

EXEMPTION DECISION 25-01

Lindsay Matthews (British Columbia Ferry Services Inc.)

September 15, 2025

SUMMARY: The applicant served as the Vice President, Customer Experience and Public Affairs of the Insurance Corporation of British Columbia (ICBC) from 2018 to 2023. In 2023, the applicant was appointed as the Vice President, Public Affairs and Marketing of British Columbia Ferry Services Inc. (BC Ferries) under a secondment agreement with ICBC. The applicant was not subject to the two-year prohibition on lobbying by former public office holders during her secondment. The applicant began working exclusively for BC Ferries in August of 2025 and has applied for an exemption to the two-year prohibition on lobbying by former public office holders under s. 2.3 of the *Lobbyists Transparency Act*. The prohibition's purpose is preventing individuals from marketing information and relationships gained at public expense for private advantage. To the extent BC Ferries may gain an advantage from the proposed lobbying activity, the public would be the ultimate beneficiary because the provincial government is the sole owner of BC Ferries. Under these circumstances, the Registrar found that it is in the public interest to grant the applicant an exemption from the two-year prohibition on lobbying.

Statutes Considered: *Lobbyists Transparency Act*, SBC 2001, c 42: ss. 1, 2.2, 2.3; *Lobbyists Transparency Regulation*, BC Reg 235/2019: s. 2, Appendix; *Coastal Ferry Act*, SBC 2003, c 14.

Authorities Considered: Exemption Decision 24-01; Exemption Decision 23-01; Exemption Decision 22-01; Exemption Decision 18-01.

BACKGROUND

[1] British Columbia Ferry Services Inc. (BC Ferries) has applied, under s. 2.3 of the *Lobbyists Transparency Act*, SBC 2001, c 42 (LTA),¹ on behalf of its employee, Lindsay Matthews (the applicant), for an exemption from the two-year prohibition on lobbying by a “former public office holder” imposed by s. 2.2.

[2] The applicant served as the Vice President, Customer Experience and Public Affairs of the Insurance Corporation of British Columbia (ICBC) from 2018 to 2023. In September of 2023, the applicant was appointed to the position of Vice President, Public Affairs and Marketing of BC Ferries under a secondment agreement between BC Ferries and ICBC.

[3] BC Ferries consulted my office, the Office of the Registrar of Lobbyists (ORL), about possible consequences under the LTA arising from the applicant’s secondment. After considering the unique circumstances of the applicant’s secondment to BC Ferries, the ORL advised BC Ferries that the applicant was a “public office holder” for the purposes of the LTA because she continued to be an employee of ICBC under the secondment agreement. Therefore, the applicant was not a former public office holder during her secondment and was not prohibited from lobbying under s. 2.2. The applicant registered with the ORL as a consultant lobbyist to report the lobbying she performed on behalf of BC Ferries during her secondment.

[4] The applicant began exclusively working full-time for BC Ferries in August of 2025 and is no longer employed by ICBC in any capacity. Consequently, BC Ferries now applies to exempt the applicant from the prohibition on lobbying by former public office holders.

[5] I received written submissions made on behalf of the applicant by the General Counsel and Corporate Secretary of BC Ferries. For the purposes of this decision, any references to the “applicant” refer to the General Counsel and Corporate Secretary’s submissions that were made on the applicant’s behalf.

DISCUSSION***Overview of the LTA’s Scheme***

[6] The overarching purpose of the LTA is to ensure the lobbying of elected officials and other public office holders in British Columbia is transparent. The LTA regulates two

¹ In this Decision, all sectional references refer to the LTA unless otherwise indicated.

kinds of individuals who undertake the work of lobbying activity: in-house lobbyists and consultant lobbyists.²

[7] The LTA defines the term “lobby,” in relation to any lobbyist, as “to communicate with a public office holder in an attempt to influence” a range of activities. These include the development or enactment of legislation, establishment of programs or policies, awarding of contracts, sale of assets, and outsourcing of services. Also included is the act of “arranging a meeting between a public office holder and any other individual for the purpose of attempting to influence” any of the matters referred to above. The above activities in the definition of “lobby” are themselves defined as “lobbying activity.”³

[8] In past decisions, my predecessor and I determined that the LTA applies to the activities of BC Ferries because there is no specific exemption under the LTA that applies to it, notwithstanding the fact that it is a corporation that is wholly owned by the Province of British Columbia.⁴ I agree with the analysis in those past decisions and find that the LTA applies to BC Ferries in this application.

Overview of the Two-Year Rule

[9] As I will explain below, the LTA prohibits certain former public office holders from lobbying for a two-year period (referred to below as the “two-year rule”).

