

Anyone wishing to use the Mark of the Bear must first request it and obtain written authorization from the FNQLEDC. In this Policy, we explain who is eligible to use the Mark, as well as the procedure to follow to request authorization from the FNQLEDC. Anyone using the Bear Mark must agree to abide by the terms and conditions of this Policy and, more specifically, Section 5 on the Bear Mark Terms of Use.

FNQLEDC POLICY ON THE USE OF THE OFFICIAL MARK

Table of contents

| | |
|---|----|
| 1. Purpose and scope of the policy | 2 |
| 2. Definitions | 2 |
| 3. Eligibility criteria | 3 |
| 4. Authorization application procedure | 5 |
| 5. Mark term of use | 6 |
| 6. Register of authorized users | 8 |
| 7. Renewals of authorization and verifications | 8 |
| 8. Violation of this policy | 9 |
| 9. Reconsideration of a decision of the Registrar | 9 |
| 10. Entry into force and amendments of this Policy | 10 |
| APPENDIX – Requested information | 11 |
| 1. Eligible Individual or sole proprietorship | 11 |
| 2. Partnership or joint venture..... | 12 |
| 3. Association, cooperative or non-profit organization..... | 13 |
| 4. Corporation (for-profit legal person)..... | 14 |
| 5. Trust..... | 15 |

FNQLEDC POLICY ON THE USE OF THE OFFICIAL MARK



1. Purpose and scope of the policy

1. The FNQLEDC Policy on the use of the official mark aims to:
 - (a) Set out the principles governing the use of the FNQLEDC mark and for issuing non--exclusive licenses for it;
 - (b) Explain the procedure for applying for authorization to use the mark;
 - (c) State certain conditions to be observed by persons authorized to use the mark;
 - (d) Protect the integrity and value of the mark;
 - (e) Ensure that persons using the mark have genuine Indigenous participation;
 - (f) Ensure the continuous monitoring of the use of the mark.
2. This Policy applies to the mark and to any person who uses the mark, who applies for authorization to use the mark, who has been authorized to use the mark, and their shareholder(s), member(s), owner(s) and partner(s).

2. Definitions

2.1. For the purposes of this Policy:

“*FNQLEDC*” means the First Nations of Quebec and Labrador Economic Development Commission or its authorized representative;

“*Indigenous Community*” refers to a First Nations community;

“*Control*” refers to actual, de facto control;

“Eligible Individual” means an Indigenous Community, a natural person who is a member of an Indigenous Community, or a natural person who is registered as an Indian on the Indian Register;

“*Mark*” means the official mark of the FNQLEDC and any other mark to which the FNQLEDC may decide that this policy must apply:



“*Person*” includes natural persons, legal persons, corporations, trusts, cooperatives, joint ventures, sole proprietorships, associations, Indigenous and non-Indigenous governments, and public bodies;

“*Policy*” refers to this FNQLEDC Policy on the Use of the Official Mark;

“*Registrar*” means the FNQLEDC or any other person designated by the FNQLEDC to act as registrar for the purposes of this Policy;

“*Authorized User*” means a person with valid and current authorization to use the mark under this Policy.

3. Eligibility criteria

3.1. Any person wishing to use the mark must submit an application to the FNQLEDC.

3.2. To be eligible to use the mark, the person must be:

- (a) An Eligible Individual;
- (b) A partnership, including a general partnership, a limited partnership and a joint venture, of which more than fifty percent (50%) of the interest and more than fifty percent (50%) of the control is genuinely held by Eligible Individuals;
- (c) A corporation in which more than fifty percent (50%) of the shares and more than fifty percent (50%) of the control is genuinely owned by Eligible Individuals;
- (d) A cooperative in which more than fifty percent (50%) of the voting members are Eligible Individuals and in which more than fifty percent (50%) of the voting rights are held by Eligible Individuals;

