, **46:23**

Marriage breakdown, Newfoundland and Labrador

notice of

entitlement, **46:70**

intention, **46:69**

objection of member, notice of, **46:74**

spouse, entitlement of, **46:71-46:73**

Objection, notice of, **46:12**

Payment of temporary income from LIF, application, Nova Scotia, **46:46**

Pension benefit credit, application to transfer, **46:10**

PENSIONS—Cont'd

Phased retirement benefit

statement to former member, spouse or common law partner, **46:19**

statement to member, spouse or common law partner, **46:18**

Registered retirement income fund contract, transfer to, spouse's consent,

Saskatchewan, **46:53**

Register plan, application to

Alberta, **46:60**

Canada, **46:4**

Newfoundland and Labrador, **46:66**

Nova Scotia, **46:42**

Saskatchewan, **46:50**

Registration, application for

Canada, **46:6**

Ontario, **46:28**

Required information, **46:8**

Retirement from plan, statement to member, **46:14**

Sale of business, **54:40**

Spousal/partner waiver

Alberta

permit commutation, on shortened life or non-residency status, **46:65**

post-pension, death benefit, commencement of, **46:64**

pre-pension, death benefit, commencement of, **46:63**

British Columbia

administrator's statement of compliance

amendment to plan text document, **46:41.60**

amendment to supporting plan document, **46:41.80**

plan registration, **46:41.40**

consent to transfer to LIF or establishment of LITB, **46:41**

permit unlocking of benefits, **46:39**

waiver of beneficiary rights after payments start, **46:40**

waiver of beneficiary rights before payments start, **46:41.20**

Newfoundland and Labrador

joint and survivor pension, **46:68**

Nova Scotia

joint and survivor benefits, **46:44**

Ontario

joint and survivor pension, **46:32**

pre-retirement death benefit, **46:33**

Saskatchewan

designated beneficiary status, **46:54**

designated beneficiary status under LIRA, **46:52**

designation of beneficiary status under variable benefit account, **46:56**

60% post-retirement survivor benefit, **46:58**

PENSIONS—Cont'd

- Spousal/partner waiver—Cont'd
 - Saskatchewan—Cont'd
 - pre-retirement survivor benefit, **46:57**
- Spouse/common-law partner, attestation, **46:22**
- Termination of plan, statement to member
 - entitled to deferred pension benefit, **46:15**
 - not entitled to deferred pension benefit, **46:16**
- Variable benefit account, transfer to, spouse's consent, Saskatchewan, **46:55**
- Waiver, **46:32; 46:33**
- Withdraw money from LIRA of LIF, application for
 - Newfoundland and Labrador
 - small balance, **46:75**
 - temporary balance, **46:76**
 - Nova Scotia
 - at age 65, **46:47**
 - shortened life expectancy, **46:48**

PERSONAL PROPERTY SECURITY

- Accession
 - intent to remove, notice of, **55:45**
 - objection to removal, **55:47**
 - renunciation of right to remove, **55:46**
- Accounts receivable agreement
 - Alberta, **55:11**
 - British Columbia, **55:11**
 - New Brunswick, **55:11**
 - Newfoundland and Labrador, **55:11**
 - Nova Scotia, **55:11**
 - Ontario, **55:10**
 - Prince Edward Island, **55:11**
 - Saskatchewan, **55:11**
- Acknowledgment, Ontario, **1:16**
- Assignments
 - guarantee, with, **55:15**
 - notice of
 - See notice, *infra*
 - recourse, with, **55:16**
 - recourse, without, **55:14**
 - vendor of goods, by, **55:18**
 - warranty of payment and financial details, with, **55:17**
- Consumer goods, **55:12**
- Corporate resolution authorizing agreement, certificate of, **55:53**
- Demand by
 - interested party, for satisfaction, **55:34**