[10] Sections 2.2 and 2.3 of the LTA establish the two-year rule and my authority to grant an exemption from it:

2.2 Subject to section 2.3, a person who is a former public office holder must not lobby, in relation to any matter, for a period of 2 years after the date the person ceased

(a) to be a member of the Executive Council,

(a.1) to be an individual employed in a current or former office of a current member or former office of a former member of the Executive Council,

(b) to be a parliamentary secretary, or

(c) to occupy a position referred to in paragraph (c) of the definition of “former public office holder”.

² ED 24-01, 2024 BCORL 4 (CanLII) [ED 24-01] at paras 4-5; ED 23-01, 2023 BCORL 3 (CanLII) [ED 23-01] at paras 4-5.

³ LTA at s 1.

⁴ ED 24-01 at para 8; ED 23-01 at paras 17-20.

2.3 (1) If the registrar is satisfied that it is in the public interest, the registrar may, on request and on any terms or conditions the registrar considers advisable, exempt a person from a prohibition set out in section 2.1 (2) or 2.2.

(2) If the registrar grants an exemption under subsection (1), the registrar must enter the following into the registry:

- (a) the terms or conditions of the exemption;
- (b) the registrar's reasons for granting the exemption.

[11] The purpose of the two-year rule is to prevent a form of undue influence, that is, individuals marketing information and relationships that were formed at public expense for a private advantage.⁵

[12] Previous decisions of my office have held that a private interest is one that relates to an individual interest or the interest of a small or narrowly defined group of people. In contrast, a public interest is an interest shared by the entire public or a significant segment of it, or that which provides a benefit or advantage to the whole community.⁶

[13] The two-year rule does not prevent a “former public office holder” from finding employment or pursuing business opportunities. A former public office holder can still exploit the knowledge, expertise, and relationships that they have acquired at public expense over the years. The two-year rule only prohibits a former public office holder from lobbying for the two-year period it applies.⁷

Basis for the Applicant's Request

[14] BC Ferries argues that granting an exemption is in the public interest because the applicant is moving from one government-owned body to another, which it says is analogous to the situation in Exemption Decision 23-01.⁸

[15] BC Ferries explains that the applicant would not be seeking a private advantage by attempting to influence the government on BC Ferries' behalf because BC Ferries is run for the benefit of, and ultimately owned by, the provincial government. BC Ferries' position is that the public is the ultimate beneficiary of any proposed lobbying activity by the applicant.⁹

⁵ *ED 23-01* at paras 14-15, citing the Attorney General at British Columbia Legislative Assembly, *Hansard*, No. 38 at 3:30 P.M., (Hon. D. Eby).

⁶ *ED 23-01* at paras 16; *ED 18-01*, 2018 BCORL 2 (CanLII) [*ED 18-01*] at para 31.

⁷ *ED 24-01* at para 13; *ED 18-01* at para 19.

⁸ BC Ferries' submission at p 2.

⁹ BC Ferries' submission at p 3.

[16] Additionally, BC Ferries argues that the applicant's previous role at ICBC is unrelated to her current position, and that no relationships acquired while at ICBC will be used in the proposed lobbying.¹⁰

Analysis and Findings

Is the applicant a "former public office holder"?

[17] The first step of the analysis is to determine whether the applicant is a former public office holder who is subject to the two-year rule.

[18] In this matter, the applicant held the position of "Vice President, Customer Experience and Public Affairs" at ICBC before beginning her secondment term at BC Ferries. As mentioned above, the applicant continued to be an employee of ICBC during her secondment.

[19] Section 1 of the LTA defines the term "former public office holder".¹¹ The relevant part of the definition includes, within the meaning of that term:

(c) any individual who formerly occupied

...

(iii) a prescribed position in a Provincial entity;

[20] In addition, s. 2 of the *Lobbyist Transparency Regulation* (the Regulation) states the following:¹²

2 (1) For the purposes of paragraph (c) (iii) of the definition of "former public office holder" in section 1 (1) [*interpretation*] of the Act, the following positions in a Provincial entity are prescribed:

(a) the most senior or next most senior ranking executive position of a Provincial entity listed in the Appendix of this regulation;

...

(2) If more than one individual formerly occupied a position that is equivalent to a position referred to in subsection (1) (a) or (b), each of those individuals is deemed to have occupied the position referred to in that subsection.

¹⁰ *Ibid.*

¹¹ LTA, at ss 2.2 and 2.3.

¹² Lobbyists Transparency Regulation, BC Reg 235/2019 at s 2.

