



LET RIGHT PREVAIL

The Law Society of  
Upper Canada

Barreau  
du Haut-Canada

# 1999 ANNUAL REPORT

**The Law Society of**

**Upper Canada**

**exists to govern**

**the legal profession**

**in the public interest**





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## INTRODUCTION

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### THE LAW SOCIETY OF UPPER CANADA

Formed on July 17, 1797, and incorporated in 1822, the Law Society of Upper Canada is the organization responsible for governing Ontario's legal profession in the public interest. The Law Society educates, admits and regulates the province's lawyers.

The Law Society's affairs are governed by directors known as benchers – most of whom are lawyers elected by the profession and some of whom are non-lawyers appointed by the provincial government.

Amendments to the *Law Society Act*, which came into force on February 1, 1999, were the culmination of many years of study and effort by benchers and Law Society staff. The amendments reform the Law Society's regulatory processes and expand its competence mandate.

### THE ROLE STATEMENT OF THE LAW SOCIETY OF UPPER CANADA

The Law Society of Upper Canada exists to govern the  
legal profession in the public interest by:

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ensuring that the people of Ontario are served by  
lawyers who meet high standards of learning, competence  
and professional conduct; and

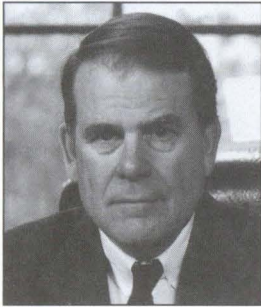
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upholding the independence,  
integrity and honour of the legal profession;

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for the purpose of advancing the cause of justice  
and the rule of law.





This past year saw the election of a new group of benchers and the appointment of a number of new lay benchers. It is a singular honour and privilege for me to serve as Treasurer with such a talented group of lawyers and others from across the province. All of us were sorry to lose the considerable talents of Her Excellency, the Right

Honourable Madam Adrienne Clarkson, as a newly appointed lay bencher, but were delighted with her appointment as Governor General of Canada.

As we leave the twentieth century we are in a period with a strong focus on the future. As we move forward, we will continue to concentrate on our core values which lie at the heart of this great profession. No matter what the changes are that we face in terms of technology and the different kinds of delivery of legal services and related issues, I am confident that we will continue to preserve our professionalism, our collegiality and our promotion of access to justice for people in all walks of life.


The *Law Society Act* amendments, proclaimed in force in 1999, introduced a number of important changes and additions to the Law Society's mandate. Significant among these changes is the expansion of the Law Society's authority and obligation to regulate competence. A consultation paper on this issue has been prepared by the Professional Development and Competence Committee which sets out a number of competence models. Receiving input from our members will help the Law Society determine the appropriate course to follow and enable us to take a leadership role for the profession in maintaining our standards of competence.

One of my first tasks as Treasurer was to hold regional meetings across the province, meeting directly with lawyers to hear first-hand their concerns and ideas. I am proud to say much of what I heard is reflected in the many initiatives which are taking place in the Law Society today.

During 1999, we created the Paralegal Task Force which presented its report to Convocation in March 2000. The Task Force commissioned the most detailed research study to date on paralegal activity. The study and recommendations approved by Convocation for the regulation of paralegals were passed on to assist the Honourable Peter Cory in his task of making recommendations to the Attorney General. The regulation of paralegal activity in Ontario is clearly a significant issue for the public in ensuring that only those who are competent to provide such services are permitted to do so.

After hearing from numerous lawyers on the poor condition of many of Ontario's court houses we established a task force to look into the situation and to report to Convocation. The goal of the task





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force on court house facilities is to complete an inventory of issues which need addressing, and present a report to the Attorney General for his consideration.

We are also reaching out to lawyers with a Continuing Legal Education program, Sole Practices and Smaller Firms: Surviving to Thriving. This program is being offered in regional centres across Ontario to assist smaller firm practitioners. The price of the program has been kept especially low to encourage maximum access.

The Task Force on the Review of the Rules of Professional Conduct laboured long and hard in 1999 and will be reporting to Convocation in the spring of 2000. The mandate of the Task Force was to examine the Rules and redraft them in a way that would continue to protect the public and provide guidance to lawyers in their day-to-day activities. Again, with the assistance of input from our members, the profession will have the benefit of an improved set of Rules.

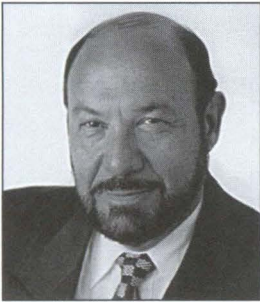
The last year saw the Law Society give up its administration of the Ontario Legal Aid Plan. The Law Society's stewardship of the Plan for some 32 years is a legacy of which we can be rightfully proud. We continue to play a significant role in legal aid through representation on the Board of Legal Aid Ontario.

I am pleased to observe from our financial statements that the Law Society is on a sound economic footing. We have achieved significant savings. I am also pleased that we have taken steps to improve our communication efforts to better serve the public and our membership by making services and information available more quickly and easily. While we have a way to go yet, the Client Service Centre is now in full operation, and we have revamped the Ontario Lawyers Gazette which will keep lawyers better informed about what the Law Society is doing and how its actions affect them. This effort will continue as a priority of Convocation.

In summary, I believe that 1999 was a good year for the legal profession and the Law Society. We are already into the year 2000 and we are confident that we are on the right track in carrying out our mandate to govern the profession in the public interest by, among other things, upholding the independence, integrity and honour of the legal profession.

*Rae P. Lemkow*





Nineteen ninety-nine marked an important milestone in our restructuring efforts at the Law Society of Upper Canada. In last year's Annual Report, I referred to Project 200 and our restructuring plan to achieve service excellence and enhance organizational efficiency. This year, I am pleased to report that much of the implementation has been completed, and we now have a cost-effective infrastructure in place that can provide value-added services and resolve complaints more quickly.