PERSONAL PROPERTY SECURITY—Cont'd

Demand by—Cont'd

other secured party, for satisfaction, **55:33**

secured party

for possession, **55:25**

for proof of other party's interest, **55:35**

Disposition, notice of, **55:32**

application of proceeds, **55:41**

Extension of security agreement, **55:52**

Fixtures

intention to remove, notice of, **55:42**

objection to removal, **55:44**

renunciation of rights in, **55:43**

General security agreement

Alberta, **55:5**

British Columbia, **55:5**

New Brunswick, **55:5**

Newfoundland and Labrador, **55:5**

Nova Scotia, **55:5**

Ontario, **55:4**

Prince Edward Island, **55:5**

Saskatchewan, **55:5**

Guarantee

assignment with, **55:15**

continuing, **55:50**

security agreement, of, **55:49**

Licensing and royalty fees, clause to secure, **55:54**

Lien waiver request, **26:17**

Notice

accessions, intent to remove, **55:45**

account debtors, to

assignment to secured party, **55:21**

default by principal debtor, **55:29**

application of proceeds of disposition, **55:41**

assignment, of

account debtor, to, **55:21**

debtor, to, **55:22**

collateral

intention to retain, of, **55:36**

to secured party, other party's interest in, **55:30**

transfer of, **55:23**

discharge, demand of for non-consumer goods

Alberta, **55:27**

British Columbia, **55:27**

PERSONAL PROPERTY SECURITY—Cont'd

Notice—Cont'd

- discharge, demand of for non-consumer goods—Cont'd
 - Manitoba, **55:28**
 - New Brunswick, **55:27**
 - Newfoundland and Labrador, **55:27**
 - Nova Scotia, **55:27**
 - Ontario, **55:26**
 - Prince Edward Island, **55:27**
 - Saskatchewan, **55:27**
- disposition, **55:32**
- enforce security, intention to, **55:31**
- fixtures, intention to remove, **55:42**
- information request, **55:19**
- payment demand to debtor, **55:24**
- purchase money security interest in inventory, of, **55:20**
- transfer of collateral by debtor, **55:23**
- Possession, demand by secured party, **55:25**
- Purchase money security agreement
 - inventory, interest in
 - Alberta, **55:7**
 - British Columbia, **55:7**
 - New Brunswick, **55:7**
 - Newfoundland and Labrador, **55:7**
 - notice of interest, **55:20**
 - Nova Scotia, **55:7**
 - Ontario, **55:6**
 - Prince Edward Island, **55:7**
 - Saskatchewan, **55:7**
 - non-inventory interest
 - Alberta, **55:9**
 - British Columbia, **55:9**
 - New Brunswick, **55:9**
 - Newfoundland and Labrador, **55:9**
 - Nova Scotia, **55:9**
 - Ontario, **55:8**
 - Prince Edward Island, **55:9**
 - Saskatchewan, **55:9**
- Right of redemption, release of, **55:40**
- Subordination agreement, **55:51**

PHYSICIANS

- Emergency, statement of, **33:47**
- Employment with hospital, **33:14**
 - chief of department agreement, **33:15**

PHYSICIANS—Cont'd

Hospitals

See HOSPITALS

Medico-legal emergency statement, **33:47**

Orders

no CPR, **33:48**

out-patient treatment, **33:45**

treatment, **33:46**

Privileges

professional staff

application for appointment, **33:12**

application for reappointment, **33:13**

Release from liability by patient

blood transfusion, refusal of, **33:51**

general treatment, refusal of, **33:50**

leaving hospital against medical advice, **33:53**

temporary leave from hospital, **33:52**

Release from liability by person responsible for patient, **33:54**

POWERS OF ATTORNEY

Acknowledgment by spouse or common-law partner, Manitoba, **1:23**

Actions

maintain at attorney's risk, **47:46**

prosecute and defend, **47:45**

Agent, power to employ, **47:99**

Alternates, appointment of, **47:91**

Arbitration, power to submit dispute, **47:100**

Banking

business transactions, **47:57; 47:59**

endorsement of bills and notes, **47:61**

generally, **47:57**

sign or draw bills or notes, **47:60**

Bills and notes, power to sign and endorse, **47:60; 47:61**

Business

accept service, **47:69**

branch office for corporation opening, **47:63**

conduct, **47:62**

execute document, **47:67**

filing of registration, **47:68**

voting at meetings generally, **47:64**

winding up of business, appoint trustee, **47:64**

Change, attorney acting after commencements

corporation, by, **47:87**

individual, by, **47:85**

partnership, by, **47:86**

POWERS OF ATTORNEY—Cont'dConfirmation of acts, **47:104**Consent to act as attorney, **47:119**

Death of principal

attorney continuing to act, **47:88**power not revoked by, **47:89**

Debts

collection of, **47:47**compromise those owing to principal, to, **47:52**payment of, **47:53**receive particular sum of money, **47:49**recovery of, **47:48**settlement of, **47:51**

Declarations by

attorney, power operating, **47:118**attorney, powers unrevoked, **47:116**corporate attorney, power unrevoked, **47:117**

Duration of power

existing power made irrevocable, **47:108**

irrevocable

for fixed period, **47:94**until given notice, **47:96**permanent, **47:93**

Execution of documents

generally, **47:101**particular document, **47:67**Extension of term by endorsement, **47:106**Foreign assets, to deal with, **47:55**

Former powers

revoked, **47:103**General form, **47:2; 47:3**subscribing witness, affidavit of, **47:9**

for virtually signed power of attorney for personal care

not virtually commissioned, **47:10**virtually commissioned, **47:11**use in foreign country, sale and mortgage of property, **47:8**General power, **47:97**

Grant

deed, by, **47:93**Health care, **47:14**

Irrevocable power

fixed period, **47:5; 47:79**general, **47:6; 47:108**notice given, until, **47:80**

POWERS OF ATTORNEY—Cont'd

- Land, management of, **47:25**
- Leases, **47:27**
- Legacy, recovery of and consent to abatement, **47:54**
- Legal remedies, power to exercise, **47:43**
- Limited power of attorney, **47:7**
- Losses, attorney not liable, **47:105**
- Non-revocation of power on
 - change in partnership, **47:75**
 - death of principal, **47:89**
 - incapacity of principal, **47:90**
- Partnership, **45:56**
 - subscription form and, **45:66**
 - transfer and, **45:67**
- Personal affairs
 - access to information, **47:72**
 - compensation claim, **47:76**
 - not permitted, **47:78**
 - professionals, for, **47:79**
 - estate planning, conduct, **47:74**
 - gifts to make, **47:80**
 - health care, **47:14**
 - income tax returns, to file, **47:82**
 - loans, to make, **47:80**
 - matrimonial home, interest in, **47:84**
 - RDSP contributions, make, **47:81**
 - reimbursement claim, **47:77**
 - support of dependants, **47:75**
 - trust assets, to deal with, **47:83**
 - will
 - living, **47:70**
 - to obtain a copy, **47:72**
 - to review, **47:70**
- Personal care, Ontario, **47:13**
- Personalty
 - foreign assets, **47:55**
 - invest money, **47:38**
 - mortgages, in, **47:39**
 - leasing of, **47:42**
 - litigation guardian, **47:43**
 - manage, **47:41**
 - mortgage, to, **47:39**
 - safety deposit boxes, **47:7**