- (e) A not-for-profit association or organization in which more than fifty percent (50%) of the voting members are Eligible Individuals and in which more than fifty percent (50%) of the voting rights are held by Eligible Individuals;
 - (f) A trust in which more than fifty percent (50%) of the interest in the ownership of the trust and more than fifty percent (50%) of the control is genuinely held by Eligible Individuals;
 - (g) An Indigenous Community in Canada or its government, including a band council or tribal council;
 - (h) A person more than fifty percent (50%) of whose interest and more than fifty percent (50%) of whose control is genuinely held by persons who meet the criteria set out in points a) to g) of this section;
 - (i) Otherwise able to demonstrate that they are controlled by Eligible Individuals and that their use of the mark would be justified and consistent with the purposes of this Policy;
 - (j) In addition, for all entities above in points b) to f) and h), more than fifty percent (50%) of the persons on their board of directors or other management committee must be Eligible Individuals and evidence to that effect must be provided, upon request.
- 3.3. In determining whether a person meets the eligibility criteria, the Registrar may consider the purposes of this Policy. In order to determine whether more than 50% of the interest or control is truly held by Eligible Individuals, the Registrar may request and examine any document that they deem relevant, including any partnership agreement, joint venture agreement or shareholder agreement.
- 3.4. A person is not eligible to use the mark if the participation of the Eligible Individuals in the business is not genuine such as in, but not limited to, the following cases, for example:
- (a) The corporate structure serves only to provide contracts, business opportunities or funds to persons who are not Eligible Individuals;
 - (b) Eligible Individuals are excluded from important decisions or from an equitable and proportional participation in the economic benefits of the business.

4. Authorization application procedure

- 4.1. To apply for authorization to use the mark, a person must submit a completed application form to the Registrar through the FNQLEDC website.
- 4.2. The application must be accompanied by:
 - (a) Documentary evidence demonstrating that the person is eligible within the meaning of section 3.2, including the information mentioned in the Appendix;
 - (b) A description of the purposes (goods or services) for which the person is requesting authorization to use the mark;
 - (c) A description of the roles, rights and obligations of the Eligible Individuals within the business;
 - (d) A description of the Eligible Individuals' interest in controlling the person and, if applicable, in the economic benefits of the business;
 - (e) A description of the regions in which the applicant offers its goods or services;
 - (f) A description of the number and proportion of employees who are Eligible Individuals;
 - (g) A declaration signed by an authorized representative and in the form specified by the FNQLEDC, through which they undertake to comply with this policy; and
 - (h) A non-refundable payment of the fee set out in the Appendix.
- 4.3. As proof that a natural person is an Eligible Individual, the Registrar accepts either a letter from the Council of which they are a member or a copy of their official status card.
- 4.4. The Registrar may request any other document or information it deems relevant before making a decision regarding authorization to use the mark.
- 4.5. If a document requested or required under this Policy contains sensitive and confidential business information, the applicant may provide the document in a redacted form provided that the document is accompanied by an affidavit from a director or officer of the person certifying that the redacted portions of the document contain sensitive and confidential business information and do not contain any information relating to the management, control or ownership of the

business or information that could otherwise affect the eligibility of the business to use the mark under this Policy.

- 4.6. To help analyze the authorization application, the Registrar may consult legal advisors or other individuals within the FNQLEDC. Documents provided to the Registrar will only be shared if the Registrar deems it necessary for the purpose of analyzing an authorization application or implementing this Policy.
- 4.7. The applicant authorizes the Registrar, at its sole discretion, to communicate with third parties regarding the application or to validate the information contained in the application.
- 4.8. The Registrar undertakes to comply with all applicable laws concerning the protection of personal and confidential information.
- 4.9. The Registrar undertakes to inform the applicant of their decision in writing.
- 4.10. A person whose application has been rejected by the Registrar cannot submit a new application for a period of 12 months starting from the date of the decision.

5. Mark term of use

- 5.1. Use of the mark without the written authorization of the FNQLEDC is prohibited.
- 5.2. Any Authorized User acknowledges that the FNQLEDC remains the sole owner of the mark and owns, controls and monitors its use, while having the best interests of the Indigenous Communities in mind.
- 5.3. The Authorized User may not authorize the use of the mark by another person or on the products or services offered by another person. Any use of the mark must be associated with the Authorized User and may not be confused with other products or services that come from another person who has not obtained official authorization to use the mark.