#### FINANCIAL HIGHLIGHTS

For the year ended December 31, 1999, I am pleased to report a surplus of \$1.9 million in the *General Fund*. The surplus in 1999 results primarily from the utilization of funding accumulated for the restructuring and technology initiatives. Total revenues of \$43.6 million compare to \$45.7 million last year, reflecting the annual fee decrease. On the Balance Sheet, total liabilities decreased by \$1.6 million, mainly attributable to the elimination of amounts owing to the Legal Aid Plan (1998: \$3.1 million). This is consistent with the Law Society fulfilling its obligations under the *Legal Aid Act* and related Memorandum of Understanding.

The *Lawyers Fund for Client Compensation* is reporting a surplus for the year of \$822,000, increasing the accumulated Fund Balance to \$12.4 million. This result is due to the positive trend of a reduced number of claims being reported in 1999, combined with payments made from the fund for which a claims provision had already been made.

The *Combined Errors and Omissions Fund* reported a \$69.2 million accumulated surplus as at December 31, 1999, a continuing improvement from the \$43.7 million accumulated surplus as at December 31, 1998.

All of this is good news for our members, who benefit directly from our sound financial position. In 1999, general membership fees were reduced by \$425 and the Lawyers' Professional Indemnity Company (LPIC) base insurance premium by \$1,000. In preparing for 2000, this allowed us to balance our desire to hold the line on members' annual fees, and to maintain the programs and services central to our mandate.

#### OPERATIONAL HIGHLIGHTS

On the operational side, we have made great strides in providing value to our members and the public. In July, we launched a *Client Service Centre*. Members of the public and the profession, as well as

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students, now have a single entry point for information and services. More specifically, the Centre,

- performs a front line public relations function, receiving calls, staffing a walk in window, and providing general information about the Law Society's programs;
- conducts the initial assessment of complaints to determine whether they can be handled immediately by the Centre's staff, or must be forwarded to the Regulatory Division;
- maintains and updates member files, and offers membership information and services such as status adjustments and fee information;
- administers the Law Society's Lawyer Referral Service; and
- conducts basic surveys.

The Centre works closely with the *Regulatory Division* of the Law Society, to fulfil our obligation to regulate the profession in the public interest under the *Law Society Act*. Amendments to this Act, proclaimed in February 1999, contributed to the restructuring of regulatory operations, consolidating most activities into three departments: Advisory and Compliance Services, Investigations and Discipline.

*Advisory and Compliance Services* is now able to deal more effectively with complaints by using techniques such as alternative dispute resolution and direct communication between the member and the client. Specifically, Advisory and Compliance Services,

- provides guidance and advice to members in response to inquiries on a wide range of practice-related concerns;
- resolves complaints that would not usually lead to disciplinary action;
- ensures compliance with orders and undertakings;
- ensures administrative compliance with a number of statutory requirements such as requalification; and
- initiates spot and focussed audits to ensure compliance with our financial record keeping requirements.

We implemented a multi-disciplinary approach in *Investigations*. Teams consisting of team leaders, investigation counsel, auditors and investigation officers are being formed to quickly and effectively deal with all cases. A total of six investigations teams will be in place in 2000, with one that is fully bilingual and based in Ottawa to serve the Francophone community.

There have not been any significant changes in the way the *Discipline Department* operates. However, discipline proceedings authorized after the amendments to the *Law Society Act* came into force, no longer go to Convocation for decision. Hearing Panels now make final orders.



The *Policy Secretariat* continued to assist Convocation in developing policies related to the governance of the legal profession. Significant among those policies in 1999 was the ongoing work regarding amendments to the Law Society's Rules of Professional Conduct, the development of a competence mandate and a regulatory scheme for multi-disciplinary practices.

In 1999, changes were also made in *Education*. After considerable research and consultation, the Law Society developed a new model for the Bar Admission Course. The new model will allow individuals to be called to the bar in less time after the completion of their law degree.

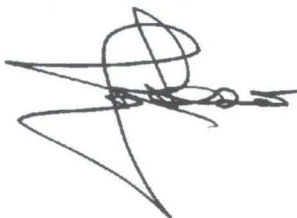
*Continuing Legal Education* had an excellent year with strong satisfaction ratings from those who attended programs. Research revealed that Continuing Legal Education is now the "most widely appealing" Law Society service.

The *Equity Department* was established in the fall of 1998 to promote equity and diversity within the legal profession. During 1999, the Law Society appointed its first Discrimination and Harassment Counsel, whose mandate is to act as an independent advisor on discrimination and harassment matters within the legal profession.

There was continued strong demand for the *Great Library's* hardcopy products and services, with the Library's program of instructional outreach at its most active level to date, benefiting over 1,000 members. One of the highlights of the Library's electronic initiatives is that lawyers can now access AdvoCAT, the web version of the Library's catalogue, from their desks.

We also continued to invest in technology to create an information infrastructure that allows us to track and manage the complete history of a member. In 1999, we began to install an enterprise technology system, which will consolidate 31 different databases into one all-inclusive member information database. In preparing for a launch date this summer, loading of over one million pieces of information onto this system began in the fall of 1999.

These are just a few highlights of the significant improvements we achieved in 1999 – thanks in large part to the strong and dedicated team of staff at the Law Society. We have an organization that is financially sound, and an infrastructure that is effective and more adaptable to change. The Law Society is well prepared to fulfil its mandate of governing the legal profession in the public interest.

