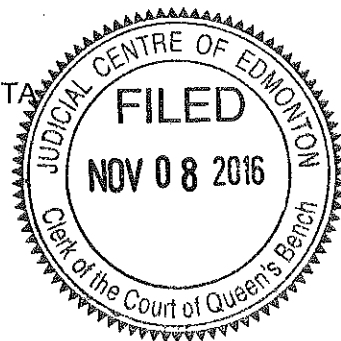


COURT FILE NUMBER      **1603-13949**  
COURT                      COURT OF QUEEN'S BENCH OF ALBERTA  
JUDICIAL CENTRE        EDMONTON  
APPLICANT                **ALBERTA LOCAL AUTHORITIES  
RECIPROCAL INSURANCE EXCHANGE**  
RESPONDENTS            **Alberta Beach, Alberta Capital Region  
Wastewater Commission, Alberta  
Municipal Health and Safety Association,  
Alberta Recreation & Parks Association  
and others**  
DOCUMENT                **AMENDED ORIGINATING APPLICATION**



ADDRESS FOR SERVICE AND  
CONTACT INFORMATION OF  
PARTY FILING THIS DOCUMENT

**Ogilvie LLP**  
1400, 10303 Jasper Avenue  
Edmonton AB T5J 3N6  
Attention: Grant S. Dunlop, Q.C.  
Phone: 780.429.6283  
Fax: 780.429.4453  
email: grantdunlop@ogilvielaw.com  
File No.: 62064.1

#### **NOTICE TO THE RESPONDENT**

This application is made against you. You are a respondent.

You have the right to state your side of this matter before the Court.

To do so, you must be in the Court when the application is heard as shown below:

Date: Monday, December 19, 2016

Time: 9:00 A.M.

Where: Law Courts, Edmonton, Alberta

Before: The Honourable J.D. Rooke, Associate Chief Justice

Go to the end of this document to see what you can do and when you must do it.

#### **Basis for this claim:**

1. The Applicant, ALBERTA LOCAL AUTHORITIES RECIPROCAL INSURANCE EXCHANGE is a reciprocal insurance exchange licensed pursuant to the provisions of the Alberta *Insurance Act*, R.S.A. 2000, c. I-3.

2. The Respondents are the subscribers and former subscribers in ALARIE. Each Respondent is a municipality, school board or other local authority in Alberta.
3. The Applicant began business as an insurer in 1990, issuing policies to its subscribers in accordance with its license.
4. In 2002 the Applicant resolved to cease operations.
5. The Applicant last issued insurance policies in 2002 and has resolved all claims under all policies, leaving approximately \$13,500,000 in monetary assets held by the Applicant's principal attorney, and no liabilities.
6. The Minister of Finance has approved the Applicant's voluntary liquidation and dissolution.

**Remedy sought:**

**Ex Parte Process Order**

7. An ex parte Order approving the following process for an application for advice and direction regarding payment of the Applicant's expenses and distribution of the Applicant's monetary assets:
  - a. service on each Respondent of the following on or before September 1, 2016:
    - i. this Originating Notice;
    - ii. the ex parte Order approving the process; and
    - iii. a letter setting out:
      1. an internet address from which copies of the Affidavit of Alan Wood and Expert's Report of Lisa Majeau Gordon may be downloaded;
      2. a statement of the payment which that Respondent would receive, if any, if the payment of expenses and distribution of assets sought by the Applicant were approved, assuming the total assets available for distribution will be \$13,500,000; and
      3. the date, time, and means of accessing by internet the webinar described below;
  - b. leave for the Applicant to apply ex parte to vary the form of service and length of notice based on particular circumstances of one or more Respondents;

- c. at least one webinar accessible by internet access, between September 7, 2016 and September 21, 2016, at which Alan Wood and Lisa Majeau Gordon will be available to respond to questions from the Respondents; and
- d. a deadline of November 30, 2016, by which any Respondent opposing or seeking a variation of the proposed distribution shall notify the Applicant, by email or fax, of that Respondent's opposition or proposed variation.

