

# Canadian – United States Regulatory Convergence Canada – U.S. Law Institute

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## Some Major Areas of Convergence

- Competition
- Corruption
- Securities

## Competition

Budget Implementation Act of 2009:

- Horizontal Cartel agreements per se illegal;
- Other horizontal agreements – substantial lessening of competition standard; no private enforcement;
- Repealed criminalization of price discrimination and predatory pricing;
- Repealed criminalization of resale price maintenance and Commission and private parties with leave can bring actions in Competition Tribunal;
- Merger waiting period shortened.

## Corruption

OECD Convention on Combating Bribery of Foreign Public Officials

- Transparency International had been critical of Canada's enforcement;
- May 2009 bill pending would allow for Canadian jurisdiction solely on nationality without requiring a connection between the offense and Canada.

## Securities

- Movement toward Federal regulation of Securities;
- Currently utilizes an umbrella organization of provincial regulators (Canadian Securities Administrators (CSA));
- 2009 Parliament passed legislation to establish a Canadian Securities Regulation Regime Transition office (3 years). Drafting a Securities Act.

## CSA Actions to Date

CSA has adopted a number of components modeled after the U.S. Sarbanes-Oxley law:

- national instrument on auditor oversight;
  - requires CEO and CFO certifications;
  - national instrument on audit committees;
- Canadian and U.S. securities regulatory authorities have implemented a multi-jurisdictional disclosure system that enables large U.S. issuers to be offered to Canadians using only a U.S. registration statement.