

LL

COURT FILE NUMBER 2501-02733

COURT COURT OF KING'S BENCH OF ALBERTA

JUDICIAL CENTRE CALGARY

IN THE MATTER OF THE *COOPERATIVES ACT*,
SA 2001, c C-28.1

AND IN THE MATTER OF THE RECEIVERSHIP
OF PICTURE BUTTE FEEDER COOPERATIVE

APPLICANT PICTURE BUTTE FEEDER COOPERATIVE

DOCUMENT **BENCH BRIEF**

ADDRESS FOR
SERVICE AND

CONTACT
INFORMATION
OF PARTY
FILING THIS
DOCUMENT

CASSELS BROCK & BLACKWELL LLP
3810, Bankers Hall West
888 3rd St SW
Calgary, AB T2P 5C5

Attention: Jeffrey Oliver / Danielle Marechal

P: 403 351 2922 / 403 351 2921
E: joliver@cassels.com / dmarechal@cassels.com

File No. 061429-00005



TABLE OF CONTENTS

| | | |
|------|--|----|
| I. | INTRODUCTION | 3 |
| II. | FACTS | 3 |
| | A Overview of Operational Difficulties and Need for Appointment of Restructuring Officer | 3 |
| | B PBFC's Membership and Lending Arrangements | 5 |
| III. | ISSUES | 6 |
| IV. | LAW & ANALYSIS | 6 |
| | A A&M Should be Appointed as Restructuring Officer of PBFC | 6 |
| | (i) It is Appropriate to Appoint the Restructuring Officer under the <i>Cooperatives Act</i> | 6 |
| | (ii) It is Just and Convenient to Appoint the Restructuring Officer under the <i>Judicature Act</i> | 8 |
| | B The Restructuring Officer Should be Granted Certain Enhanced Protections.. | 12 |
| | C The Sealing Order Should be Granted | 14 |
| V. | CONCLUSION | 15 |
| VI. | LIST OF AUTHORITIES | 16 |

I. INTRODUCTION

1. This bench brief is submitted on behalf of Picture Butte Feed Cooperative (“**PBFC**”) in support of its originating application (the “**Application**”) for:
 - (a) an order (the “**Restructuring Officer Order**”) pursuant to the *Cooperatives Act*, SA 2001, c C-28.1,¹ as amended (the “**Cooperatives Act**”) and the *Judicature Act*, RSA 2000, c J-2,² as amended (the “**Judicature Act**”), seeking the appointment of Alvarez & Marsal Inc. (“**A&M**”), without security, as receiver-manager (in such capacity, the “**Restructuring Officer**”) of all of PBFC’s current and future assets, undertaking and properties of every nature and kind whatsoever, and wherever situate including all proceeds thereof (the “**Property**”);
 - (b) an order (the “**Sealing Order**”) sealing the Confidential Affidavit of Tony Ankermann, sworn February 18, 2025 (the “**Confidential Affidavit**”) until further order of the Court of King’s Bench of Alberta (the “**Court**”); and
 - (c) granting such further and other relief, advice and directions as counsel may advise and this Honourable Court may deem just and appropriate.
2. Capitalized terms not otherwise defined herein shall have the meaning given to such terms in the Application or the Affidavit of Tony Ankermann, sworn on February 18, 2025 (the “**Affidavit**”).

II. FACTS

3. Further a factual background supporting the relief sought may be found in the Affidavit.

A Overview of Operational Difficulties and Need for Appointment of Restructuring Officer

4. PBFC is an Alberta cooperative established in 1991 and continued under the *Cooperatives Act*. PBFC operates as a feeder association and is the largest of the 45 feeder associations in Alberta

¹ [Cooperatives Act, SA 2001, c C-28.1](#) [the “**Cooperatives Act**”] [Tab 4].