#### **Final Distribution Order**

8. An Order, in the form attached hereto as Schedule "B", revised, approving the payment by the Applicant of its expenses, followed by distribution of the Applicant's monetary assets in the percentages shown in Schedule "B", revised, hereto.
9. Such further and other relief as this Honourable Court may deem just and appropriate, having regard to all of the circumstances.

#### **Affidavit or other evidence to be used in support of this application:**

10. Affidavits of Alan Wood and Expert's Reports of Lisa Majeau Gordon.

#### **Applicable Acts and regulations:**

11. *Insurance Act*, R.S.A. 2000, c I-3, ss. 53, 78 – 106 and 185 – 187.
12. *Trustee Act*, R.S.A. 2000, c. T-8, s. 43.

#### **WARNING**

You are named as a respondent because you have made or are expected to make an adverse claim in respect of this originating application. If you do not come to Court either in person or by your lawyer, the Court may make an order declaring you and all persons claiming under you to be barred from taking any further proceedings against the applicant(s) and against all persons claiming under the applicant(s). You will be bound by any order the Court makes, or another order might be given or other proceedings taken which the applicant(s) is/are entitled to make without any further notice to you. If you want to take part in the application, you or your lawyer must attend in Court on the date and at the time shown at the beginning of this form. If you intend to rely on an affidavit or other evidence when the originating application is heard or considered, you must reply by giving reasonable notice of that material to the applicant(s).

COURT FILE NUMBER           **1603-13949**

COURT                           **COURT OF QUEEN'S BENCH OF ALBERTA**

JUDICIAL CENTRE           **EDMONTON**

APPLICANT                   **ALBERTA LOCAL AUTHORITIES  
RECIPROCAL INSURANCE EXCHANGE**

RESPONDENTS               **Alberta Beach, Alberta Capital Region  
Wastewater Commission, Alberta Municipal  
Health and Safety Association, Alberta  
Recreation & Parks Association and others**

DOCUMENT                   **FINAL ORDER**

ADDRESS FOR SERVICE AND  
CONTACT INFORMATION OF  
PARTY FILING THIS DOCUMENT

**Ogilvie LLP**  
1400, 10303 Jasper Avenue  
Edmonton AB T5J 3N6  
Attention: Grant S. Dunlop, Q.C.  
Phone: 780.429.6283  
Fax: 780.429.4453  
email: grantdunlop@ogilvielaw.com  
File No.: 62064.1

**DATE ON WHICH ORDER WAS  
PRONOUNCED:**

**December 19, 2016, at Edmonton, Alberta**

**NAME OF MASTER/JUDGE WHO MADE  
THIS ORDER:**

**The Honourable J.D. Rooke, Associate  
Chief Justice**

**FINAL ORDER**

UPON THE APPLICATION of the Applicant; AND UPON reading the Affidavits of Alan Wood and the Expert's Reports of Lisa Majeau Gordon; AND UPON hearing submissions of counsel for the Applicant; AND UPON hearing submissions of all Respondents who notified the Applicant of their opposition to or proposed variation of the proposed asset distribution on or before November 30, 2016, and who attended in Court on December 19, 2016; IT IS HEREBY ORDERED AND ADJUDGED AS FOLLOWS:

1. The Applicant's expenditures to date including the administrative, management and professional expenses described in the Affidavits of Alan Wood are approved.

Schedule "B" revised – Proposed Order

2. The Applicant shall distribute its remaining assets, after payment of its approved expenditures and expenses, to the Respondents, in the following percentages:

