

Schedule "A"



Ex 2 Date Apr 26/17
Exam of HA
HB
Tom Bruce
Court Reporter

Settlement Agreement

**Michelle Ha and Bruneau Real Estate Inc.
operating as Canadian Corporate Real Estate Services**

and

The Staff of The Manitoba Securities Commission

**The Manitoba Securities Commission
500 – 400 St. Mary Avenue
Winnipeg, Manitoba
R3C 4K5**

Securities Division

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A DIVISION OF THE MANITOBA FINANCIAL SERVICES AGENCY



THE MANITOBA
SECURITIES
COMMISSION

SETTLEMENT AGREEMENT

A. Introduction

- A1. By way of a Notice of Hearing to be issued ("NOH"), The Manitoba Securities Commission ("Commission") will give notice of its intention to hold a hearing to consider whether pursuant to The Real Estate Brokers Act ("REBA") it is in the public interest for the Commission to make an order approving the settlement agreement contained herein entered into between staff of the Commission ("Staff") and Michelle Ha and Bruneau Real Estate Inc. operating as Canadian Corporate Real Estate Services ("Settlement Agreement").
- A2. Discussions have been held between Michelle Ha ("HA") and Bruneau Real Estate Inc. operating as Canadian Corporate Real Estate Services ("CCRES"), collectively referred to as the respondents, and Staff in an effort to settle all issues in connection with an enforcement matter in respect of conduct or alleged conduct of the respondents in relation to the facts set out in Part B. of this Settlement Agreement ("Enforcement Matter"). A settlement of the Enforcement Matter has been reached based on the terms and conditions set forth in this Settlement Agreement.
- A3. Pursuant to the settlement, Staff agree to recommend to the Commission that the Enforcement Matter against the respondents be resolved and disposed of in accordance with the terms and conditions of this Settlement Agreement as set forth below. The respondents consent to the settlement and to the making of the consent order referred to in Part D. below, on the terms and conditions set forth in this Settlement Agreement.

B. Statement of Facts

- B1. At all material times, CCRES was HA's employing broker.
- B2. HA was first registered as a salesperson under REBA on January 12, 2016.
- B3. Unless renewed, HA's registration was to expire at the end of one year. No application for renewal of HA's registration was received by the Commission in time.
- B4. On January 12, 2017, HA's registration was suspended for failure to renew.
- B5. On January 18, 2017, HA and CCRES completed an Application for registration for HA as a salesperson under REBA on behalf of CCRES as employing broker.

- B6. On January 18, 2017, the Application for registration was received by the Commission.
- B7. On January 19, 2017, HA was again registered as a salesperson under REBA with CCRES.
- B8. During the period from and inclusive of January 12, 2017 to and including January 18, 2017 (7 days), HA, in the employ of CCRES, continued to act as a real estate salesperson engaging in real estate transactions, including writing offers on two properties, booking showings for six properties and proceeding with five showings of four properties, receiving plans from another agent and taking clients to meet with a builder's sales representative resulting in the clients signing a contract to buy a property. Ultimately, the aforementioned contract was not accepted. The two offers however did result in gross commissions to HA of almost \$15,000.00.
- B9. In addition to the foregoing activity, also during the period of no registration, HA received and responded to feedback requests on three properties.

C. Acknowledgements

- C1. HA acknowledges and agrees that:
- (a) by operation of subsection 11(4) of REBA, during the period of suspension, HA was not registered under REBA;
 - (b) she acted contrary to subsection 3(4) of REBA by engaging in real estate trades or transactions without registration during the period of suspension in 2017;
 - (c) she acted contrary to subsection 11(4) of REBA by receiving commissions and/or fees while her registration was suspended.
- C2. CCRES acknowledges and agrees that:
- (a) by operation of subsection 11(4) of REBA, during the period of suspension of HA's registration, HA was not registered under REBA;
 - (b) CCRES acted contrary to subsection 24(1) of REBA by continuing to permit HA to engage in real estate trades or transactions in its employ as a salesperson without registration and by paying to her commissions related to unregistered activity;
 - (c) CCRES acted contrary to subsection 11(4) of REBA by receiving

commissions and/or fees while HA's registration was suspended.