² [Judicature Act, RSA 2000, c J-2](#). [the “**Judicature Act**”] [Tab 5].

in terms of borrowings and use of the provincial guarantee available under Feeder Associations Loan Guarantee Program (the “**FALG Program**”).³

5. As at August 31, 2024, PBFC had a total of 227 active and inactive members (the “**Members**”), most of which are located in Southern Alberta. Similar to other feeder associations, PBFC assists Members in acquiring livestock by providing easy access to low interest, leveraged financing backed by a government guarantee as part of the FALG Program.⁴
6. Under the FALG Program, feeder associations obtain a credit facility with a traditional lender (or syndicate of lenders) and can then draw on that credit facility to provide members of the feeder association with loans for specified purposes. A portion of the credit facility obtained by a feeder association is guaranteed by the Province of Alberta (the “**Province**”), which assists in incentivizing lenders to provide the feeder associations with access to credit. The benefit of the FALG Program to members of a feeder association is that it allows members to apply to a feeder association directly to obtain loans at pre-negotiated rates and on standard documentation, rather than individually seeking out loans from traditional lenders. In this way, members can obtain relatively straightforward and easy access to capital, that may not otherwise be available to the individual members.⁵
7. As result of the issuance of the Order, PBFC’s Members are currently unable to access a key source of financing that is critical to many Members’ operations and livelihoods.⁶
8. Following the issuance of the Order, and in an attempt to resolve the concerns raised by the Ministry, representatives of the Feeder Association of Alberta (“**FAA**”) met with representatives of the Ministry on February 7, 2025 to determine the steps that PBFC would need to take for the Order to be lifted.⁷

³ Government of Alberta, “Feeder Associations Loan Guarantee Program” (2025) online: <<https://www.alberta.ca/feeder-association-loan-guarantee-program>>.

⁴ Ankermann Affidavit sworn on February 18, 2025 [“**Ankermann Affidavit**”] at para 5.

⁵ *Ibid* at para 8.

⁶ *Ibid* at para 11.

⁷ *Ibid* at para 12.

9. Following the FAA's meeting with the Ministry, the FAA provided PBFC with a non-exhaustive list of action items that the FAA understood PBFC would need to undertake for the Order to be lifted, which action items require a substantial number of personnel and operational changes. The FAA summarized these action items (the "**Compliance Requirements**") in a memorandum issued to PBFC on February 13, 2025 (the "**Compliance Memorandum**").⁸ The Compliance Requirements will require a substantial number of personnel and operational changes, which members of the board of directors of PBFC (the "**Board**") believe will require the assistance of professionals outside of PBFC.⁹
10. Given the serious concerns raised by the Ministry and the nature and scope of the action items to be undertaken by PBFC, the Board resolved to apply to the Court to seek the appointment of a Restructuring Officer.

B PBFC's Membership and Lending Arrangements

11. As part of the FALG Program, PBFC offers its Members two types of loans: (i) cattle purchase loans ("**Purchase Loans**"); and (ii) cattle equity draw program loans ("**Equity Loans**"). The purpose of Purchase Loans is to assist new or existing members in financing the purchase of livestock for growing and/or finishing. The purpose of Equity Loans is to provide existing members with advances where a Member has equity in their existing livestock.¹⁰
12. On October 19, 2022, the Bank of Montreal, as the administrative agent (in such capacity, the "**Agent**") for a syndicate of lenders (collectively, the "**Lenders**"), and PPFC entered into a Credit Agreement (as defined in the Application). Pursuant to the terms of the Credit Agreement, the Lenders made available to PBFC revolving credit facilities in the total maximum amount of \$335,000,000 (the "**Facilities**"). The purpose of the Facilities is to finance loans from PBFC to its Members under the FALG Program.¹¹

⁸ Ankermann Affidavit *supra* note 4 at para 45.

⁹ *Ibid* at para 13.

¹⁰ *Ibid* at paras 19 – 27.

¹¹ *Ibid* at para 30.

13. The Province provided a guarantee to the Lenders in the amount of 15% of the total amount of the Facilities pursuant to a guarantee agreement dated June 19, 2017 between PBFC, the Agent and the Province.¹²
14. As of January 31, 2025, the total amount owing by PBFC to the Lenders under the Credit Agreement is \$281,266,976, being approximately the same as what PBFC lent to its Members.

III. ISSUES

15. The issues to be considered on this Application are whether:
 - (a) A&M should be appointed as Restructuring Officer of PBFC;
 - (b) the Restructuring Officer should be granted certain enhanced protections; and
 - (c) the Sealing Order should be granted.