POWERS OF ATTORNEY—Cont'd

Personalty—Cont'd

securities

accept, to, **47:34; 47:35**deal with, **47:33**dividends, to receive, **47:35; 47:36**sell generally, **47:31; 47:32**sell, generally, **47:30**

stock

See securities, *supra*

Ratification of attorney's acts

general, **47:114**specific, **47:115**Ratification of prior act, **47:110**

Real estate

continuing power, Ontario, **47:15**conveyance, execution of, **47:21**general authority, **47:17**management of, **47:25**mortgaging, of, **47:22; 47:24**offer to purchase, acceptance of, **47:18**sale of, Quebec, **47:19**spousal consent, **47:26**

tenants

collect rents, **47:28**eject, **47:29**Receipts and discharges, power to give, **47:102**Revocation of registered power, **47:4; 47:109**appointment of new attorney, and, **47:111**notice and, **47:112**ratification of prior act, and, **47:110**Special or limited power of attorney, **47:7**Substitution of, **47:98; 47:113**

Trustee, appointment of

company, by, **47:91**wind up firm's business, **47:64****PROMISSORY NOTES**Bank Act loan, under, **55:62-55:66**Conditional non-negotiable note, **48:10**Demand note, **35:59; 48:3; 48:4**Floating rate, **48:5**General form, **35:58; 48:2**Grid note, **48:12**Joint and several note, **48:7**

PROMISSORY NOTES—Cont'd

Joint note, **48:6**

Lien note, **48:11**

Notice of dishonour, **17:24**

Payable by instalments

principal and interest combined, **48:8**

principal plus interest, **48:9**

PROMOTIONS

See ADVERTISING

PUBLIC-PRIVATE PARTNERSHIPS

Agreements

concession

airport, **49:22**

toll road construction, operation and management, **49:20**

water and sanitation services, **49:21**

cooperative agreement, **49:15.20**

flood risk management, **49:17.50**

funding

contribution agreement, federal government, **49:26**

structure and content overview, **49:27**

grant program, federal government, **49:25**

provincial, **49:24**

general, **49:13**

land lease, government-owned land, **49:19**

medical

ambulance services, **49:19.70**

EMS provider, **49:19.30**

project base, **49:13.50**

traffic relief plan, term sheet, **49:13.70**

transit

abbreviations and definitions, **49:15.70**

bridge crossing project, municipal, **49:15**

design build contract, **49:16**

transportation facilities, design, build, finance, operate and maintain,
49:15.30

waterway bridge construction, **49:14**

water

purchase and sale, **49:18**

treatment plant project, **49:17**

water and wastewater facilities upgrade, design, build, finance and oper-
ate, **49:18.50**

Definitions

accept, acceptance and accepted, **49:33**

PUBLIC-PRIVATE PARTNERSHIPS—Cont'd

Definitions—Cont'd

- accounting principles, **49:34**
- affiliate, **49:35**
- affiliated entity, **49:36**
- airspace, **49:36.30**
- allocate costs, **49:36.50**
- alternative facility, **49:36.70**
- alternative financing and procurement (AFT) project, **49:37**
- ancillary documents, **49:38**
- applicable law, **49:39**
- applicable taxes, **49:40**
- approved project, **49:41**
- arms length terms, **49:42**
- authority, **49:43**
- background information, **49:44**
- bank rate, **49:45**
- base charge data, **49:46**
- base funding, **49:47**
 - agreement, **49:48**
- baseline progress schedule, **49:50**
- base performance data, **49:49**
- benefits factor, **49:51**
- betterment, **49:52**
- bid, performance, payment and restoration bonds, **49:53**
- business day, **49:54; 49:55**
- Canada, **49:55.50**
- Canadian GAAP, **49:54; 49:55**
- certificate for payment, **49:57**
- certificate of
 - final completion, **49:58**
 - insurance, **49:59**
 - substantial completion, **49:60**
- change in
 - control, **49:60.50**
 - costs, **49:61**
 - law, **49:62**
- change of
 - control, **49:63**
 - ownership, **49:64**
 - scope of work, **49:64.50**
- change order, **49:65**
- committed standby facility, **49:66**
- community, **49:67**

PUBLIC-PRIVATE PARTNERSHIPS—Cont'd

Definitions—Cont'd

- compensation event, **49:68**
- concessionaire tools, **49:70**
- concession or concession as an agreement, **49:69**
- concessions, build-operate-transfer (BOT) and design-build-operate (DBO) projects, **49:71**
- confidential information, **49:72**
- confirmed change, **49:73**
- conflict in documents, **49:74**
- construction, **49:75**
 - documentation, **49:75.50**
 - documents, **49:76**
 - sub-contract, **49:77**
 - sub-contractor, **49:79**
 - sub-contract price payment, **49:78**
 - work, **49:80**
- contaminants, **49:81**
- contaminated materials, **49:81.50**
- contamination, **49:82**
- contract
 - administrator, **49:83**
 - documents, **49:84**
 - milestone, **49:135.30**
 - modification, **49:85**
 - price, **49:86**
- contributed investment, **49:87**
- control, **49:88**
- core refinancing, **49:89**
 - conditions, **49:90**
- CPI (consumer price index), **49:91**
- date of
 - commencement, **49:92**
 - substantial completion, **49:93**
- defect, **49:93.50**
- defective or nonconforming work, **49:94**
- design
 - data, **49:95**
 - professional services, **49:96**
 - work, **49:97**
- differing site conditions, **49:98**
- direct consultants (outside services expense), **49:99**
- directive plans, **49:100**
- discriminatory change in law, **49:101**

