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February 22, 2012

2012 FEB 27 AM 9:54

Canadian Securities Administrators
British Columbia Securities Commission
PO Box 10142, Pacific Centre
701 West Georgia Street
Vancouver, BC V7Y 1L2

BRITISH COLUMBIA
SECURITIES
COMMISSION

Canadian Securities
Administrators
Autorité des marchés financiers
800, square Victoria, 22^e étage
C.P. 246, Tour de la Bourse
Montréal, PQ H4Z 1G3

Attention: Gordon Smith

M^e Anne-Marie Beaudoin

Dear Sir/Madam:

Re: Review of Minimum Amount and Accredited Investor Exemptions

I am writing on behalf of Respect for the Earth and All People (REAP) Business Association of Alberta – a not-for-profit association of 60 locally-owned and sustainably operated businesses in Southern Alberta. Our membership is comprised of small and medium sized enterprises that are concerned with the prosperity of society as a whole and the responsible use of our natural resources in addition to generating a profit. Their environmental and social commitments often mean that, while successful businesses, they operate within limited profit models. Access to capital is important for their growth and the creation of sustainable prosperity for our region.

In addition to its 60 dues paying members, REAP has in its extended network another 1,500 businesses in the Calgary area that are also interested in socially and environmentally sustainable ways of conducting business and that subscribe to receive information from us on a regular basis. We are an imagineCALGARY Partner, co-host a monthly business networking event with The City of Calgary, Office of Sustainability (called Sustainability for Breakfast), and are the Calgary network of the Business Alliance for Local Living Economies (BALLE) which is North America's fastest growing network of independent businesses, creating the new economy.

The current review by the Canadian Securities Administrators of two exemptions from the prospectus and registration requirements of securities law has come to our attention. While we have reviewed the consultation document, we are not in a position to make any technical comments. However, we do have comments on the underlying principles.





We respect the role of the securities commissions of Canada to protect the investing public; however, we also see the need of small and medium sized businesses for access to investment capital on a cost effective basis. If the proposed changes are implemented, fewer investors will be qualified to provide capital to businesses which need it. We urge that the CSA not increase the costs to small and medium size businesses by making it more difficult to access required capital. For this reason, the existing exemptions ought not be repealed or increased in the absence of pressing need for public protection. Essentially, securities regulation limits economic activity through regulations which make it more difficult to obtain capital and increase the economic burden to small business. Given the financial conditions in our country, surely this is the time to lower hurdles and reduce burdens so that businesses can provide employment, growth and stability.

We would go further and encourage securities commissions to show leadership in permitting small and medium sized businesses to have opportunities for capital formation with a much reduced cost. We do not suggest throwing out the rule book, but we do encourage re-thinking the priorities so as to facilitate increased access to capital, albeit in the relatively small amounts required by SMEs.

There is another area of urgent need for capital raising reform. Governments, NGO's and the community are recognizing "social capital" where investors are willing to accept limited financial rewards when combined with work to solve social and environmental challenges. These ventures also need capital. The CSA should develop a series of exemptions aimed at the formation of community capital initiatives – for profit, not for profit and for limited profit – over and above the current exemptions under review.

Perhaps the next CSA request for comments will be a call for business owners and advisors to assist the CSA in fostering capital formation for small and medium size businesses and social capital groups. We believe that such an initiative would get a very significant positive response.

Yours very truly,

Stephanie Jackman, Founder & President
REAP Business Association
1908 – 50 Avenue SW
Calgary, AB T2T 2W2