IV. LAW & ANALYSIS

A A&M Should be Appointed as Restructuring Officer of PBFC

16. PBFC is seeking the appointment of A&M as receiver-manager pursuant to section 299(1) of the *Cooperatives Act*¹³ and section 13(2) of the *Judicature Act*.¹⁴
 - (i) **It is Appropriate to Appoint the Restructuring Officer under the *Cooperatives Act***
17. Division 1 of Part 14 of the *Cooperatives Act* sets out the framework for the appointment of a receiver or receiver-manager under the *Cooperatives Act*. More specifically, section 299(1) of the *Cooperatives Act* provides that a person may be appointed as a receiver-manager of a cooperative by a Court order.¹⁵

¹² Ankermann Affidavit *supra* note 4 at paras 31 – 32.

¹³ *Cooperatives Act* *supra* note 1, s. 299(1) [Tab 4].

¹⁴ *Judicature Act* *supra* note 2, s. 13(2) [Tab 5].

¹⁵ *Cooperatives Act* *supra* note 1, s. 299(1) [Tab 4].

18. Division 1 of Part 14 of the *Cooperatives Act* does not set out a test to be met for the appointment of a receiver or receiver-manager under this division. Although the decision in *Blindman Livestock Feeder Co-Op Ltd. (Receiver of) v Snyder*¹⁶ (“**Blindman**”) references the appointment of a receiver-manager over a feeder cooperative under section 299(1) of the *Cooperatives Act* on the joint application by the feeder cooperative and its primary secured lender, *Blindman* does not reference the applicable test. While no case law could be found that established a test for the appointment of a receiver-manager, Division 1 of Part 14 of the *Cooperatives Act* does set out certainty statutory requirements for, and limitations on, the appointment of a receiver-manager under the *Cooperatives Act*.
19. Section 299(1) of the *Cooperatives Act* provides that a “person” may be appointed as a receiver-manager of a “cooperative” by Court order.¹⁷ Pursuant to sections 1(1)(j) and (ll) of the *Cooperatives Act*, respectively, a “cooperative” is defined as a cooperative incorporated under the *Cooperatives Act* and a “person” is defined as an individual or an entity.¹⁸ As PBFC is a cooperative under the *Cooperatives Act*¹⁹ and A&M falls within the definition of a “person” under the *Cooperatives Act*, section 299(1) of the *Cooperatives Act* is applicable to PBFC and A&M meets the necessary requirements to act as receiver-manager under the *Cooperatives Act*.
20. Section 302(a) of the *Cooperatives Act* provides that on application by “an interested person or by the receiver or receiver-manager, the Court may make any order giving directions on any matter relating to the functions of a receiver or a receiver-manager”, including an order “appointing, replacing or discharging a receiver or receiver-manager” (emphasis added).²⁰ PBFC, as a cooperative governed by the *Cooperatives Act*, is clearly an interested person within the meaning of the *Cooperatives Act* and therefore has standing to bring an application for the appointment of a receiver-manager under section 302(a) of the *Cooperatives Act*.

¹⁶ [*Blindman Livestock Feeder Co-Op Ltd \(Receiver of\)*, 2005 ABQB 689](#) [“**Blindman**”] at para 10 [Tab 8].

¹⁷ *Cooperatives Act* *supra* note 1, s. 299(1) [Tab 4].

¹⁸ *Ibid*, ss 1(1)(j) & (ll) [Tab 4].

¹⁹ Ankermann Affidavit *supra* note 4 at para 16.

²⁰ *Cooperatives Act*, *supra* note 1, s 302(a) [Tab 4].

21. The provisions of the *Cooperatives Act* dealing with the appointment of a receiver-manager are non-prescriptive and generally only require that a receiver-manager act in accordance with the appointing Court order and any other directions given by the Court.²¹ However, section 303 of the *Cooperatives Act* sets out certain duties that a receiver-manager must undertake.²² The proposed Restructuring Officer Order includes an explicit provision that would require the Restructuring Officer to comply with the mandatory duties set out in section 302 of the *Cooperatives Act*.²³
22. Accordingly, PBFC submits that this Court has jurisdiction to grant the appointment of a receiver-manager over the assets of PBFC under the *Cooperatives Act* and that the proposed form of Restructuring Officer Order complies with the statutory requirements for the appointment of a receiver-manager under the *Cooperatives Act*.