PUBLIC-PRIVATE PARTNERSHIPS—Cont'd

Definitions—Cont'd

- emergency, **49:102**
- encumbrance, **49:103**
- environmental laws, **49:104**
- equipment, **49:105**
- equity interest, **49:106**
- ethical standards, **49:107**
- excusing event, **49:108**
- field order, **49:109**
- final completion, **49:110**
- financial institution, **49:111**
- fitout, **49:112**
- force majeure events, **49:113**
- GAAP, **49:113.50**
- generally, **49:32**
- geotechnical baseline report, **49:114**
- good industry practice, **49:115**
- governing body, **49:115.50**
- governmental authority, **49:116**
- has knowledge or have knowledge, **49:117**
- hazardous environmental condition, **49:117.50**
- hazardous material, **49:118**
- hazardous material removal process, **49:120**
- hazardous material(s), **49:119**
- hazardous substance, **49:120.30**
- hazardous waste, **49:120.70**
- independent certifier agreement, **49:120.100**
- infrastructure, **49:122**
- insolvency event, **49:121**
- intellectual property, **49:123**
 - rights, **49:124**
- interpretation, **49:125**
- intervening event, **49:126**
- key performance indicator (KPI), **49:127**
- latent defect, **49:127.50**
- law, **49:128**
- laws, **49:129**
- lenders, **49:130**
- lending agreement, **49:131**
- liability, **49:132**
- liquidated damages, **49:133**
- losses, **49:134**
- make good, made good, making good and derivatives thereof, **49:134.50**

PUBLIC-PRIVATE PARTNERSHIPS—Cont'd

Definitions—Cont'd

- material change, **49:135**
- month, **49:136**
- multi-party agreement, **49:135.70**
- net present value, **49:137**
- nomenclature, **49:138**
- non-availability event, **49:139**
- non-excusable event, **49:140**
- non-material change, **49:141**
- OM (operations and maintenance), **49:142**
 - work, **49:143**
- OMR, **49:144**
- Ontario infrastructure plan, **49:145**
- operating costs, **49:145.50**
- operational services, **49:146**
- operations and management agreements, **49:146.50**
- operations concession arrangement, **49:147**
- operator, **49:148**
- organizational conflict of interests, **49:149**
- oversight, **49:150**
- partnership agreements, **49:151**
- P3 developer, **49:150.30**
- performance
 - indicators, **49:152**
 - management (PM), **49:153**
 - security, **49:154**
 - standard, **49:155**
- permits, **49:156**
- permitted borrowing, **49:157**
- permitted refinancing condition, **49:158**
- permitted security interest, **49:159**
- person, **49:160**
- personal information, **49:161**
- PPA documents, **49:163.50**
- P3 payments, **49:150.70**
- PP persons, **49:162**
- PP representative, **49:163**
- prime contract, **49:164**
- prime contractor(s), **49:165; 49:166**
- privacy laws, **49:167**
- prohibited act, **49:168**
- project, **49:169**
 - agreements, **49:170**

PUBLIC-PRIVATE PARTNERSHIPS—Cont'd

Definitions—Cont'd

- project, **49:169—Cont'd**
 - budget, **49:174**
 - charter, **49:175**
 - documents, **49:173**
 - finance, **49:176**
 - project contractor insolvency event, **49:171**
 - project contractor material breach, **49:172**
- project intellectual property, **49:177**
- project manual, **49:177.50**
- project property, **49:177.70**
- proprietary information, **49:178**
- provincial funding agreement, **49:179**
- public infrastructure, **49:180**
- public private partnership (P3), **49:181**
- public-private partnership agreement, **49:181.50**
- qualifying institution (Partnerships BC), **49:182**
- quality assurance (QA), **49:183**
- reference documents, **49:184**
- refinancing, **49:185**
- rehabilitation work, **49:186**
- reinstatement
 - plan, **49:187**
 - work, **49:188**
- release, **49:189**
- relevant assumptions, **49:193**
- relevant authority, **49:194**
- relevant change in law, **49:195**
- relevant event, **49:196**
- relief event, **49:190**
- reserved rights, **49:195.50**
- restricted person, **49:196**
- scheduled refinancing, **49:197**
- service commencement, **49:198**
- services, **49:199**
- shop drawings, **49:200**
- site, **49:201**
- site security plan, **49:202**
- site survey, **49:203**
- source code, **49:204**
- source code and source code documentation, **49:205**
- standards, **49:206**
- standby letter of credit, **49:206.50**

PUBLIC-PRIVATE PARTNERSHIPS—Cont'd

Definitions—Cont'd

- subcontract, **49:207**
- subcontracting, **49:207.50**
- subcontractor, **49:208**
- submittals, **49:209**
- substantial completion, **49:210**
- suitable substitute concessionaires, **49:211**
- supervening events, **49:212**
- tax or taxes, **49:213**
- technical data, **49:213.50**
- term, **49:214**
- terminology, **49:214.30**
- terms, **49:31.90**
- third party agreements, **49:214.70**
- transferable assets, **49:215**
- underground facilities, **49:215.50**
- unidentified archaeological remains, **49:216**
- unidentified endangered species, **49:217**
- unidentified environmental condition, **49:218**
- unidentified geological obstruction, **49:219**
- unidentified utility, **49:220**
- uninsurable, **49:221**
- uninsurable risk, **49:222**
- unknown contamination, **49:223**
- use, **49:224**
- utilities, **49:225; 49:226**
- work, **49:226.30**
- work product, **49:226.70**
- year, **49:227**

General contract clauses, **49:247**

- bond and insurance, **49:228**
- conduct during pendency of dispute, **49:229**
- conflicting and reconciliation provisions, **49:231**
- conflict of terms, **49:230**
- conflicts or inconsistencies in documents (contracts), **49:232**
- conflicts or inconsistencies in documents (RFP's), **49:233**
- construction and interpretation of agreement, **49:234**
- costs of dispute resolution, **49:235**
- dispute resolution, **49:236**
- drug-free workplace, **49:237**
- drugs, dangerous weapons and searches, **49:237.50**
- eligible bidding entities (RFP), **49:237.70**
- entire agreement; amendment, **49:238**

