



## ASSOCIATION OF PROFESSIONAL GEOSCIENTISTS OF ONTARIO

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By: Email and regular mail

Dear Ms. Thomson and Ms. Beaudoin:

The Association of Professional Geoscientists of Ontario (APGO) is pleased to provide comment on the **Canadian Securities Administrators ("CSA") Notice and Request for comment on the Proposed repeal and replacement of National Instrument 43-101 Standards of Disclosure for Mineral Projects, Form 43-101F Technical Report and Companion Policy 43-101CP.**

The APGO is the professional geoscience regulator for the province of Ontario. APGO's comments pertain specifically to the proposed changes to the definition of the "qualified person" ("QP") in National Instrument 43-101.

The APGO notes the new language in the Companion Policy 43-101CP which expands and provides interpretation of the definitions of "professional association" and "qualified person". It is noted that the document explains that NI 43-101 does not supersede or alter local requirements for a QP to be licensed in Canada, when practising in a jurisdiction in Canada or working on a mineral project on a property that is in a jurisdiction in Canada. Since the requirement to be licensed in the jurisdiction in Canada in which one is practising geoscience, is not subject to interpretation or policy, is not subject to change, and is in fact the law, it should be clearly stated as part of the Instrument itself, and not just an item of secondary reference in the Companion Policy only as the current revision proposes.

Unfortunately, there are geoscientists who attempt to by-pass the requirement for professional geoscience registration in the jurisdiction in which they are practising, citing that they are considered qualified under NI 43-101. Although it is not the responsibility or the obligation of the securities commissions to regulate professional geoscience, it is the purpose and responsibility of both the securities commissions and the professional geoscience associations to protect the public. A slight

revision to the wording of NI 43-101 would not alter the intent or purpose of the document, but would complement the provincial statutes and would remove the opportunity for an individual to take advantage of the discrepancies between competing legal requirements.

The APGO therefore makes the following suggestions:

**Definition of “Qualified Person”**

In Section 1.1 of NI 43-101 Definitions - “qualified person”, the APGO proposes that a new sub-section (d) be added after section (c) in the revised definition to read as follows:

(d) “if practising or residing in Canada, is registered and in good standing with the professional association in the jurisdiction in which the qualified person is practicing or residing; and if the mineral project is on a property located in Canada, is registered and in good standing with the professional association in the jurisdiction in Canada in which the property is located.”

Also in Section 1.1 of NI 43-101 Definitions - “qualified person”, APGO proposes, for greater clarity that the words “registered and” be placed after the word “is” and before the words “in good standing” in section (c).

Incorporating these changes will of course require associated changes to Companion Policy 43-101CP.

These revisions will make clear that provincial/territorial laws require that to act as a QP for a Canadian issuer, in the situations where the QP practises or resides in a jurisdiction in Canada or where the mineral project is on a property located in Canada, the QP must be registered with the professional association(s) in the relevant jurisdiction(s) in Canada.

The Canadian investing public will have the assurance that those QPs practising in Canada or reporting on a mineral project on a property in Canada are compliant with licensing requirements in Canada and can be served for legal purposes in Canada (by either a securities commission or the professional association – either in the province or territory where the QP practices or resides, and if different, also in the province or territory in which the property is located). The public will also have the assurance that all QPs operating in Canadian jurisdictions will be subject to powers of complaint, discipline and sanction (as may be appropriate including fines and/or loss of licensure), as provided for under statute in Canada.

The APGO believes these minor changes in the proposed revisions to NI 43-101 provide a simple workable solution that maximizes protection of the public and at the same time directly aligns the Instrument with supporting legislation in Canada.

APGO would be pleased to respond to any questions you may have. Questions should be addressed to Andrea Waldie, Executive Director & Registrar, APGO ([awaldie@apgo.net](mailto:awaldie@apgo.net), tel: 416-203-2746) or Deborah McCombe, President APGO ([deborah.mccombe@scottwilson.com](mailto:deborah.mccombe@scottwilson.com), tel: 416-947-0907).

Sincerely,



Andrea Waldie, P.Ge.  
Executive Director & Registrar