(ii) It is Just and Convenient to Appoint the Restructuring Officer under the *Judicature Act*

23. In addition to seeking the appointment of the Restructuring Officer under the *Cooperatives Act*, PBFC is seeking the appointment of the Restructuring Officer under the *Judicature Act*.
24. This Court has found that it is not “necessary nor advisable to impose a limitation” on standing to bring an application to appoint a receiver²⁴ and an applicant who is not a creditor may apply to appoint a receiver under the *Judicature Act*.²⁵ This Court has also granted a receivership order pursuant section 13(2) of the *Judicature Act* (among other legislation) upon an originating application brought by the company over whose assets the receiver was ultimately appointed.²⁶

²¹ *Cooperatives Act* *supra* note 1, s. 301 [Tab 4].

²² *Ibid*, s 302 [Tab 4].

²³ Form of Restructuring Officer Order attached at Schedule “B” of Originating Application filed February 19, 2025 [“**Restructuring Officer Order**”] at para 4.

²⁴ [Alberta Health Services v Network Health Inc, 2010 ABQB 373](#) at para 19 [Tab 7].

²⁵ [Law Society of Alberta v Higgerty, 2023 ABKB](#), [“**LSA v Higgerty**”] at para 28 [Tab 9].

²⁶ [Receivership Order](#) granted by the Honourable Justice R.A. Neufeld on January 19, 2024, filed on January 24, 2024 in the Matter of the Receivership of CatalX CTS Ltd. and CatalX Management Ltd; [Originating Application](#) of CatalX CTS Ltd. and Hyuk Jae Park in the Matter of the Receivership of CatalX CTS Ltd. and CatalX Management Ltd [Tab 16].

Accordingly, PBFC submits that it has standing to bring an application for the appointment of a receiver-manager over its property under the *Judicature Act*.

25. The test to appoint a receiver and manager under the *Judicature Act* is whether it is just or convenient to do so in light of the circumstances.²⁷ The non-exhaustive list of factors that a court can consider in deciding whether it is just and convenient to appoint a receiver-manager are set out in *Paragon Capital Corporation Ltd v Merchants & Traders Assurance Co*²⁸ ("**Paragon**"), and include (among other factors):

- (a) whether irreparable harm might be caused if no order were made;
- (b) the nature of the property;
- (c) the preservation and protection of the property pending judicial resolution;
- (d) the balance of convenience to the parties;
- (e) whether a court-appointment is necessary to enable the receiver-manager to carry out its duties more efficiently;
- (f) the likelihood of maximizing return to the parties; and
- (g) the goal of facilitating the duties of the receiver-manager.²⁹

26. Having consideration to the factors outlined in *Paragon*, it is just and convenient to appoint the Restructuring Officer for the following reasons, among others:

- (a) Irreparable Harm. The Order will not be lifted against PBFC, and PBFC will not be able to resume its operations, until the Compliance Requirements (among other requirements) are

²⁷ *Judicature Act*, *supra* note 2, s 13(2) [Tab 5]; *Servus Credit Union v Proform Management Inc*, 2020 ABQB 316 at para 65 [Tab 11].

²⁸ *Paragon Capital Corporation Ltd v Merchants & Traders Assurance Co*, 2002 ABQB 430 ["**Paragon v Merchants**"] at para 27 [Tab 10].

²⁹ *LSA v Higgerty* *supra* note 25 at para 26 [Tab 9] citing *Paragon v Merchants* at para 27 [Tab 10].

met.³⁰ Members of PBFC's board of directors lack the time, experience and expertise necessary to implement the necessary changes required to fully address the concerns of the Ministry that gave rise to the Order, including the Compliance Requirements.³¹ As such, without the appointment of the Restructuring Officer, it is unlikely that the Order will be lifted and that PBFC will resume its operations, which will cause irreparable harm to PBFC's Members, the Lenders and the Province. If Members are unable to access funding through PBFC, such Members may not be able to obtain financing elsewhere, which could cause significant and unprecedented disruption to the Members and their respective farming operations.³²

- (b) Nature of the Property and Preservation and Protection of the Property. PBFC's property consists primarily of Purchase Loans and Equity Loans made to Members under a niche regulatory regime, cattle owned or collateralized by PBFC as a result of the Purchase Loans and Security Deposits (totaling in excess of \$18,000,000).³³ PBFC's livestock collateral requires supervision and inspection and, should the Board resign, it is essential that the Security Deposits are under the care and control of an appropriate party. The appointment of a Restructuring Officer will ensure the protection of PBFC's property. Additionally, given that the resolution of the Compliance Requirements (among other things) will be needed for the Order to be lifted and PBFC to resume its operations, the appointment of a Restructuring Officer capable of assisting PBFC in resolving its operational and governance issues with a view to having the Order lifted will ultimately preserve PBFC's business and property as a whole.
- (c) Balance of Convenience. The balance of convenience favors the appointment of the Restructuring Officer as there is significant risk to Members, the Lenders and the Province if PBFC's business operations do not resume with fulsome governance structures and

³⁰ Ankermann Affidavit *supra* note 4, at para 50(d).