PUBLIC-PRIVATE PARTNERSHIPS—Cont'd

- General contract clauses, **49:247**—Cont'd
 - ethical standards, **49:239**
 - force majeure events and consequences, **49:239.30**
 - governmental authority, **49:239.70**
 - independent contractor, **49:239.100**
 - intellectual property, **49:240**
 - miscellaneous provisions, **49:241**
 - no reliance, **49:242**
 - ownership of work product, **49:243**
 - project requirements and good industry practice, **49:244**
 - public private partnership agreement, **49:244.50**
 - public private partnership project, **49:244.70**
 - records, audits, and intellectual property, **49:245**
 - reference standards, **49:246**
 - site use, **49:246.50**
 - standby letter of credit, **49:247**
 - expiration date, **49:247**
 - forefeiture, **49:248**
 - reference to project agreement, **49:249**
 - requirement, **49:250**
- Project agreements
 - arts centre, establishment of, letter of intent, **49:29.60**
 - civic centre, design, build, transfer, **49:31.85**
 - development agreement, covenant to enter, **49:30.60**
 - health care facility
 - design, construction, financing and maintenance of, **49:31.10**
 - regional hospital and Parkinson's treatment facilities, **49:31.20**
 - multi-use facility, design and build, **49:31.70**
 - municipal facility, construction, financing, operation, maintenance, management and acquisition, **49:31.30**
 - operation, maintenance and management services, **49:31.75**
- RFPs
 - disposition of lands, provision of new facilities, **49:30**
 - procurement project, with alternative financing, **49:29**
- Term sheets
 - joint development agreement, **49:29.50**
 - operation and maintenance agreement, **49:29.30**

PUBLISHING AGREEMENTS

- Accounts of sales by publisher, author's right to examine, **12:54**
- Advertising
 - See ADVERTISING
- Agency agreement, **12:82**
 - agent-facilitated electronic book self-publishing agreement, **12:85**

PUBLISHING AGREEMENTS—Cont'd

- Agency agreement, **12:82**—Cont'd
 - alternative exclusive literary agency, for, **12:83**
 - single and multiple works, **12:84**
- Authority to publish, **12:30**
- Author's alterations, **12:61**
- Author's name, display of, **12:65**
- Author's reserved rights, **12:31**
- Author's warranties, **12:34; 12:35**
- Author unable to continue, **12:75**
- Bankruptcy of publisher, **12:80**
 - author's right to request fair market value statement, **12:81**
- Book club sales, **12:70**
- Book tours, promotions through, **12:66**
- Cheap editions, **12:47**
- Collaboration agreement, **12:25**
 - termination of, **12:26**
- Collateral short subject production agreement, **12:93**
- Conflicting works, author's undertaking, **12:36**
- Copyright
 - see also COPYRIGHT
 - actions to protect, **12:39**
 - author's warranty, **12:35**
 - permissions, publishers to obtain, **12:57**
 - registration of, **12:38**
 - reproduction of copyright material, publishers to obtain permissions, **12:64**
- Date of publication, **12:32**
- Delay in publication, **12:33**
- Delivery of
 - manuscript, **12:56**
 - printing elements, milestones for, **12:55**
- Derivative works
 - See subsidiary rights
- Digital media
 - product, **25:34**
 - publisher's evaluation of product, **25:36**
- Extra editorial work, **12:59**
- Failure of author to perform obligations, remedies for publisher, **12:37**
- Free copies
 - author, for, **12:42**
 - sales promotion, for, **12:41**
- Freelance agreements
 - editor, with, **12:18**

PUBLISHING AGREEMENTS—Cont'd

Freelance agreements—Cont'd

writer, with, **12:13; 12:14**

website rights, **12:15**

Ghost writing agreement, **12:27**

Grant of right to publish, **12:30**

Illustrations and maps, **12:63**

Index, author to provide, **12:19; 12:62**

Intellectual property, assignment of, **12:19**

Limited edition (print) agreement, **12:9**

Literary agent, agreement with

See agency agreement, *supra*

Manuscript submission

confidentiality agreement, **12:3**

delivery of, **12:56**

unsolicited, letter agreement, **12:2**

Marketing and co-promotion, **12:67**

Minor, intervention by parents of, **12:6**

Moral rights, waiver of, **12:19**

Music publishing

see also RECORDINGS

administration agreement, **51:35**

agency agreement, **51:32**

collaboration agreement, **51:34**

composer and publisher agreement, **12:20; 12:21; 51:29-51:32**

assignment, **12:22**

distribution agreement, digital and mobile audio and video, **51:36**

sub-publishing agreements, **12:23; 12:24**

New editions, **12:76**

advance for, **12:77**

Next work

publisher's option, **12:78**

publisher's right of refusal, **12:79**

Non-disclosure of manuscript, **12:4**

Online interactive sessions, **12:66**

Option

author's next work, **12:78**

motion picture and television rights, **12:92**

literary purchase agreement annexed, with, **12:91**

Out-of-print provision, **12:73**

Presentation copies

See free copies, *supra*

Printing elements, delivery of, **12:55**

Print serial rights, **12:14**

PUBLISHING AGREEMENTS—Cont'd

Production

- agreement, collateral short subject, **12:93**
- discretions of publishers, **12:40**

Promotion through book tours and interactive sessions, **12:66**

Proofs, handling of, **12:60**

Protection of manuscript, **12:58**

Publication date, **12:32**

Remainders, **12:43**

Reprints

- royalties on, **12:50**
- website use, **12:16**

Reproduction of copyright material, publishers to obtain permission, **12:64**

Reproductive elements, author's right to, **12:81**

Reserved rights, author's, **12:31**

Reversion of rights

- acknowledgment of, **12:11**
- agreement, **12:12**
- notice of, **12:10**

Royalties

- advance on, **12:51**
- assignment of, **9:11; 9:12**
- cheap editions, **12:47**
- checklist, **12:8**
- deductions for expenditures on author's behalf, **12:52**
- exempt copies, **12:49**
- foreign language editions, **12:48**
- general clause, **12:44**
- goods and services tax or harmonized sales tax, **12:45**
 - representations where not payable, **12:46**
- remainders, **12:43**
- reprints, **12:50**
- statement checklist, **12:8**