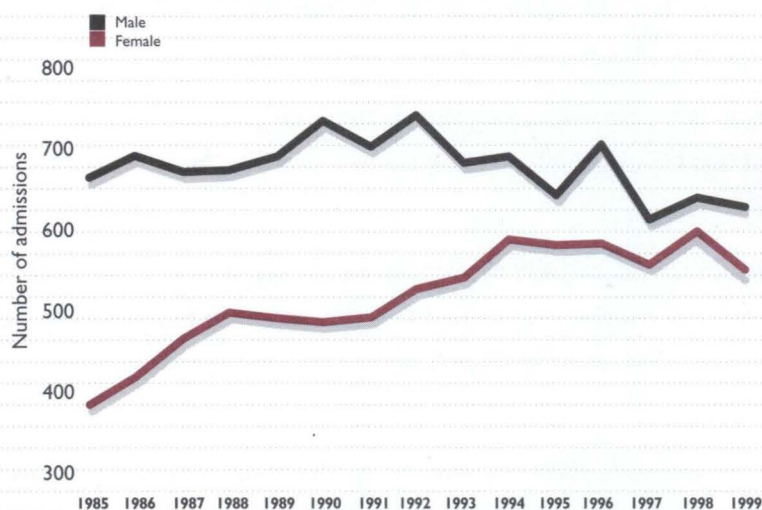


# THE ONTARIO LEGAL PROFESSION STATISTICS AT A GLANCE

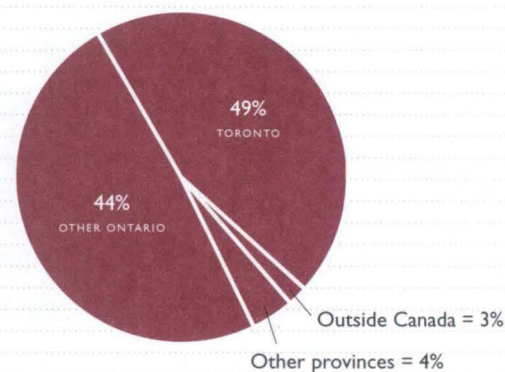
## Membership Statistics

The information presented here is based on Law Society data at December 31, 1999

### Admissions (by sex, 1985-1999)

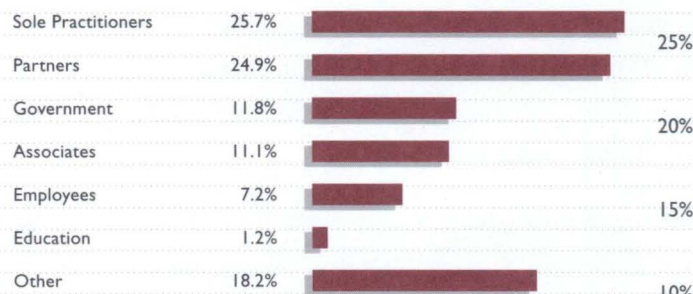


### Geographical distribution of members



### Membership by area of employment in Ontario

% of total employed members

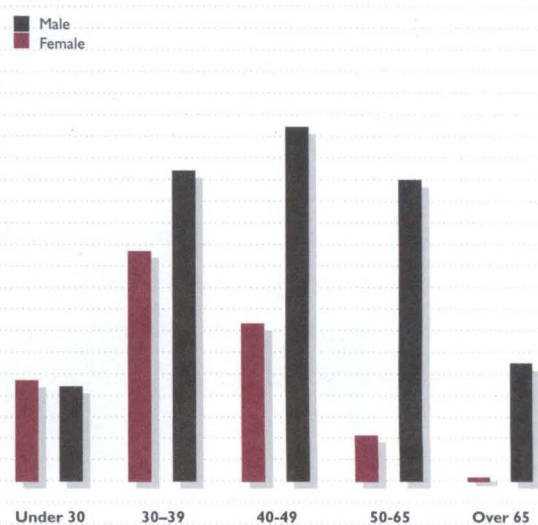


• Total employed members = 24,626

• Other category includes corporate and non-profit sectors

### Membership by age range and sex

% of members in good standing



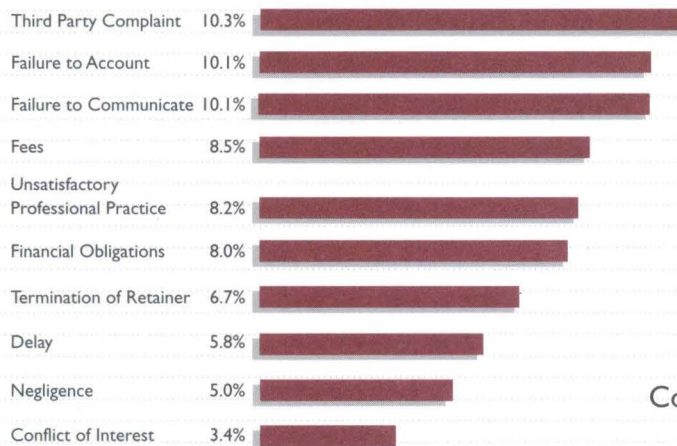
### Size of Law Firm:

1 lawyer	5,416	73.3%
2-10 lawyers	1,818	24.6%
11-25 lawyers	109	1.5%
26-50 lawyers	26	0.4%
51+ lawyers	25	0.3%