³¹ *Ibid* at para 50(a).

³² *Ibid* at para 50(g).

³³ *Ibid* at paras 35 and 37.

policies in place. There is no known objection to the appointment of a Restructuring Officer and no known prejudice PBFC or its stakeholders if the Restructuring Officer is appointed.

- (d) Court Appointment is Necessary. A court-appointed Restructuring Officer is necessary as there is no other appointing document. For a receiver-manager to be appointed under the *Cooperatives Act*, there must be a court order or appointing instrument.
- (e) Facilitate the Duties of the Restructuring Officer. The proposed Restructuring Officer Order will facilitate the duties of the Restructuring Officer by clearly establishing those duties and specifically empowering the Restructuring Officer to undertake those duties. Additionally, PBFC seeks to use an open and transparent court-process to remedy its operations and restore the confidence of its Members, Lenders and the Province. The circumstances favour the Court's oversight and will provide stakeholders with confidence in the processes taken to complete the Compliance Requirements.

- 27. Although the appointment of a receiver-manager is considered extraordinary relief that should be granted cautiously and sparingly, PBFC submits that these are extraordinary circumstances which require transparency and oversight. There is no other relief that would suffice in the circumstances. The Minister has issued the Order which means PBFC cannot do the very business it was created to do until the Compliance Requirements (at a minimum) have been met. If appointed, the Restructuring Officer would intervene and take immediate action to address the concerns in the Order and meet the Compliance Requirements to hopefully have PBFC recommence its operations.³⁴
- 28. For these reasons, PBFC submits that it is just, reasonable, and necessary to appoint a receiver-manager under the *Cooperatives Act* and the *Judicature Act*.
- 29. A&M has experience dealing with complex matters and will provide the necessary expertise, knowledge and services to maintain operations and optimize value for PBFC's stakeholders. A&M

³⁴ Ankermann Affidavit *supra* note 4 at para 48.

has consented to act in these proceedings and is prepared to take the necessary steps PBFC is currently unable to take.

B The Restructuring Officer Should be Granted Certain Enhanced Protections

30. In addition to the standard protections afforded to receivers under the Alberta model receivership order, PBFC is seeking the approval of a provision stating that the Restructuring Officer shall not be deemed to be an employer, successor employer or related employer and shall incur no employment related liabilities.³⁵
31. Each of the *Bankruptcy and Insolvency Act* (Canada)³⁶ ("**BIA**") and *Companies' Creditors Arrangement Act* (Canada)³⁷ ("**CCAA**") offer court officers appointed thereunder certain protections from liability (including employer related liability) for their activities in connection with a proceeding under each of those acts. This is because the statutory framework under the BIA and CCAA requires the assistance of court officers, who would likely be unwilling to serve, absent certain protections.³⁸ Because PBFC is seeking to appoint the Restructuring Officer under the *Cooperatives Act* and *Judicature Act*, the protections normally available to a receiver-manager appointed under the BIA would not be applicable to the Restructuring Officer. As such, PBFC is seeking to include certain protections in the Restructuring Officer Order beyond those normally contained in the Alberta model receivership order.
32. Section 14.06(1.2) of the BIA³⁹ and section 11.8(1) of the CCAA (Canada)⁴⁰ each provide that a court officer who carries on the business of a debtor or continues the employment of the debtor's employees is not personally liable in respect of any claim against the debtor or related to a requirement imposed on a debtor to pay an amount where the claim arose before or upon the court

³⁵ Restructuring Officer Order *supra* note 21 at para 21.

³⁶ [Bankruptcy and Insolvency Act, RSC 1985, c B-3](#) ["**BIA**"] [Tab 2].