Serial rights, **12:69**

- website, **12:17**

Standard agreement between author and publisher, **12:5**

Statement of sales, **12:53**

Subsequent editions, **12:76**

- advance for, **12:77**

Subsidiary rights

- author inducement, **12:90**
- generally, **12:68**
- jointly controlled, **12:71**
- literary purchase agreement, **12:91**

PUBLISHING AGREEMENTS—Cont'd

Subsidiary rights—Cont'd

- option and licensing agreement between author and playwright for stage play, **12:88**
- option on motion picture rights to novel, **12:91**
- reversion of translation or foreign rights, **12:72**
- theatrical dramatization, **12:89**
- Talking book, **12:28**
- Termination of agreement, **12:12; 12:74**
- Tradebook checklist, **12:7**
- Translation agreement, **12:86; 12:87**
- Unsolicited manuscript, letter and submission agreement, **12:2**
- Virtual reality video game, **25:38**
- Website rights
 - commissioned work, **12:15**
 - first serial rights, **12:17**
 - reprint, **12:16**
- Writers' union standard agreement, **12:7**

RADIO

See BROADCASTING

RAILWAYS

- Bill of lading, **50:5**
- Carload transborder requirements, **50:6**
- Confidential transportation agreement, **50:3**
- Master agreement, **50:2**
- Shipping advice, **50:4**

RECORDINGS

- Administration agreement, **51:35**
- Agency agreement, music publishing, **51:30.50**
- Artist
 - advances to, **51:6**
 - bonus, performance, **51:16**
 - exclusive recording agreement, **51:1**
 - group recording agreement, **51:2**
 - option to terminate, by, **51:17**
 - recoupment of royalties, **51:23**
 - term of engagement, **51:5**
- Budget recording, **51:11**
- Collaboration agreement, **51:34**
- Composer, right to terminate, **51:28.50**
- Costs of, **51:13**
- Delivery of master recording, **51:12**

RECORDINGS—Cont'd

- Goods and services tax, **51:8**
 - warranties from recipient, **51:9**
- Licence agreement, master, **51:3**
- Music publishing agreement, **51:29-51:32**
 - collateral grant of, **51:15**
- Performance
 - bonuses, **51:16**
 - restrictions, **51:10**
- Producer's agreement, **51:18**
 - composition, definition of, **51:26**
 - credit, provision for, **51:27**
 - custom label, release on, **51:25**
 - services to be included, **51:20**
- Restrictions on, **51:24**
- Royalties
 - assignment of, **9:12**
 - calculation of, **51:7; 51:14**
 - goods and services tax, **51:8**
 - warranties from recipient, **51:9**
- Subsequent recordings, **51:28**
- Termination of agreement
 - artist's option to, **51:17**
 - composer's option to, **51:28.50**

RELEASES

- Accident claims
 - general, **52:12; 52:13**
 - infants, indemnity by parents, **52:14**
 - property damage with subrogation, **52:15**
- Acknowledgment of responsibility, patient release from hospital, **33:54**
- Athletics
 - baseball player, amateur, **10:20**
 - instructional course, **10:30**
 - participation in event, **10:29**
- Contests, promotional
 - declaration and, **2:34; 2:35**
 - travel companion, **2:36; 2:37**
- Employee, by, on termination, **52:8**
- Executor, to, **52:7**
- Full release, **52:4**
- General, all claims, **52:2**
- Guarantors, consent to release of, **32:24**
- Hospitals, liability of, **33:50-33:53**
- Intellectual property assets, **23:48-23:50**

RELEASES—Cont'd

- Medical records, **33:57-33:59**
- Motion pictures, use of location, **57:42; 57:43**
- Mutual release
 - arbitration award, **7:102**
 - by three persons, **52:3**
 - one party, arbitration award, **7:98**
- Personal appearance, **2:38; 25:29**
- Personal performance, synchronization licence, and, **58:43**
- Product use, **52:10**
 - parents of user, **52:11**
- Publisher, **25:21**
- Real estate transactions
 - mutual release in, **52:6**
 - release in, **52:5**
- Rights of redemption, **55:40**
- Spouse, by, claims against spouse, **52:9**
- Surety to obtain, bond clause, **18:153**

REQUEST FOR PROPOSAL

- Municipal, definition, **23:889**
- Systems, **23:289**
 - business and contractual provisions, **23:290**

RESTAURANTS

- See **FRANCHISES**

RETAINERS

- Agreement, **35:4**
 - client information form, **35:5**

ROAD TRANSPORTATION

- Bills of lading, conditions of carriage
 - Alberta, **53:3**
 - British Columbia, **53:2**
 - Manitoba, **53:5**
 - New Brunswick, **53:8**
 - Nova Scotia, **53:9**
 - Ontario, **53:6**
 - Quebec, **53:7**
 - Saskatchewan, **53:4**
- Vehicle rental, **53:11**

ROYALTIES

- Advance on, **12:51**
- Assignment of, **9:11; 9:12**
- Benchmark results, client prohibition against disclosure, **23:264**