<b>Respondent</b>	<b>Percentage</b>
Alberta Beach	0.00000%
Alberta Capital Region Wastewater Commission	0.68973%
Alberta Municipal Health and Safety Association	0.02193%
Alberta Recreation & Parks Association	0.00346%
Alberta School Boards Association	0.00000%
Alberta Urban Municipalities Association	0.00000%
Aspen View Public School Division No. 78	1.38808%
Battle River Regional Division No. 31	3.09960%
Beaver County	0.00000%
Big Country Waste Management	0.15496%
Big Hay Lakes Drainage District	0.00000%
Birch Hills County	0.00000%
Black Gold Regional Division No. 18	0.57335%
Brazeau County	0.00000%
Buffalo Trail PS Regional Division No. 28	3.65464%
Calgary RCSSD No. 1	0.00000%
Camrose County	0.96449%
Canadian Rockies Regional Division No. 12	1.24262%
Capital Region Northeast Water Services Commission	0.17388%
Capital Region Southwest Water Services Commission	0.19527%
Cardston County	0.70294%
Chinook's Edge School Division No. 73	5.45617%
Christ The Redeemer CS Regional Division No. 3	0.23912%
City of Airdrie	0.00000%
City of Brooks	0.00000%
City of Camrose	0.00000%
City of Chestermere	0.00000%
City of Cold Lake	0.19644%
City of Fort Saskatchewan	0.00000%
City of Grande Prairie	0.00000%
City of Lacombe	0.00000%
City of Leduc	0.00000%
City of Lloydminster	0.00000%
City of Red Deer	4.70719%
City of Spruce Grove	0.00000%
City of St. Albert	0.00000%
City of Wetaskiwin	0.00000%
Clear Hills County	0.00000%

Schedule "B" revised – Proposed Order

Clearview School Division No. 71	1.51650%
Clearwater County	0.96957%
Community Futures West Yellowhead	0.02423%
County of Athabasca	0.11137%
County of Barrhead No. 11	0.00000%
County of Forty Mile No. 8	0.96534%
County of Grande Prairie No. 1	0.00000%
County of Minburn No. 27	0.35661%
County of Newell	0.39198%
County of Northern Lights	0.01344%
County of Paintearth No. 18	1.26782%
County of St. Paul No. 19	0.00000%
County of Stettler No. 6	0.26822%
County of Two Hills No. 21	3.25735%
County of Vermilion River	0.88604%
County of Warner No. 5	0.19172%
County of Wetaskiwin No. 10	0.00000%
Cypress County	0.00000%
East Central Alberta CSSR Division No. 16	0.76719%
Edmonton Catholic Separate School District No. 7	0.00000%
Elk Island CS Regional Division No. 41	1.97318%
Elk Island PS Regional Division No. 14	0.42362%
Evergreen CSR Division No. 2	0.71678%
Evergreen Regional Waste Management Services Commission	0.14492%
Flagstaff County	0.28331%
Foothills School Division No. 38	0.22650%
Fort McMurray RCSSD No. 32	0.31944%
Fort Vermilion School Division No. 52	0.92539%
Golden Hills School Division No. 75	3.35063%
Grande Prairie RCSSD No. 28	0.00000%
Grande Yellowhead Public School Division No. 77	1.70582%
Grasslands Regional Division No. 6	0.00000%
Greater North Central Francophone Education Region No. 2	0.00000%
Greater St. Albert RCSSD No. 734	0.89362%
Henry Kroeger Regional Water Services Commission	0.03094%
High Prairie School Division No. 48	1.06151%
Holy Family Catholic Regional Division No. 37	1.74970%
Holy Spirit RCS Regional Division No. 4	0.00000%
Horizon School Division No. 67	0.00000%
Improvement District No. 12 (Jasper National Park)	0.00000%
Irma Agricultural Society	0.02493%
John S. Batiuk Regional Water Commission	0.08046%
Kneehill County	1.29726%