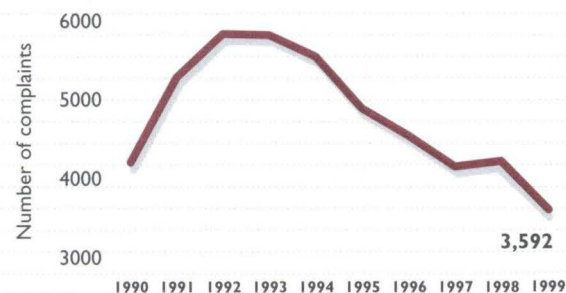


## Complaints Statistics

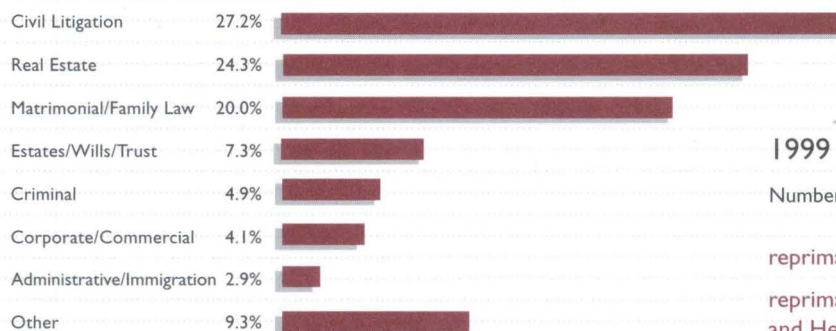
### Complaints received by type 1999



### Complaints received by the Law Society



### Complaints received by area of law 1999



### 1999 Discipline

Number of lawyers:

reprimanded in Committee	11
reprimanded by Convocation and Hearing Panel	13
admonished by Hearing Panel	22
suspended	47
disbarred	13
permitted to resign	9

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## **FINANCIAL STATEMENTS**

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### **GENERAL FUND**

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*Auditors' Report, Financial Statements  
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### **ERRORS AND OMISSIONS INSURANCE FUND**

*Auditors' Report, Actuary's Report,  
Financial Statements and Notes*



## Auditors' Report

TO THE MEMBERS OF THE LAW SOCIETY OF UPPER CANADA:

We have audited the balance sheets of THE LAW SOCIETY OF UPPER CANADA – GENERAL FUND as at December 31, 1999 and 1998, and the related statements of revenues and expenses, fund balances and cash flows for the year then ended. These financial statements are the responsibility of the Society's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with Canadian generally accepted auditing standards. Those standards require that we plan and perform an audit to obtain reasonable assurance whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Fund as at December 31, 1999 and 1998, and the results of its operations and its cash flows for the years then ended in accordance with Canadian generally accepted accounting principles.



Chartered Accountants

Toronto, Canada

March 6, 2000



## GENERAL FUND

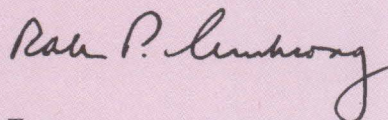
## Balance Sheet

*Stated in thousands of dollars**As at December 31*

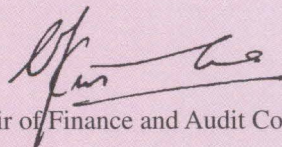
	1999	1998
<b>ASSETS</b>		
Cash and short-term investments	8,979	9,658
Accounts receivable	3,120	2,367
Prepaid expenses and deferred charges	278	439
Capital assets (note 3)	18,494	18,049
<b>Total Assets</b>	<b>30,871</b>	<b>30,513</b>
<b>LIABILITIES AND FUND BALANCES</b>		
Accounts payable and accrued liabilities	4,716	3,869
Due to Legal Aid Plan	—	3,132
Deferred revenue	1,079	402
<b>Total Liabilities</b>	<b>5,795</b>	<b>7,403</b>
<b>FUND BALANCES</b>		
Unrestricted fund	1,697	(427)
Invested in capital assets	18,494	18,049
Restricted funds	4,410	5,020
Endowment funds	475	468
<b>Total Fund Balances</b>	<b>25,076</b>	<b>23,110</b>
<b>Total Liabilities and Fund Balances</b>	<b>30,871</b>	<b>30,513</b>

*See accompanying notes*

On behalf of Convocation



Treasurer



Chair of Finance and Audit Committee



## Statement of Revenues and Expenses

Stated in thousands of dollars

Year ended December 31

	1999	1998
<b>REVENUES</b>		
Membership fees (note 4)	25,843	33,801
Bar admission course	7,349	5,716
Errors & omissions fund investment income	3,650	—
Library	2,091	1,827
Continuing legal education	1,871	1,644
Other	1,825	1,667
Investment income	1,020	1,070
<b>Total revenues</b>	<b>43,649</b>	<b>45,725</b>
<b>PROGRAM EXPENSES</b>		
Regulatory	8,660	9,617
Bar admission course	5,783	5,040
Administration	5,155	3,451
Library services	1,980	2,152
Facilities	1,853	1,701
Information systems	1,640	1,405
Continuing legal education	1,433	1,383
Public affairs	1,052	1,173
<b>Total program expenses</b>	<b>27,556</b>	<b>25,922</b>
<b>OTHER EXPENSES</b>		
Restricted funds	11,315	9,713
Amortization of capital assets	1,524	2,219
General administration and restructuring	1,288	1,911
<b>Total other expenses</b>	<b>14,127</b>	<b>13,843</b>
<b>Total expenses</b>	<b>41,683</b>	<b>39,765</b>
<b>GENERAL FUND SURPLUS</b>	<b>1,966</b>	<b>5,960</b>

See accompanying notes



## GENERAL FUND

## Statement of Fund Balances

Stated in thousands of dollars  
Year Ended December 31

Year Ended December 31	1999											1998
	RESTRICTED FUNDS											
	Unrestricted Fund	Invested in Capital Assets	Osgoode Hall Capital	County Libraries	Technology Enhanced Learning	Insurance Levy Waiver	Legal Aid	Project 200	Total Restricted Funds	Endowment Funds	Total	Total
Revenues	34,667	–	1,205	5,670	775	48	1,277	–	8,975	7	43,649	45,725
Expenses	28,844	1,524	–	5,891	–	21	1,425	3,978	11,315	–	41,683	39,765
Surplus (Deficit)	5,823	(1,524)	1,205	(221)	775	27	(148)	(3,978)	(2,340)	7	1,966	5,960
Interfund transfers	(3,699)	1,969	(475)	–	–	–	337	1,868	1,730	–	–	–
	2,124	445	730	(221)	775	27	189	(2,110)	(610)	7	1,966	5,960
Fund balances, beginning of year	(427)	18,049	1,039	1,825	–	235	(189)	2,110	5,020	468	23,110	17,150
Fund balances, end of year	1,697	18,494	1,769	1,604	775	262	–	–	4,410	475	25,076	23,110