ROYALTIES—Cont'd

Cheap editions, **12:47**

Deductions, **12:52**

Definitions

processor, **23:865**

response level and service levels, **23:899**

Digital media, **25:48**

Exempt copies, **12:49**

Export and import controls

Export and Import Permits Act

number, application for, **35:38**

permit, application for, **35:39**

cancellation request, **35:40**

Foreign language edition, **12:48**

Goods and services tax or harmonized sales tax, **12:45**

Joint ventures

see also JOINT VENTURES

contractual agreement, **35:85**

assignment of interest to third party, **35:83**

outsourcing, **35:85**

termination of, **35:84**

Oil and gas

conveyance, **44:6**

procedure, **44:60-44:63**

Outsourcing agreement, **35:85**

Publishing, general clause, **12:44**

Recordings, **51:7; 51:14**

Remainders, **12:43**

Reprints, **12:50**

Statement checklist, **12:8**

SALE OF BUSINESS

Accounts receivable

election, **54:47**

representation, **54:36**

Assets, non-assignability of, **54:44**

Assignment of

copyright, **54:65**

trademark, **54:64**

Bills of sale

See BILLS OF SALE

Broker, absence of, **54:45**

Conveyance, general, **54:31**

Copyright, assignment of, **54:65**

Counterparts, signatures on, **54:52**

SALE OF BUSINESS—Cont'd

Covenant and guarantee by parent company, **54:38**

Employment

offer of, **54:41**

provisions for, **54:57**

Environmental issues, **54:53**

Financial statements, **54:56**

Franchises

See FRANCHISES

General conveyance, **54:31; 54:32**

Guarantee by parent company, **54:38**

Indemnity

assumption of liabilities, **54:35**

infringement liability, **54:50**

product liability, **54:49**

retail sales tax, **54:48**

Lease, representations as to, **54:37**

Letter of intent, **54:29**

Liabilities

assumption of by purchaser, **54:34**

indemnity respecting, **54:35**

Management provision, **54:55**

Pension plans, **54:40**

Profit or loss during interim period, **54:43**

Public notice, **54:51**

Purchase and sale, agreement of, **54:30**

Purchaser's conditions, **54:60**

Regulatory approvals as condition precedent, **54:54**

Representations and warranties of vendor, **54:59**

Share purchase agreement, **54:58**

definitions used, **54:58**

employment provisions, **54:57**

non-competition, **54:63**

Title, examination of, **54:46**

Trademark, assignment of, **54:64**

Vehicles, safety certificate, **54:42**

Vendor's name, use of, **54:39**

SALE OF GOODS

See also COMPUTERS; CONDITIONAL SALES AGREEMENTS;
INTERNATIONAL TRANSACTIONS; MANUFACTURING

Advertising, **54:19**

Agreement for, **54:2**

Bailed property, **54:18**

Billing and shipping, **54:8**

SALE OF GOODS—Cont'd

Bills of sale

See **BILLS OF SALE**

Changes to product, **54:9**

Environmental matters, **54:21**

Exclusive duty to buy, **54:5**

Fish, **29:1; 29:2; 29:4**

Force majeure, **54:23**

Government compliance, **54:20**

Indemnification, **54:15**

Ingredient disclosure, special warnings, **54:12**

Insolvency, **54:22**

Inspection prior to delivery, **54:10**

Insurance, **54:16**

Intellectual property, **54:13**

Inventory sale, at appraisal valuation, **54:3**

Manufactured goods, sale of, **54:4**

Purchase and sale of assets, agreement, **54:2**

Purchase price

adjustment in, **54:7**

increase in, **54:6**

Shipping and billing, **54:8**

Supply agreement, **54:4**

Technical information disclosed to buyer, **54:14**

Tools at seller's expense, **54:17**

Warranty by seller, **54:11**

SECURED TRANSACTIONS

Bank Act security

See **BANKING**

Conditional sales

See **CONDITIONAL SALES AGREEMENTS**

Personal property security

See **PERSONAL PROPERTY SECURITY**

SERVICE AGREEMENTS

See **AVIATION; COMPUTERS; MANAGEMENT AGREEMENTS;
MASTER SERVICE AGREEMENT; DIGITAL MEDIA**

SHIPPING

See also **INTERNATIONAL TRANSACTIONS**

Bills of lading, liner, **56:2**

Charter parties

bareboat charter

barge, **56:6**

standard, **56:5**

SHIPPING—Cont'd

- Charter parties—Cont'd
 - general charter, uniform, **56:4**
 - time charter, uniform, **56:3**
- Deed of covenants, collateral to statutory mortgage, **56:1**

STATUTORY DECLARATIONS

- See also DECLARATIONS
- Attestation, **4:73**
- Attorney signing for principal, by, **3:27**
- Documents, declarations as to
 - alteration made before execution, **3:22**
 - execution by two witnesses, **3:23**
 - mailing of, **3:24**
 - publication in newspaper, **3:25**
 - signature
 - deceased person, by, **3:20**
 - document, on, **3:19**
 - translation true and correct, **3:26**
 - true copy, **3:17**
- General forms
 - one person, **3:15**
 - several persons, **3:16**

TELECOMMUNICATIONS

- Answer by respondent, **19:10**
- Appeals
 - CRTC, to, telecom order, **19:13**
 - answer, respondent, **19:14**
 - leave to
 - notice of motion for, **19:26**
 - supporting affidavit, **19:27**
 - written representations, **19:28**
 - limitation of material before court
 - affidavit, **19:33**
 - notice of motion, **19:32**
 - order, **19:34**
 - rule 324 letter, **19:31**
 - notice of, **19:29**
 - intention to participate, **19:30**
- Applications, **19:8**
- Broadcasting
 - See BROADCASTING
- Interrogatories, **19:11**
 - response to, **19:16**