Schedule "B" revised – Proposed Order

Lac La Biche County	0.00000%
Lac Ste. Anne County	0.00000%
Lacombe County	0.20616%
Lakeland RCSSD No. 150	0.66847%
Lamont County	0.01591%
Landing Rural Electrification Association	0.00000%
Leduc County	0.00000%
Lethbridge County	0.00000%
Lethbridge School District No. 51	0.05943%
Living Waters Catholic Regional Division No. 42	0.00000%
Livingstone Range School Division No. 68	1.23903%
Mackenzie County	0.00000%
Medicine Hat Catholic Board of Education No. 20	0.00000%
Metis Settlements General Council	0.00000%
Miyo Wahkohtowin Community Education Authority	0.00000%
Mountain View County	0.00000%
Municipal District of Acadia No. 34	0.36981%
Municipal District of Big Lakes	0.00000%
Municipal District of Bighorn No. 8	0.00000%
Municipal District of Bonnyville No. 87	0.13968%
Municipal District of Fairview No. 136	0.77198%
Municipal District of Foothills No. 31	0.00000%
Municipal District of Greenview No. 16	0.00000%
Municipal District of Lesser Slave River No. 124	0.00000%
Municipal District of Opportunity No. 17	0.00000%
Municipal District of Peace No. 135	0.72857%
Municipal District of Pincher Creek No. 9	0.00000%
Municipal District of Provost No. 52	0.06789%
Municipal District of Ranchland No. 66	0.00000%
Municipal District of Smoky River No. 130	0.47019%
Municipal District of Spirit River No. 133	0.56143%
Municipal District of Taber	1.49898%
Municipal District of Wainwright No. 61	0.67626%
Municipal District of Willow Creek No. 26	0.00000%
Municipality of Crowsnest Pass	0.00000%
Municipality of Jasper	0.00000%
Northern Gateway Regional Division No. 10	1.03616%
Northern Lights School Division No. 69	1.64046%
Northern Sunrise County	0.13314%
Northland School Division No. 61	0.00000%
NorthWest Francophone Education Region No. 1	0.05851%
Palliser Regional Division No. 26	1.61718%
Parkland County	0.00000%

Schedule "B" revised – Proposed Order

Parkland School Division No. 70	0.00000%
Peace Library System	0.06364%
Peace River School Division No. 10	1.92620%
Peace Wapiti School Division No. 76	2.23070%
Pembina Hills Regional Division No. 7	1.70255%
Ponoka County	0.04269%
Prairie Land Regional Division No. 25	2.08735%
Prairie Rose School Division No. 8	2.10294%
Red Deer County	3.01336%
Regional Municipality of Wood Buffalo	0.00000%
Rocky Christian School	0.02199%
Rocky View County	0.00000%
Rocky View School Division No. 41	0.14705%
Saddle Hills County	0.00000%
Siksika Nation Board of Education	0.10557%
Smoky Lake County	1.01362%
St. Albert Public School District No. 5565	0.00000%
St. John's School of Alberta	0.11353%
St. Mary River Irrigation District	0.00000%
St. Paul Education Regional Division No. 1	2.91816%
St. Thomas Aquinas RCS Regional Division No. 38	0.00000%
Starland County	1.21640%
Strathcona County	0.00000%
Strathcona-Dweedsmuir School	0.08329%
Sturgeon County	0.00000%
Sturgeon School Division No. 24	0.85670%
Summer Village of Argentia Beach	0.04399%
Summer Village of Betula Beach	0.03453%
Summer Village of Birch Cove	0.06013%
Summer Village of Birchcliff	0.05972%
Summer Village of Bondiss	0.06691%
Summer Village of Burnstick Lake	0.04494%
Summer Village of Castle Island	0.04526%
Summer Village of Crystal Springs	0.05563%
Summer Village of Ghost Lake	0.01658%
Summer Village of Golden Days	0.00000%
Summer Village of Grandview	0.03825%
Summer Village of Gull Lake	0.05319%
Summer Village of Half Moon Bay	0.05674%
Summer Village of Horseshoe Bay	0.06001%
Summer Village of Island Lake	0.00000%
Summer Village of Island Lake South	0.06003%
Summer Village of Jarvis Bay	0.05872%



Schedule "B" revised -- Proposed Order

Summer Village of Kapasiwin	0.05242%
Summer Village of Lakeview	0.03464%
Summer Village of Larkspur	0.05868%
Summer Village of Ma-Me-O Beach	0.07816%
Summer Village of Mewatha Beach	0.06492%
Summer Village of Nakamun Park	0.06492%
Summer Village of Norglenwold	0.05674%
Summer Village of Norris Beach	0.05974%
Summer Village of Parkland Beach	0.00000%
Summer Village of Pelican Narrows	0.04028%
Summer Village of Poplar Bay	0.03071%
Summer Village of Ross Haven	0.00000%
Summer Village of Sandy Beach	0.00000%
Summer Village of Seba Beach	0.00000%
Summer Village of Silver Beach	0.02284%
Summer Village of Silver Sands	0.05993%
Summer Village of South Baptiste	0.00000%
Summer Village of South View	0.06018%
Summer Village of Sunbreaker Cove	0.03983%
Summer Village of Sundance Beach	0.00000%
Summer Village of Sunrise Beach	0.05039%
Summer Village of Sunset Beach	0.06149%
Summer Village of Sunset Point	0.00000%
Summer Village of Val Quentin	0.18679%
Summer Village of Waiparous	0.06520%
Summer Village of West Baptiste	0.06050%
Summer Village of West Cove	0.05936%
Summer Village of Whispering Hills	0.05033%
Summer Village of Yellowstone	0.43206%
The Alberta Association of Municipal Districts and Counties	0.00000%
Thorhild County	0.09360%
Town of Athabasca	0.00000%
Town of Banff	0.00000%
Town of Barrhead	0.00000%
Town of Bashaw	0.00000%
Town of Bassano	0.00000%
Town of Beaumont	0.00000%
Town of Beaverlodge	0.00000%
Town of Bentley	0.00000%
Town of Black Diamond	0.00000%
Town of Blackfalds	0.22194%
Town of Bon Accord	0.14336%
Town of Bonnyville	0.00000%