See accompanying notes



## Statement of Cash Flows

Stated in thousands of dollars

Year ended December 31

	1999	1998
<b>OPERATING ACTIVITIES</b>		
General fund surplus (note 8):	<b>1,966</b>	5,960
Items not affecting cash:		
Amortization of capital assets	<b>1,524</b>	2,219
Other operating sources (uses) of cash:		
Accounts receivable	<b>(753)</b>	(4)
Inventory	<b>—</b>	182
Prepaid expenses and deferred charges	<b>161</b>	(167)
Accounts payable and accrued liabilities	<b>847</b>	457
Due to Legal Aid Plan	<b>(3,132)</b>	(783)
Deferred revenue	<b>677</b>	206
<b>Total operating activities</b>	<b>1,290</b>	8,070
<b>INVESTING ACTIVITIES</b>		
Capital asset additions	<b>(1,969)</b>	(2,308)
<b>Total investing activities</b>	<b>(1,969)</b>	(2,308)
<b>Net increase (decrease) in cash and short-term investments during the year</b>	<b>(679)</b>	5,762
Cash and short-term investments, beginning of year	<b>9,658</b>	3,896
<b>Cash and short-term investments, end of year</b>	<b>8,979</b>	9,658

See accompanying notes



## Notes to Financial Statements

For the year ended December 31, 1999

(Stated in whole dollars except where indicated)

### 1. Description of Fund

The Law Society of Upper Canada (the "Society") was founded in 1797 and was incorporated in 1822 with the enactment of the *Law Society Act*. The Society exists to govern the legal profession in the public interest. This is achieved by ensuring that the people of Ontario are served by lawyers who meet high standards of learning, competence and professional conduct and by upholding the independence, integrity and honour of the legal profession, for the purpose of advancing the cause of justice and the rule of law. This mandate is carried out by the governing body of the Society which is known as *Convocation*.

The *Law Society Amendment Act, 1998* received royal assent in December 1998 and came into force on February 1, 1999. This Act makes substantive and important amendments to the *Law Society Act*, including a restructuring scheme of professional governance based on the authority in the statute. The *Law Society Amendment Act, 1998*, authorizes the Society to make regulations, by-laws and rules of practice and procedure as a means of governing all proceedings described in the Act.

The Society is not subject to income or capital taxes because it is a not-for-profit corporation.

These financial statements represent the financial position of operations of the Law Society of Upper Canada - General Fund, which includes certain internally restricted funds, and do not purport to represent all assets and liabilities under the control of the Society.

Separate financial statements have been prepared for the following related entities:

#### *Lawyers Fund for Client Compensation*

The Society maintains the Lawyers Fund for Client Compensation pursuant to section 51 of the *Law Society Act* to relieve or mitigate loss sustained by any person in consequence of dishonesty on the part of any member in connection with such member's law practice or in connection with any trust of which the member was, or is, a trustee. The Lawyers Fund for Client Compensation is financed by members' annual fees and investment income. The Lawyers Fund for Client Compensation reimburses the General Fund for certain administrative expenses, totalling in 1999 \$1,331,750 (1998 - \$1,023,000).

#### *Errors & Omissions Insurance Fund and Lawyers' Professional Indemnity Company*

The Society provides professional liability insurance to the legal profession through the Errors and Omissions Insurance Fund (the "E&O Fund") and the Lawyers' Professional Indemnity Company ("LPIC"). The E&O Fund was originally set up in the Society's accounts to record insurance claims and expenses and related levies and their investment. Prior to July 1, 1990 the Errors and Omissions Insurance program was underwritten by various insurance carriers. LPIC took over underwriting the program commencing July 1, 1990. LPIC is a wholly owned subsidiary of the Society that was incorporated in 1990 and licensed as an insurer in Ontario, Newfoundland, Nova Scotia and Nunavut. Combined financial statements are prepared for the E&O Fund and LPIC.

#### *Law Society Foundation*

The Law Society Foundation ("LSF") was incorporated by Letters Patent in October 1962. The LSF is a registered charity under the terms of the *Income Tax Act* and as such, is exempt from income taxes. The objects of the LSF are to foster, encourage and promote legal education in Ontario, provide financial assistance to law students in Ontario, restore and preserve land and buildings of historical significance to Canada's legal heritage, receive gifts of



muniments and legal memorabilia of interest and significance to Canada's legal heritage, and to maintain a collection of gifts of books and other written material for use by educational institutions in Canada. In 1999 Supplementary Letters Patent were obtained to expand the objects of the LSF enabling it to receive donations and maintain a fund for the relief of poverty by providing meals to persons in need.

#### *The Law Foundation of Ontario*

The Law Foundation of Ontario was created to receive interest accruing on monies held in lawyers' mixed trust accounts, and to establish and maintain a fund to be used for the purposes of legal education and legal research, legal aid and the establishment, maintenance and operation of law libraries. During 1999 the Law Foundation of Ontario contributed to the General Fund of the Society \$1,062,900 (1998 – \$1,062,900) for the operation of the bar admission course and \$895,000 (1998 – \$599,500 ) for library programs.

#### *Legal Aid Fund*

Until March 31, 1999 the Society was empowered to administer the Legal Aid Plan and to maintain the Legal Aid Fund in accordance with the *Legal Aid Act*. The Society reported annually to the Attorney General of Ontario on the accounts and financial transactions of the Legal Aid Fund. The financial statements of the Legal Aid Fund are subject to audit by the Provincial Auditor. The Legal Aid Plan was administered by the Society pursuant to the *Legal Aid Act* and Regulations and a Memorandum of Understanding ("MOU") between the Province of Ontario and the Society. This MOU expired on March 31, 1999 at which time all Society obligations under the MOU and the *Legal Aid Act* ended.