TELECOMMUNICATIONS—Cont'd

Intervention, **19:5**

Notices

 appeal, **19:29**

 intention to participate, **19:30**

 motion for leave, **19:26**

 motion to limit material, **19:32**

 interested party

 participate, intention to, **19:30**

 tariff, **19:15**

 to, **19:16**

 respondent, to, **19:9**

TELEVISION

See also BROADCASTING; MOTION PICTURES; THEATRES; VIDEO

Actors

 cast list credit rider, **57:32**

 extras, **57:45**

 insurance, **57:29**

 principal performer's agreement, **57:26**

 television performer's agreement, **57:34**

 minor, **57:34.50**

Advertising

 See ADVERTISING

Composer's agreement, **57:36; 57:37**

Confidentiality agreement, international acquisitions, **57:84**

Digital Millennium Copyright Act (DMCA) complaint, **57:87**

Documentary, principal contributor, **57:28**

Financing acknowledgment and guarantee, **57:61**

Format option and licence agreement, **57:51**

Host agreement, **57:27**

Intellectual property rights, assignment of, **57:85**

Internet

 agreements

 book adaptation, option on, **57:18**

 content monetization, **57:81**

 internet channel content, **57:82**

 website design and development, **57:79**

 YouTube channel management, **57:83**

 website linking licence, **57:80**

Joint venture property development, **57:48**

Letter of claim (passing off), **57:86**

Licences

 character merchandising, **57:8**

 exclusive distribution rights, **57:1**

TELEVISION—Cont'd

Licences—Cont'd

- rights to producer by lender, **57:10**
- television, **57:2; 57:2.30; 57:2.70**
- videoclip, **57:7**

Location releases

- privacy, **57:44**
- recognizable premises, **57:43**
- set-up, **57:42**

Option

- book adaptation for television or internet agreement, **57:18**
- purchase of book rights for film and television agreement, **57:19**
- rights in and to literary work, **57:18**

Pilot, production of, **57:24**Production video on demand agreement, **57:6**Program sponsorship agreement, **57:59**Property development, joint venture agreement, **57:48**

Release and licence

- with fee, **57:46**
- without fee, **57:47**

Screen play

- option agreement re television rights, **57:13**

Screenwriter

- assignment of teleplay, **57:14**
- services, loan out of, **57:9**

Series production agreement, **57:50**

- all rights cumulative, **57:76**
- default, events of, **57:73**
 - rights of distributor on occurrence of, **57:75**
- documentation, form of, **57:66**
- interest, **57:69**
- no waiver, **57:71**
- prepayment, **57:72**
- production account, **57:70**
- production loans, **57:67**
 - advance of, **57:68**
 - payment of, **57:72**
- provision for security, **57:65**
- reports, **57:77**
- statements and audits, **57:78**

Signal distribution, master control services and satellite uplink, **57:88****THEATRES**

- Artwork licence agreement, **58:11**
- Attraction, engagement of, **58:21**

THEATRES—Cont'd

- Bookwriter agreement, **58:9**
- Commissioning agreement, **58:3**
- Construction service agreement, **58:31**
- Consulting producer services agreement, **58:35**
- Costume and set designer agreement, **58:33**
- Director's agreement, **58:28; 58:29**
- General manager, letter of intent for employment of, **58:27**
- Licence agreements
 - artwork, **58:11**
 - development and subsequent production, **58:4**
 - facility
 - non-ticketed event, **58:23**
 - ticketed event, **58:22**
 - master ticketing, **58:26**
 - musical play production, **58:6**
 - revenue share definitions, **58:15**
 - rights
 - foreign producer, production acquired from, **58:5**
 - playwright and producer, between, **58:2**
 - synchronization
 - non-exclusive use and, **58:7**
 - personal performance release and, **58:43**
 - theatre, **58:16**
 - touring company for several performances, by, **58:20**
- Line producer agreement, **58:36**
- Merchandising agreement, **58:8**
- Musical
 - director's agreement, **58:30**
 - play production licence, **58:6**
- Option agreement for play rights, **58:10**
- Performers' agreements
 - Canadian form, **58:42**
 - cast album rider, **58:38**
 - local sponsor, with, **58:39-58:41**
 - morals clauses, **58:45**
 - personal performance (minor), **58:44**
- Producer
 - additional rights, **58:13**
 - commissioning agreement, **58:3**
 - financial interest in amateur productions, **58:12**
 - foreign show rights licence agreement, production acquired from foreign producer, **58:5**
 - letter of intent to acquire rights, **58:1**

THEATRES—Cont'd**Producer—Cont'd**

- performance rights to musical composition, acquiring of, **58:14**
- rights licence agreement with playwright, **58:2**
- show rights licence agreement, **58:5**

Production services agreement, 58:24**Rental of premises**

- facility licence agreement, **58:22; 58:23**
- licensee's questionnaire prior to agreement, **58:17**
- several performances by touring company, **58:20**
- single performance, for, **58:18; 58:19**
- theatre licence agreement, **58:16**

Set design agreement, 58:32

- costume design, and, **58:33**

Technical services agreement, 58:34**Theatrical dramatization agreement, 12:89****Ticketing, master licence agreement, 58:26****TRADEMARKS****Affidavits**

- dealers or consumers, by, **34:44**
- officers, by, **34:45**

Applications

- registration of mark
- renewal, **34:46**

Assets, definition, 23:963**Assignment**

- non-resident company, **34:48**
- resident company, **34:47**
- sale of business, **54:63**

Licence, 23:128; 40:86**Notice pursuant to s. 9**

- letter of request, **34:50**
- request for, **34:51**

Notice request pursuant to s. 45, 34:49**Notices, 23:130****Opposition to registration**

- counterstatement to, **34:43**
- statement of, **34:44**

Reciprocal rights to use of, 23:129**Renewal, application for, 34:46****Trademark use agreement, 40:87****Usage policy, 23:127**

VIDEO

Production agreement, **57:4; 57:5**

Production video on demand agreement (television and internet), **57:6**

Usage policy, **23:127**

WAREHOUSE RECEIPTS

See BAILMENT

WARRANTS

See BAILIFFS

WORLD WIDE WEB

See INTERNET