Schedule "B" revised – Proposed Order

Town of Bow Island	0.00000%
Town of Bowden	0.00000%
Town of Bruderheim	0.15088%
Town of Calmar	0.00000%
Town of Canmore	0.00000%
Town of Cardston	0.00000%
Town of Carstairs	0.00000%
Town of Castor	0.00000%
Town of Claresholm	0.30744%
Town of Coaldale	0.00000%
Town of Coalhurst	0.00000%
Town of Cochrane	0.00000%
Town of Coronation	0.39012%
Town of Crossfield	0.00000%
Town of Daysland	0.00000%
Town of Devon	0.00000%
Town of Didsbury	0.00000%
Town of Drayton Valley	0.00000%
Town of Drumheller	0.00000%
Town of Eckville	0.00000%
Town of Edson	0.00000%
Town of Elk Point	0.00000%
Town of Fairview	0.53726%
Town of Falher	0.38846%
Town of Fort MacLeod	0.22036%
Town of Fox Creek	0.28573%
Town of Gibbons	0.13783%
Town of Grande Cache	0.12623%
Town of Granum	0.00000%
Town of Grimshaw	0.16716%
Town of Hanna	0.00000%
Town of Hardisty	0.00000%
Town of High Level	0.00000%
Town of High Prairie	0.00000%
Town of High River	0.00000%
Town of Hinton	0.00000%
Town of Innisfail	0.00000%
Town of Irricana	0.10648%
Town of Killam	0.13929%
Town of Lamont	0.00000%
Town of Legal	0.15417%
Town of Magrath	0.00000%
Town of Manning	0.00000%

Schedule "B" revised – Proposed Order

Town of Mayerthorpe	0.00000%
Town of McLennan	0.00000%
Town of Milk River	0.00000%
Town of Millet	0.00000%
Town of Morinville	0.32168%
Town of Mundare	0.00000%
Town of Nanton	0.00000%
Town of Okotoks	0.00000%
Town of Olds	0.00000%
Town of Onoway	0.00000%
Town of Oyen	0.00000%
Town of Peace River	0.00000%
Town of Penhold	0.06554%
Town of Picture Butte	0.00000%
Town of Pincher Creek	0.00000%
Town of Ponoka	0.00000%
Town of Provost	0.00000%
Town of Rainbow Lake	0.00000%
Town of Raymond	0.00000%
Town of Redcliff	0.00000%
Town of Redwater	0.00000%
Town of Rimbey	0.17885%
Town of Rocky Mountain House	0.00000%
Town of Sedgewick	0.36163%
Town of Sexsmith	0.00000%
Town of Slave Lake	0.00000%
Town of Smoky Lake	0.00000%
Town of Spirit River	0.10842%
Town of St. Paul	0.12265%
Town of Stavely	0.00000%
Town of Stettler	0.00000%
Town of Stony Plain	0.00000%
Town of Strathmore	0.00000%
Town of Sundre	0.00000%
Town of Swan Hills	0.32231%
Town of Sylvan Lake	0.00000%
Town of Taber	0.00000%
Town of Three Hills	0.00000%
Town of Tofield	0.00000%
Town of Trochu	0.00000%
Town of Turner Valley	0.00000%
Town of Two Hills	0.00000%
Town of Valleyview	0.00000%