## 2. Significant Accounting Policies

#### *Fund Accounting*

The Society follows the restricted fund method of accounting.

The *Unrestricted Fund* accounts for the Society's programme delivery and administrative activities. This fund reports unrestricted resources. All acquisitions, amortization and other expenditures relating to capital assets are reported in the *Invested in Capital Assets Fund*.

The *Legal Aid Fund* reports any funds on hand and not yet turned over to the Ontario Legal Aid Plan. This fund was established by Convocation to enable the Society to meet its funding obligation as detailed in the *Legal Aid Act*. The Society has met its obligation under the *Legal Aid Act* and the nil balance represents the wind up of this fund.

The *Osgoode Hall Capital Fund* reports funds that have been internally restricted by Convocation for the purposes of undertaking capital projects at Osgoode Hall. On an annual basis, capital works are identified and appropriate funding is raised as part of membership fees.

The *County Library Fund* accounts for funds raised on behalf of the 48 County and District Law Libraries. These funds are internally restricted for use by these Law Libraries to carry out their annual operations and any special projects approved by Convocation. The fund balance is available for disbursement in future periods.

The *Project 200 Fund* accounts for funds restricted in use by Convocation for the purposes of completing the Society's restructuring and process re-engineering project known as Project 200. Funds have been raised in accordance with a detailed business plan and internally restricted by Convocation. Project 200 has been substantially completed and the nil balance represents the wind up of this fund.

The *Insurance Levy Waiver Fund* records the restricted resources available to provide financial assistance to lawyers who experience difficulty in meeting their liability insurance premiums. The fund is internally restricted by Convocation.

The *Technology Enhanced Learning Fund* reports resources set aside for development and implementation of assistive technology for the Bar Admission Course. This fund was established in 1999 with a capital grant of \$775,000 received from the Law Foundation of Ontario. This fund is internally restricted by Convocation.



## GENERAL FUND

### NOTES TO FINANCIAL STATEMENTS

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The Society administers two *Endowment Funds*. The Law Society Trust has been established in accordance with the terms of the endowment so that the Society can award prizes, bursaries and gifts to deserving students in the Bar Admission Course. The J. Shirley Denison Fund has been established to provide relief and assistance to members and former members who find themselves in difficult financial circumstances. Contributions for endowment are recognized as revenue in the Endowment Fund. For 1999 no funds were contributed for endowment purposes. Increases to the fund balances are reflective of interest income only.

#### *Cash and short-term investments*

Cash and short-term investments are amounts on deposit and invested in short-term (less than one year) investment vehicles according to the Society's investment policy. Short-term investments are stated at the lower of cost and market value. Investment income, except income earned on resources held for endowment, is retained in and reported by the Unrestricted Fund.

#### *Capital assets*

Land, buildings, major building improvements, furniture, equipment and computer hardware and software are presented at cost net of accumulated amortization and grants. Amortization is charged to expenses on a straight-line basis over the estimated useful lives of the assets commencing in the year following acquisition as follows:

Buildings	30 years
Building improvements	3 to 10 years
Furniture, equipment and computer hardware and software	3 to 5 years

#### *Revenue Recognition*

Restricted contributions related to the general operations are recognized as revenue of the General Fund in the year in which the related expenses are incurred. All other restricted contributions are recognized as revenue of the appropriate restricted fund.

Unrestricted contributions are recognized as revenue of the Unrestricted Fund in the year received or receivable if the amount can be reasonably estimated and collection is reasonably assured.

#### *Collections*

The Society owns a collection of legal research and reference material as well as a collection of portraits and sculptures. The cost of additions to the collections is expensed as incurred. No value is recorded in these financial statements for donated items.

#### *Volunteer services*

The work of the Society is dependent on the voluntary services of the elected benchers and other members of the profession. These services are received gratuitously, therefore, no value has been included in these financial statements.

#### *Financial instruments*

The estimated fair value of cash and short-term investments, accounts receivable, prepaid expenses, accounts payable and accrued liabilities approximate their carrying amounts in the financial statements due to the relatively short period to maturity of these instruments.

#### *Measurement Uncertainty*

The preparation of the financial statements, in accordance with generally accepted accounting principles, requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and



disclosure of contingencies at the date of the financial statements, and reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

### 3. Capital Assets

<i>As at December 31, 1999</i>	Cost \$000's	Accumulated Amortization \$000's	Net \$000's
Land and buildings	28,575	13,716	<b>14,859</b>
Building improvements	2,321	1,522	<b>799</b>
Furniture, equipment and computer hardware and software	7,542	4,706	<b>2,836</b>
	<b>38,438</b>	<b>19,944</b>	<b>18,494</b>

<i>As at December 31, 1998</i>	Cost \$000's	Accumulated Amortization \$000's	Net \$000's
Land and buildings	28,099	13,175	<b>14,924</b>
Building improvements	2,307	1,350	<b>957</b>
Furniture, equipment and computer hardware and software	6,085	3,917	<b>2,168</b>
	<b>36,491</b>	<b>18,442</b>	<b>18,049</b>

### 4. Membership Fees

Membership fees are levied for the operation of the Society and the following restricted funds: County Libraries, Osgoode Hall Capital, Legal Aid, Insurance Levy Waiver and Project 200. Membership fees are recorded when billed. The restricted funds are collected and accumulated in special purpose funds and reported on the Balance Sheet under the Liabilities and Fund Balances Section.

### 5. Pension Plan

The Society maintains a defined contribution plan for all eligible employees of the Society. The Society matches its employees' contributions to the plan.

