

WRITER'S E-MAIL dnoel@rmrf.com

WRITER'S DIRECT PHONE (780) 497-3366

YOUR FILE

OUR FILE 104859-003-DRN

January 6, 2009

**FAX: 780-998-5299**

Attn: Cst. Darcy Swabey  
Royal Canadian Mounted Police  
9901 90th Street  
Fort Saskatchewan, AB  
T8L 3T1

Dear Sir:

**Re: Complaint by Gilles Filiatreault and Jabneel Companies**

Further to our telephone conversation, I am writing to confirm certain matters that we discussed.

In late 2006, my firm (and more specifically, myself) was retained by companies known as Jabneel Construction Inc. and Jabneel Development Inc. in order to act for them. The Jabneel companies were proposing to enter into development and purchase agreements involving the Town of Lamont. I started acting for the Jabneel companies. One of the principals of the Jabneel companies is a Mr. Gilles Filiatreault.

In the spring of 2007, (and to the best of my recollection some time in May, 2007), I was contacted by Mr. Filiatreault by telephone. Mr. Filiatreault indicated to me that a request had been made by the manager of the Town of Lamont, Mr. Tom Miller, to pay "referral fees" in return for Mr. Miller referring potential purchasers of lots being developed by the Jabneel companies. Mr. Filiatreault asked me if this was legal in Alberta and what my thoughts were on the matter. I indicated I would give the matter some thought. We then discussed same in a face to face meeting with Mr. Filiatreault (who was accompanied by a Mr. John Lamer, who is not a shareholder or director of the Jabneel companies but who has a relationship to it as a real estate agent). In those discussions, I indicated to Mr. Filiatreault that I was very concerned and indeed worried about this proposal. First, at a general level, I indicated that the "appearance" of such payments would look bad if discovered. Second, I further indicated that I was extremely concerned that the payments could be construed as some type of "bribery" of a municipal official, and that there were provisions in the Criminal Code of Canada which made such payments illegal. For that reason, my recommendation was not to enter into such an arrangement unless and until the matter was openly disclosed to the Town Council of the Town

of Lamont, and approved by Town Council. If openly disclosed to and not objected to by Town Council of the Town of Lamont, I then indicated that I did not think that any offence would be occurring and such an arrangement could then be put into place. I understood from the discussion we had at this time in May of 2007 that the matter would either not be pursued, or it would be indicated to Mr. Miller that the Jabneel companies were only prepared to consider this if somehow it could be done with the approval of Town Council.

Some time later in the year of 2007 (I believe it is towards the end of September, 2007), I was again contacted by my client, Mr. Filiatreault. He indicated that the issue of the "referral payments" had arisen again. I was asked to really reconsider the matter and the possibility of such referral payments being made. There was a discussion about such referral payments being made through Mr. John Lamer, by him sharing some of his real estate commissions with Mr. Miller. I further thought about it. I consulted with one of the municipal experts in our office, Sheila McNaughtan. Based on that review, and discussions, I again came to the same conclusions I had arrived at in the early part of the year: First, that such payments if hidden but then discovered would have the "appearance" of some type of improper conduct; Second, there was a real risk that such payments, even if done through Mr. Lamer, would constitute some kind of offence under the Criminal Code. I so advised Mr. Filiatreault and strongly recommended that no such arrangement be entered into.

Some time later in early December, 2007, the issue somewhat indirectly arose again from my perspective. I was away on vacation at that time but in the first few days of my vacation listened to my telephone messages via voice mail. I discovered that Mr. Filiatreault had tried to reach me on the telephone and apparently had forgotten to shut off the telephone as the recording on my telephone continued to record a conversation occurring at his end. Apparently at his end someone else was with him discussing the matter. I think it may have been Mr. Lamer. The conversation seemed to go on for a few minutes and seemed to indicate that again the issue of making payments to Mr. Miller had arisen and that Mr. Filiatreault continued to be very worried about same and would not approve same unless I was able to give my approval to same.

Subsequently to this, during 2008, there were one or two occasions where Mr. Filiatreault raised the issue of the relationship with Mr. Miller and the requested referral payments. My constant position was that such payments were highly questionable unless done openly and with the consent of the Town Council of the Town of Lamont, and I was not prepared to recommend same.

That has been the extent of my involvement with the matter. I did not ever have any direct discussion with Mr. Tom Miller, or any other official of the Town of Lamont. My involvement has been in response to requests for advice from my client as to the matter and the discussions and advice I gave as outlined above.

If you require any further information or clarification of the above, please do not hesitate to contact the undersigned.

Yours truly,

**REYNOLDS, MIRTH, RICHARDS & FARMER LLP**

PER:

A handwritten signature in blue ink, appearing to read "D. Noël", with a long horizontal line extending to the right.

DENIS R. NOËL, Q.C.  
DRN/ras



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## FACSIMILE COVER SHEET

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**DATE:** January 6, 2009

**DELIVER TO:** Cst. Darcy Swabey  
RCMP, Ft. Saskatchewan  
(780) 998-5299

**FILE NO:** 104859-003-DRN  
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**RESPONSIBLE PERSON:** DENIS R. NOËL, Q.C.  
**DIRECT TELEPHONE LINE:** (780) 497-3366

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MESSAGE:

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