- 5.4. Authorization to use the mark remains valid for a period of one year, renewable under the terms of this Policy, as long as the Authorized User continues to meet all of the eligibility criteria provided for in this Policy.
- 5.5. The Registrar may at any time suspend or revoke authorization granted under this Policy, particularly if the Authorized User violates this Policy.
- 5.6. Any use of the FNQLEDC mark must comply with this Policy, including the rules below, and any other FNQLEDC standard or policy.
- 5.7. Anyone who uses the mark agrees not to:
 - (a) Modify the mark in any way;
 - (b) Incorporate the mark into another person's trademark or official mark;
 - (c) Use the mark in conjunction with any other person's trademark or official mark;
 - (d) Incorporate the mark into telephone numbers, URLs, domain names, numerical pseudonyms, etc. that do not belong to the FNQLEDC;
 - (e) Use the mark in a way that violates the law.
- 5.8. Any Authorized User agrees to:
 - a) Use the mark only to indicate that its products or services meet the standard defined by the FNQLEDC regarding the participation of Eligible Individuals as part of their business;
 - b) Comply with the entire user guide and any standard of visual identity issued by the FNQLEDC;
 - c) Immediately cease their use of the mark upon written request from the Registrar (or according to the deadlines established by the Registrar);
 - d) Notify the Registrar within thirty (30) days of any change, including any change in structure or control, that may affect their eligibility to use the mark according to the eligibility criteria established under this Policy and of any change in the information or documents provided as part of the authorization application process.

5.9. The following uses of the mark are prohibited:

- a) Use contrary to the purposes or standards of this policy;
- b) Use associated with activities or entities that may undermine the integrity, reputation or credibility of the FNQLEDC (or of the Indigenous Communities) or misrepresent or distort the FNQLEDC's role;
- c) Use associated with dangerous products, illegal drugs, criminal activity, or products or services of a sexual nature;
- d) Defamatory or discriminatory use against an identifiable group or population;
- e) Use associated with a particular political or religious party or point of view.

6. Register of authorized users

6.1. The Registrar maintains a register containing a list of Authorized Users and relevant information and documents relating to each Authorized User.

6.2. The entire register is not publicly accessible.

6.3. However, the Registrar may establish a public register which contains any or all of the following information:

- (a) The name and contact details of the Authorized User;
- (b) A description of goods or services offered by the Authorized User.

7. Renewals of authorization and verifications

7.1. Each Authorized User must submit a renewal application each year in accordance with the timeframes established by the Registrar in order to maintain their authorization for the following year. Unless otherwise specified, the deadline for submitting an annual renewal application is the end of the calendar month in which the Authorized User obtained their authorization or submitted their last annual renewal application, if applicable.

7.2. The Registrar may also carry out periodic verifications of all or certain Authorized Users to ensure compliance with this Policy. As part of such verification, they may require Authorized Users to provide additional information and documents, including shareholder agreements, partnership agreements and management contracts, to demonstrate their compliance with the Policy.

8. Violation of this policy

- 8.1. The Registrar may, at any time, require an Authorized User to demonstrate compliance with this Policy and set a reasonable deadline for doing so.
- 8.2. If the Authorized User fails to respond within the time limit or if the Registrar determines that they have failed to comply with their obligations under this Policy, the Registrar may immediately revoke the authorization or impose any other reasonable sanction in the circumstances.
- 8.3. Authorization may also be revoked for other reasons such as, but not limited to, the following reasons:
 - a) The Authorized User has failed to comply with their annual renewal obligations;
 - b) The Authorized User has failed to notify the Registrar of any change that may affect their eligibility to use the mark.
- 8.4. If a person makes misrepresentations or fails to disclose information which may affect their eligibility to obtain or maintain an authorization, the Registrar may revoke the authorization of any other person of which the individual responsible for the misrepresentation is a member, owner, partner, or shareholder.

9. Reconsideration of a decision of the Registrar

- 9.1. A person who has been denied authorization or whose authorization has been revoked by the Registrar may request in writing a review of the decision. The request for review must demonstrate factual changes in the person's situation, which justify a modification of the Registrar's decision, or indicate the reasons why the person believes that the Registrar's implementation of the Policy was unreasonable.
- 9.2. The request for review must be submitted to the FNQLEDC within 30 days of its decision and must be accompanied by a payment of \$500. The payment will be refunded if the review request is accepted, and authorization granted.
- 9.3. In general, the FNQLEDC establishes a committee to conduct the review. The committee is made up of three (3) economic development officers who work for three (3) different First Nations in Canada.

9.4. The committee determines whether the implementation of the Policy by the Registrar was reasonable or whether factual changes in the person's situation justify a modification of the Registrar's decision. If the committee upholds the Registrar's decision to deny or revoke authorization, it will provide the person who filed the request for review with a brief written summary of the reasons for its decision.