³⁷ [Companies' Creditors Arrangement Act, RSC 1985, c C-36](#) ["**CCAA**"] [Tab 3].

³⁸ Sarra, Janis, Geoffrey B. Morawetz and L. W. Houlden, *The 2021-2022 Annotated Bankruptcy and Insolvency Act*, Toronto: Carswell, 2021 at page 51, C§ 16 [Tab 6].

³⁹ [BIA](#), *supra* note 36, s 14.06(1.2) [Tab 2].

⁴⁰ [CCAA](#), *supra* note 37, s 11.8(1) [Tab 3].

officer's appointment.⁴¹ There are no analogous protections for receiver-managers appointed under the *Cooperatives Act* or *Judicature Act*.

33. Additionally, where a court officer has been appointed to carry on the business of a debtor entity, this Court has approved orders limiting the liability of the court officer for successor employment matters beyond those arising pre-appointment.⁴²
34. Given that the Restructuring Officer does not have the benefit of the standard employment related protections that would otherwise be provided to a court officer under the BIA and CCAA and given that the Restructuring Officer is being asked to potentially carry on the operations of PBFC's, PBFC is seeking the inclusion of a provision in the Restructuring Officer Order to limit the liability of A&M for any employer, successor employer, or related employer matters.
35. As set out in the Affidavit, the purpose of seeking the appointment of the Restructuring Officer is to address the Compliance Requirements, with a view of enabling PBFC to continue its operations, which is anticipated to require the involvement of certain PBFC employees as well as a transition period where the Restructuring Officer transitions PBFC, in operational form, back to a newly elected board of directors.⁴³ Without the proposed employer-related protections, there is a risk that A&M will be unwilling to act as Restructuring Officer or will be unwilling to carry on the operations of PBFC, which would mean that the Restructuring Officer would be unable to meaningfully address all of the Compliance Requirements, thereby defeating the purpose of seeking to appoint the Restructuring Officer. As such, PBFC submits that the employer-related protections are appropriate and necessary in the circumstances.

⁴¹ [BIA](#), *supra* note 36, s 14.06(1.2) [Tab 2]; [CCAA](#), *supra* note 37, s 11.8(1) [Tab 3].

⁴² [Order](#) granted by the Honourable Justice Sidnell on April 17, 2024, filed on April 22, 2024, in the matter of the CCAA of Griffon Partners et al at para 4 [Tab 14]; [Order \(Stay Extension and Enhanced Monitor Powers\)](#) granted by the Honourable Justice B.E.C. Romaine on June 28, 2024, filed on July 3, 2024, in the matter of the CCAA of Lynx Air at para 4 [Tab 15].

⁴³ Ankermann Affidavit *supra* note 4 at para 15.

C The Sealing Order Should be Granted

36. PBFC is seeking to seal the Confidential Affidavit until further order of this Court. The Confidential Affidavit contains a copy of the Report and Compliance Memorandum, each of which reference certain findings of the Ministry that are subject of significant dispute by certain parties. The contents of the Report may also be the subject of further legal proceedings by various parties, including PBFC. Additionally, counsel to PBFC received correspondence from counsel to two of the individuals named in the Report (the “**Counsel Correspondence**”), advising that the contents and findings of the Report are not public and must be treated as confidential.
37. This Court has the authority to seal materials on the court record pursuant to rule 6.28(b) of the *Alberta Rules of Court*, Alta Reg 124/2010.⁴⁴
38. The Supreme Court of Canada decision in *Sierra Club of Canada v Canada (Minister of Finance)* provides that sealing orders could be granted when (i) the order is necessary to prevent a serious risk to an important interest; and (ii) the salutary effects of the order outweigh its deleterious effects.⁴⁵
39. The Supreme Court of Canada further confirmed in *Sherman Estate v Donovan* (“**Sherman Estate**”), that an applicant requesting approval for a sealing order must demonstrate that:
- (a) court openness poses a serious risk to an important public interest;
 - (b) the order sought is necessary to prevent this serious risk to the identified interest because reasonably alternative measures will not prevent this risk; and
 - (c) as a matter of proportionality, the benefits of the order outweigh its negative effects.⁴⁶
40. The sealing order is being sought to prevent the disclosure of information that PBFC has been advised should be treated as confidential, is under dispute and may be the subject of further legal

⁴⁴ [Alberta Rules of Court, Alta Reg 124/2010](#), r 6.28(b) [Tab 1].