The Society's pension expense [excluding the Lawyers Fund for Client Compensation] for the year ended December 31, 1999 amounted to \$537,243 (December 31, 1998 - \$540,537)

### 6. Commitments

The Society is committed to monthly lease payments for property and computer facilities under leases having various terms up to the end of 2010. In addition, the Society is committed to a minimum monthly payment to 2003 for its

## GENERAL FUND

### NOTES TO FINANCIAL STATEMENTS

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## FINANCIAL STATEMENTS

contracted printing and mailroom services. Aggregate payments over the next five years and beyond in total are estimated as follows:

Year	\$000's
2000	1,488
2001	1,458
2002	1,134
2003	370
2004	331
2005 & beyond	2,109
Total	6,890

#### 7. Contingent Liabilities

At December 31, 1999, favourable judgement with respect to three claims made against the Society as a result of an alleged copyright infringement had been made. The plaintiffs have appealed and the Society has cross appealed. At this point in time the only financial exposure to the Society is for legal costs of the plaintiff in the event that the Society is not successful on appeal. No provision has been included in the financial statements.

There is one claim which was reported in 1991 where the damages sought are \$13,000,000. The Society's lawyer brought an Application for Summary Judgement and the action was dismissed as disclosing no cause for action. The counsel for the plaintiff has launched an appeal and if successful will proceed with an Application for Certification as a Class Action. The Society will resist this application. No provision has been included in the financial statements.

In addition, a number of claims or potential claims are pending against the Society. It is not possible for the Society to predict with any certainty the outcomes of such claims or potential claims. Management is of the opinion that based on the information presently available, it is unlikely that any liability, to the extent not covered by insurance, would be material to the Society's financial position.

#### 8. Comparative Financial Statements

Certain amounts in the comparative financial statements have been reclassified to conform to the current year presentation.





## Auditors' Report

### TO THE MEMBERS OF THE LAW SOCIETY OF UPPER CANADA:

We have audited the balance sheets of THE LAW SOCIETY OF UPPER CANADA – LAWYERS FUND FOR CLIENT COMPENSATION as at December 31, 1999 and 1998, and the related statements of revenues and expenses and fund balance and cash flows for the year then ended. These financial statements are the responsibility of the Society's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with Canadian generally accepted auditing standards. Those standards require that we plan and perform an audit to obtain reasonable assurance whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Fund as at December 31, 1999 and 1998, and the results of its operations and its cash flows for the years then ended in accordance with Canadian generally accepted accounting principles.

Chartered Accountants

Toronto, Canada  
March 6, 2000



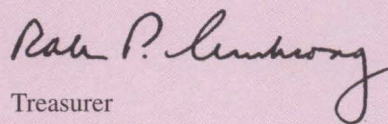
## Balance Sheet

*Stated in thousands of dollars**As at December 31*

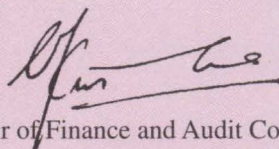
	1999	1998
<b>ASSETS</b>		
Cash and short-term investments	6,348	8,844
Interest and other receivables	308	465
Portfolio investments, at amortized cost (market value - \$13,479; 1998 - \$14,211)	13,552	13,507
<b>Total Assets</b>	<b>20,208</b>	<b>22,816</b>
<b>LIABILITIES AND FUND BALANCE</b>		
Accounts payable and accrued liabilities	145	57
Reserve for unpaid grants	7,627	11,145
<b>Total Liabilities</b>	<b>7,772</b>	<b>11,202</b>
<b>FUND BALANCE</b>	<b>12,436</b>	<b>11,614</b>
<b>Total Liabilities and Fund Balance</b>	<b>20,208</b>	<b>22,816</b>

*See accompanying notes*

On Behalf of Convocation



Treasurer



Chair of Finance and Audit Committee





## Statement of Revenues and Expenses and Fund Balance

Stated in thousands of dollars

Year ended December 31

	1999	1998
REVENUES		
Membership fees	5,664	7,631
Investment income	1,474	1,542
<b>Total revenues</b>	<b>7,138</b>	<b>9,173</b>
EXPENSES		
Grants paid	6,928	4,520
Decrease to reserve for unpaid grants	(3,518)	(93)
Recoveries	(252)	(211)
Provision for unpaid grants	3,158	4,216
Administrative	1,410	1,191
Audit expenses	968	347
Salaries and benefits	698	580
Counsel fees	66	79
Referees' and reporters' fees	16	51
Amortization	—	20
<b>Total expenses</b>	<b>6,316</b>	<b>6,484</b>
Surplus	822	2,689
Fund balance, beginning of year	11,614	8,925
<b>Fund balance, end of year</b>	<b>12,436</b>	<b>11,614</b>

See accompanying notes



## Statement of Cash Flows

*Stated in thousands of dollars**Year ended December 31*

	1999	1998
<b>OPERATING ACTIVITIES</b>		
Surplus	822	2,689
Items not affecting cash:		
Amortization	—	20
Experience loss of reserve for unpaid grants	3,158	4,216
Other operating sources (uses) of cash:		
Accounts receivable	157	(78)
Recoveries	252	211
Accounts payable and accrued liabilities	88	27
Grants paid	(6,928)	(4,520)
<b>Total operating activities</b>	<b>(2,451)</b>	<b>2,565</b>
<b>FINANCING ACTIVITIES</b>		
Portfolio investments	(45)	3,990
<b>Net increase (decrease) in cash and short-term investments during the year</b>	<b>(2,496)</b>	<b>6,555</b>
Cash and short-term investments, beginning of year	8,844	2,289
<b>Cash and short-term investments, end of year</b>	<b>6,348</b>	<b>8,844</b>

*See accompanying notes*





## Notes to Financial Statements

*For the year ended December 31, 1999*

*(Stated in whole dollars except where indicated)*

### 1. Description of Fund

The Lawyers Fund for Client Compensation (the “Fund”) is maintained by The Law Society of Upper Canada (the “Society”) pursuant to section 51 of the *Law Society Act* to relieve or mitigate loss sustained by any person in consequence of dishonesty on the part of any member in connection with such member’s law practice, or in connection with any trust of which the member was or is a trustee. The fund is financed by members’ annual fees and investment income.