Schedule "B" revised – Proposed Order

Town of Vauxhall	0.08682%
Town of Vegreville	0.00000%
Town of Vermilion	0.00000%
Town of Viking	0.05261%
Town of Vulcan	0.21363%
Town of Wainwright	0.00000%
Town of Wembley	0.00000%
Town of Westlock	0.00000%
Town of Whitecourt	0.00000%
Townsite of Redwood Meadows	0.00000%
Trivillage Regional Sewage Services Commission	0.05363%
Village of Acme	0.05719%
Village of Alix	0.15993%
Village of Alliance	0.09290%
Village of Amisk	0.01083%
Village of Andrew	0.00000%
Village of Arrowwood	0.04534%
Village of Barnwell	0.04341%
Village of Barons	0.03323%
Village of Beiseker	0.15059%
Village of Berwyn	0.11834%
Village of Bittern Lake	0.05301%
Village of Boyle	0.20516%
Village of Breton	0.11678%
Village of Carbon	0.02819%
Village of Carmangay	0.11073%
Village of Caroline	0.04992%
Village of Cereal	0.00000%
Village of Champion	0.00000%
Village of Chauvin	0.21547%
Village of Chipman	0.02445%
Village of Clive	0.00000%
Village of Clyde	0.00000%
Village of Consort	0.09663%
Village of Coutts	0.00000%
Village of Cremona	0.13499%
Village of Czar	0.05869%
Village of Delburne	0.13297%
Village of Delia	0.00000%
Village of Dewberry	0.06187%
Village of Donalda	0.09838%
Village of Donnelly	0.09513%
Village of Duchess	0.00000%

Schedule "B" revised – Proposed Order

Village of Edberg	0.20678%
Village of Edgerton	0.18498%
Village of Elnora	0.04203%
Village of Ferintosh	0.09464%
Village of Foremost	0.00000%
Village of Forestburg	0.14395%
Village of Girouxville	0.01044%
Village of Glendon	0.00000%
Village of Glenwood	0.05425%
Village of Hay Lakes	0.10233%
Village of Heisler	0.00642%
Village of Hillspring	0.05766%
Village of Hines Creek	0.00000%
Village of Holden	0.11801%
Village of Hughenden	0.00000%
Village of Hussar	0.00000%
Village of Hythe	0.00000%
Village of Innisfree	0.03459%
Village of Irma	0.18182%
Village of Kitscoty	0.22405%
Village of Linden	0.17006%
Village of Lomond	0.00000%
Village of Longview	0.01186%
Village of Loughheed	0.10557%
Village of Mannville	0.17805%
Village of Marwayne	0.05089%
Village of Milo	0.03823%
Village of Morrin	0.00000%
Village of Munson	0.00000%
Village of Myrnam	0.00000%
Village of Nampa	0.04581%
Village of Nobleford	0.00000%
Village of Paradise Valley	0.00000%
Village of Rockyford	0.10427%
Village of Rosalind	0.00000%
Village of Rosemary	0.00000%
Village of Rycroft	0.01069%
Village of Ryley	0.00000%
Village of Spring Lake	0.10418%
Village of Standard	0.13680%
Village of Stirling	0.00000%
Village of Thorsby	0.00000%
Village of Veteran	0.01142%

Schedule "B" revised -- Proposed Order

Village of Vilna	0.00000%
Village of Wabamun	0.03153%
Village of Warburg	0.00000%
Village of Warner	0.12782%
Village of Waskatenau	0.00000%
Village of Willingdon	0.00000%
Village of Youngstown	0.00000%
Vulcan County	0.96069%
Westlock County	0.00000%
Westwind School Division No. 74	1.18402%
Wetaskiwin Regional Division No. 11	0.12859%
Wheatland County	1.24059%
Wild Rose School Division No. 66	0.73869%
Wolf Creek School Division No. 72	1.79219%
Woodlands County	0.00000%
Yellowhead County	0.00000%

3. The Applicant may apply *ex parte* for additional advice and directions to carry out the objectives of this Order.

---

Associate Chief Justice of the Court of Queen's  
Bench of Alberta