⁴⁵ [Sierra Club of Canada v Canada \(Minister of Finance\)](#), 2002 SCC 41 at para 53 [Tab 13].

⁴⁶ [Sherman Estate v Donovan](#), 2021 SCC 25 [“**Sherman Estate**”] at para 38 [Tab 12].

proceedings. In the circumstances, there are no reasonable alternative measures which could be taken to protect the confidential information.

41. PBFC is not aware of any stakeholders who will be prejudiced by the sealing of the Report and Compliance Memorandum.⁴⁷ Notwithstanding, any party affected by the Sealing Order will be entitled to apply to the Court to vacate, substitute, modify, or vary the terms of the order on seven days' notice.⁴⁸ Accordingly, the salutary effects of sealing such information from the public record greatly outweigh the deleterious effects of doing so under the circumstances.
42. PBFC respectfully submits that the Sealing Order is appropriate in the circumstances and should be granted.

V. CONCLUSION

43. Based on the foregoing, PBFC requests that this Honourable Court grant the Restructuring Officer Order and the Sealing Order.

ALL OF WHICH IS RESPECTFULLY SUBMITTED this 19th day of February 2025.

Cassels Brock & Blackwell LLP

Per: 

Jeffrey Oliver

Counsel for Picture Butte Feeder Cooperative

⁴⁷ Ankermann Affidavit *supra* note 4 at para 46.

⁴⁸ Form of Sealing Order attached as Schedule "C" to the Originating Application filed on February 19, 2025 at para 4.

VI. LIST OF AUTHORITIES

STATUTES

| Tab | Authority |
|-----|-----------|
|-----|-----------|

- | | |
|----|---|
| 1. | <i>Alberta Rules of Court</i>, Alta Reg 124/2010 |
| 2. | <i>Bankruptcy and Insolvency Act</i>, R.S.C. c. B-3 |
| 3. | <i>Companies' Creditors Arrangement Act</i>, RSC 1985, c C-36 |
| 4. | <i>Cooperatives Act</i>, SA 2001, C C-28.1 |
| 5. | <i>Judicature Act</i>, RSA 2000, c J-2 |

ANNOTATED ACT

| Tab | Authority |
|-----|-----------|
|-----|-----------|

- | | |
|----|---|
| 6. | Sarra, Janis, Geoffrey B. Morawetz and L. W. Houlden, <i>The 2021-2022 Annotated Bankruptcy and Insolvency Act</i> , Toronto: Carswell, 2021. |
|----|---|

JURISPRUDENCE

| Tab | Authority |
|-----|-----------|
|-----|-----------|

- | | |
|-----|---|
| 7. | <i>Alberta Health Services v Networc Health Inc.</i>, 2010 ABQB 373 |
| 8. | <i>Blindman Livestock Feeder Co-Op Ltd. (Receiver of) v Snyder</i>, 2005 ABQB 689 |
| 9. | <i>Law Society of Alberta v Higgerty</i>, 2023 ABKB 499 |
| 10. | <i>Paragon Capital Corporation Ltd v Merchants & Traders Assurance Co.</i>, 2002 ABQB 430 |
| 11. | <i>Servus Credit Union Ltd v Proform Management Inc.</i>, 2020 ABQB 316 |
| 12. | <i>Sherman Estate v Donovan</i>, 2021 SCC 25 |
| 13. | <i>Sierra Club of Canada v Canada (Minister of Finance)</i>, 2002 SCC 41 |

ORDERS

| Tab | Authority |
|-----|-----------|
|-----|-----------|

- | | |
|-----|---|
| 14. | <i>In the Matter of the Companies Creditors Arrangement Act</i>, RSC 1985, c C-36, as amended and in the Matter of the Compromise or Arrangement of Griffon Partners Holding Corporation, et al – Court file no. 2401-01422 |
| 15. | <i>In the Matter of the Companies Creditors Arrangement Act</i>, RSC 1985, c C-36, as amended and in the Matter of the Compromise or Arrangement of Lynx Air Holdings Corporation and 1263343 Alberta Inc. dba Lynx Air – Court file no. 2401-02664 |
| 16. | <i>In the Matter of the Receivership of CatalX CTS Ltd. and CatalX Management</i> – Court file no. 2401-00457 |