C3. Staff acknowledges that HA and CCRES have been co-operative in the completion of this matter.

D. Terms of Settlement

D1. In order to effect a resolution of the issues raised by the Enforcement Matter, Staff and the respondents have entered into this Settlement Agreement. Upon this basis, Staff seek an order ("Consent Order") from the Commission pursuant to subsection 11(1) of REBA that it is in the public interest that:

- (a) the Settlement Agreement be approved;
- (b) HA make a payment to the Treasury of the Province of Manitoba in the amount of \$3,000.00 to be paid within seven days of the date of this order;
- (c) CCRES make a payment to the Treasury of the Province of Manitoba in the amount of \$750.00 to be paid within seven days of the date of this order.

E. Procedure for Approval of Settlement

E1. The approval of this Settlement Agreement and the making of the Consent Order set out in this Settlement Agreement shall be sought at a public hearing pursuant to the NOH to be issued.

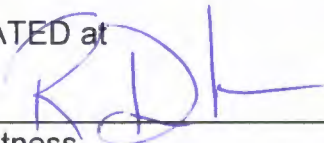
E2. Staff and the respondents agree that if this Settlement Agreement is approved by the Commission, it will constitute the entirety of the evidence to be submitted to the Commission in connection with the Enforcement Matter and the respondents hereby waive their respective rights to a full hearing and appeal of this matter.

E3. If, for any reason whatsoever, this Settlement Agreement is not approved by the Commission or the Consent Order referred to in Part D. above is not made by the Commission, Staff will be entitled to proceed with whatever steps it is entitled by law to take, including but not restricted to the commencement of a hearing before the Commission, unaffected by this Settlement Agreement or the settlement discussions. In the event that such steps are taken, the respondents shall have all the usual rights of an individual subject to such proceedings. If this Settlement Agreement is not approved or the Consent Order set out in Part D. above is not made by the Commission, the terms of this Settlement Agreement shall remain confidential and will not be raised in this or any other proceeding and any

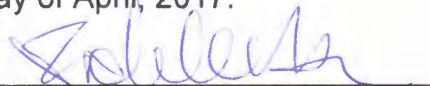
admissions contained in this Settlement Agreement shall be considered as without prejudice communications and in furtherance of settlement discussions, which will not be binding upon the parties and which will be inadmissible in any proceeding whatsoever.

- E4. Staff and the respondents agree that if this Settlement Agreement is approved by the Commission and the Consent Order made upon the terms set out in this Settlement Agreement, this Settlement Agreement will be a public document.
- E5. Each of the respondents agree that he/it will not raise in any proceeding this Settlement Agreement or the negotiation or process of approval of this Settlement Agreement as a basis for an attack on the Commission's jurisdiction, alleged bias, alleged unfairness or any other challenge that may be available.
- E6. If this Settlement Agreement is approved by the Commission and the Consent Order is made upon the terms set out in this Settlement Agreement, neither Staff nor the respondents will make any statement inconsistent with this Settlement Agreement.

DATED at _____, Manitoba, this _____ day of April, 2017.

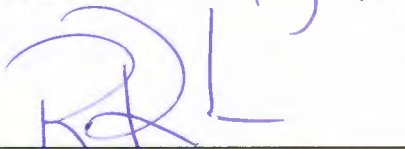


 Witness

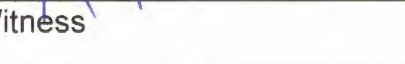


 Michelle Ha

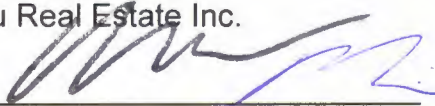
DATED at Winnipeg, Manitoba, this 24 day of April, 2017.



 Witness

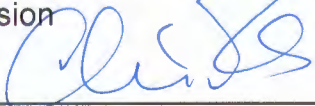


 Witness

Bruneau Real Estate Inc.
 per: 

 (authorized signatory)
Michael Bruneau
 name of signatory (please print)
Broker CCRES
 position of signatory

DATED at Winnipeg, Manitoba, this 25th day of April, 2017.

Staff of the Manitoba Securities
 Commission
 per: 

 Director