10. Entry into force and amendments of this Policy

10.1. This Policy is in force starting from May 12, 2022.

10.2. The FNQLEDC reserves the right to modify this Policy at any time without notice.

APPENDIX – Requested information

1. Eligible Individual or sole proprietorship

- 1.1. To apply for authorization as an Eligible Individual or sole proprietorship, the applicant must provide:
- (a) Their home address, business address (if different from home address) and date of birth, if applicable;
 - (b) Adequate evidence within the meaning of section 4.3 that the person is an Eligible Individual (either a letter from their Council or a copy of their status card);
 - (c) A copy of their declaration of registration in the business register of their province, if applicable;
 - (d) Any other document or information that may be requested by the Registrar in order to assess the eligibility of the person under this Policy.

2. Partnership or joint venture

2.1. To apply for authorization as a partnership or joint venture, the applicant must provide:

- (a) The names and addresses of each of the partners;
- (b) A statement signed by a partner or officer of the person describing each partner's share of the assets, profits and losses of the partnership or joint venture;
- (c) A list of all Eligible Individuals who allow the person to be eligible to use the mark, including their home addresses and dates of birth;
- (d) For each Eligible Individual, appropriate evidence within the meaning of section 4.3 that the person is an Eligible Individual (either a letter from their Council or a copy of their status card);
- (e) A copy of their declaration of registration in the business register of their province, if applicable;
- (f) Any other document or information that may be requested by the Registrar in order to assess the eligibility of the person under this Policy, including the partnership or joint venture agreement.

3. Association, cooperative or non-profit organization

- 3.1. To apply for authorization as an association, cooperative or non-profit organization, the applicant must provide:
- (a) Extracts from the by-laws or articles of association which provide for the conditions of membership and the rights of members;
 - (b) A statement signed by an officer or director of the person stating the number and proportion of (i) directors, (ii) officers, (iii) voting members, and (iv) non-voting members, who are Eligible Individuals;
 - (c) A list of all Eligible Individuals who make the person eligible to use the mark, including their home addresses and dates of birth;
 - (d) Upon request by the Registrar, for each Eligible Individual, appropriate evidence within the meaning of section 4.3 that the person is an Eligible Individual (either a letter from their Council or a copy of their status card);
 - (e) A copy of their declaration of registration in the business register of their province, if applicable;
 - (f) Any other document or information that may be requested by the Registrar in order to assess the person's eligibility under this Policy, including a copy of the bylaws, articles of incorporation, or any membership agreement.

4. Corporation (for-profit legal person)

4.1. To apply for authorization as a corporation or for-profit legal person, the applicant must provide:

- (a) A statement signed by an officer or director of the person stating the number and proportion of (i) directors, (ii) officers, and (iii) shareholders, who are Eligible Individuals;
- (b) For any shareholder who is not a natural person and who meets the eligibility criteria in section 3.2, all the documents and information that they would need to provide if they were to directly request authorization;
- (c) For any person incorporated under the Canada Business Corporations Act, a copy of the register of individuals with significant control;
- (d) For persons not incorporated under the Canada Business Corporations Act, a copy of all information that would be included in the register of individuals with significant control if the corporation were incorporated under that Act;
- (e) A list of all Eligible Individuals who make the person eligible to use the mark, including their home addresses and dates of birth;
- (f) For each Eligible Individual, appropriate evidence within the meaning of section 4.3 that the person is an Eligible Individual (either a letter from their Council or a copy of their status card);
- (g) A copy of their declaration of registration in the business register of their province, if applicable;
- (h) Any other document or information that may be requested by the Registrar in order to assess the person's eligibility under this Policy, including a copy of the bylaws, articles of incorporation, register of shareholders, an organization chart illustrating the corporate structure, or any agreement between shareholders.

5. Trust

5.1. To apply for authorization as a trust, the applicant must provide:

- (a) A statement signed by a trustee of the person indicating the number and proportion of (i) trustees and (ii) beneficiaries, who are Eligible Individuals;
- (b) A copy of the trust indenture;
- (c) A list of all Eligible Individuals who make the person eligible to use the mark, including their home addresses and dates of birth;
- (d) For each Eligible Individual, appropriate evidence within the meaning of section 4.3 that the person is an Eligible Individual (either a letter from their Council or a copy of their status card);
- (e) Any other document or information that may be requested by the Registrar in order to assess the eligibility of the person under this Policy.