[21] Finally, the Appendix of the Regulation names ICBC as a Provincial Entity.¹³

[22] BC Ferries does not discuss the rank structure of executive positions at ICBC in its submission. It is unclear to me whether the applicant's former position of "Vice President, Customer Experience and Public Affairs" is the only next-most senior ranking executive position after the President, or whether that position has the same seniority as other Vice Presidents at ICBC. Notwithstanding this ambiguity, BC Ferries does not argue that the two-year rule is inapplicable to the applicant. Moreover, the fact that BC Ferries requests an exemption indicates that it believes the applicant meets the definition of a former public office holder.

[23] Taking these circumstances into consideration, I am satisfied that the applicant's former position was a "next-most senior ranking executive position" and that this position is, at minimum, equal in seniority and rank to the other Vice Presidents at ICBC. Therefore, under s. 2(2) of the Regulation the applicant is deemed to have occupied this position despite the existence of other Vice President positions at ICBC.

[24] Consequently, I find that the applicant is a former public office holder.

Should the applicant be exempted from the two-year rule?

[25] Having determined that the applicant is a former public office holder, I must now decide whether to grant an exemption to the two-year rule.

[26] In order to grant the applicant's request for an exemption under s. 2.3(1), I must be satisfied that doing so is in the public interest while additionally applying any terms or conditions that I consider advisable.

[27] When considering whether to grant an exemption from the two-year rule, past decisions have identified the following non-exhaustive list of factors:¹⁴

- The type and duration of the position the applicant previously held under s. 2.2 of the LTA;
- The length of time since that position concluded;
- The nature of the proposed undertaking to lobby, including the client and the target(s) of lobbying;
- How the public can be assured that no information or relationships acquired in the previous position will be used in the proposed lobbying;
- Why the particular lobbyist, as distinct from some other lobbyist, is proposing to

¹³ *Ibid.*, at Appendix, item 40.

¹⁴ ED 23-01 at paras 25-26; ED 22-01, 2022 BCORL 1 (CanLII) at para 24.

carry out the lobbying;

- How the public will benefit from lobbying activity by the applicant;
- Any terms and conditions that might be proposed that would satisfy the Registrar that an exemption would be in the public interest.

[28] However, BC Ferries argues that it is not necessary to consider these factors in a detailed analysis. It explains that the premise underlying these factors, being the Legislature's desire to prevent individuals from marketing information and relationships gained at public expense for private advantage, is not present because the applicant is moving from one government-owned body to another.¹⁵

[29] In my view, the situation in this matter is analogous to the circumstances in Exemption Decision 23-01. Like the present case, the applicant in that matter moved from a position with ICBC to a position with BC Ferries. My predecessor granted the applicant's request for an exemption from the two-year rule, primarily for the following reasons:¹⁶

[27] The facts of this application are unique because the individual seeking an exemption is not moving from a government body to the private sector but rather from one government-owned body to another. This renders it unnecessary to assess the factors . . . because the premise underlying them is not present here. Whatever its elaborate structure, any attempt by the applicant to influence government on BC Ferries' behalf could not be characterized as seeking a "private advantage." The applicant's circumstances can be clearly differentiated from past exemption seekers who have moved from governmental bodies to private organizations ranging from industry associations to non-profit charities. BC Ferries . . . is fundamentally different because it is run for the benefit of, and, ultimately owned by, the people of the province through its share structure. To the extent BC Ferries might be said to gain advantage from the proposed lobbying activity, the public should be the ultimate beneficiary.

[30] In addition to the principles discussed above, my predecessor also considered the fact that BC Ferries only pays dividends to the province, is required to publicly disclose detailed financial and operational information and does not set remuneration for its executives or directors above limits established by the BC Ferry Authority.¹⁷

[31] Finally, I also consider it relevant that BC Ferries is subject to the *Coastal Ferry Act* which is legislation that imposes a higher level of oversight and financial accountability than what is required of most privately-owned corporations.¹⁸

¹⁵ BC Ferries' submission at p 3.

¹⁶ ED 23-01 at para 27.

¹⁷ ED 23-01 at Footnote #13.

¹⁸ *Coastal Ferry Act*, SBC 2003, c 14.

[32] I find that these principles apply to the request that I am considering in the present matter. Ultimately, the public will be the ultimate beneficiary of any lobbying the applicant performs on behalf of BC Ferries. Therefore, I find that it is in the public interest to grant BC Ferries' application under s. 2.3.

CONCLUSION

[33] For the reasons set out above, I am satisfied that it is in the public interest to exempt the applicant from the two-year prohibition on lobbying established under s. 2.2 of the LTA.

[34] As a condition for granting this exemption under s. 2.3, the applicant must ensure that Exemption Decision Number ED 25-01 is included, in all Registration Returns in which the applicant is registered as a lobbyist, until August 22, 2027. Failure to comply with this condition will render this Exemption Decision null and void.

Date: September 15, 2025

ORIGINAL SIGNED BY

Michael Harvey
Registrar of Lobbyists for British Columbia