The Fund is not subject to income or capital taxes because it is a fund of the Society, a not-for-profit corporation.

Certain services are provided by the General Fund of the Society to the Fund. The cost of these services is included in administrative expenses. The charges for the year amount to \$1,331,750 (1998 – \$1,023,000)

### 2. Significant Accounting Policies

#### *Fund Accounting*

The Lawyers Fund for Client Compensation follows the restricted fund method of accounting. The Fund accounts for the programme delivery, administration and payment of grants from the Fund. The Fund is restricted in use by the *Law Society Act*.

#### *Cash and short-term investments*

Cash and short-term investments are amounts on deposit and invested in short-term (less than one year) investment vehicles according to the Society’s investment policy. Short-term investments are stated at the lower of cost and market value.

#### *Portfolio investments*

Portfolio investments are recorded at cost, net of amortization of premiums and discounts. Investments consist of government and corporate bonds.

#### *Grants*

Pursuant to section 51(5) of the *Law Society Act*, the payment of grants from the Fund is at the discretion of Convocation, the governing body of the Society. Grants paid are subject to a \$100,000 limit per applicant. A reserve for unpaid grants is recorded as a liability on the balance sheet. This reserve represents an estimate of the present value of grants to be paid for unprocessed claims and the associated administrative costs, as determined by an actuary. The related grant expense represents grant payments during the year plus the current year experience gain/loss of the reserve for unpaid grants, net of recoveries.

#### *Financial instruments*

The estimated fair value of cash and short-term investments, interest and other receivables and accounts payable and accrued liabilities approximate their carrying amounts in the financial statements due to the relatively short period to maturity of these instruments.



### 3. Measurement Uncertainty

The valuation of unpaid grants anticipates the combined outcomes of events that are yet to occur. There is uncertainty inherent in any such estimations and therefore a limitation upon the accuracy of these valuations. Future loss emergence may deviate from these estimates. No provision has been made for otherwise unforeseen changes to the legal or economic environment in which claims are settled, nor for causes of loss which are not already reflected in the historical data. Management believes that the techniques employed and assumptions made are appropriate and the conclusions reached are reasonable given the information currently available. Estimates of unpaid grants are reviewed at least annually by an actuary and, as adjustments become necessary, they are reflected in current operations.

### 4. Subsequent Event

Subsequent to December 31, 1999 a significant matter has come to the attention of management. The Society's audit department has identified claims and potential claims resulting from the actions of one lawyer. The total amount is estimated at \$4 million, before applying the \$100,000 limit per applicant. At December 31, 1999 no claims with respect to this matter had been reported and consequently no liability for any potential claims has been included in the balance sheet.

### 5. Comparative Financial Statements

Certain amounts in the comparative financial statements have been reclassified to conform to the current year presentation.



## Auditors' Report

### TO THE MEMBERS OF THE LAW SOCIETY OF UPPER CANADA

We have audited the combined balance sheet of THE LAW SOCIETY OF UPPER CANADA – ERRORS AND OMISSIONS INSURANCE FUND as at December 31, 1999 and the combined statements of revenue and expenses and surplus, and of cash flows for the year then ended. These financial statements are the responsibility of the Fund's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with generally accepted auditing standards. Those standards require that we plan and perform an audit to obtain reasonable assurance whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation.

In our opinion, these combined financial statements present fairly, in all material respects, the financial position of the Fund as at December 31, 1999 and the results of its operations and its cash flows for the year then ended in accordance with generally accepted accounting principles.

*Deloitte & Touche LLP*

Chartered Accountants

Toronto, Ontario  
February 10, 2000



## Actuary's Report

*For Combined Financial Statements at 31 December 1999*

### ROLE OF THE VALUATION ACTUARY

The valuation actuary is appointed by the Audit Committee of the Lawyers' Professional Indemnity Company in their capacity as managers of the Law Society of Upper Canada Errors and Omissions Insurance Fund. With respect to the preparation of these combined financial statements, the actuary is required to carry out a valuation of the claims liabilities and to report thereon to the Audit Committee, and through them to the membership of the Law Society. The valuation is carried out in accordance with accepted actuarial practice, except as specifically disclosed to the contrary, and regulatory requirements. The scope of the valuation encompasses the claims liabilities, that is the provision for unpaid claims and adjustment expenses on claims incurred and reported prior to 31 December 1999, the date of these combined financial statements.

In performing the valuation of the liabilities for these future events, which are by their very nature inherently variable, the actuary makes assumptions as to future rates of claims severity, inflation, reinsurance recoveries, expenses and other matters, taking into consideration the circumstances of the Errors and Omissions Insurance Fund, the Lawyers' Professional Indemnity Company and the nature of the insurance coverage being offered. The valuation is necessarily based on estimates, consequently, the final values may vary significantly from those estimates. The actuary also makes use of management information provided by the Law Society and the Lawyers' Professional Indemnity Company, and uses the work of the auditor with respect to the verification of the underlying data used in the valuation.

### VALUATION ACTUARY'S REPORT

I have valued the claims liabilities arising on the errors and omissions insurance coverage arranged by the Law Society of Upper Canada for its Errors and Omissions Insurance Fund combined balance sheet as at 31 December 1999, and their changes in its combined statement of revenue and expenses and surplus for the year then ended, in accordance with accepted actuarial practice, including selection of appropriate assumptions and methods.

In my opinion, the amount of the claims liabilities makes appropriate provision for all such obligations, and the financial statements fairly present the results of the valuation.

Toronto, Ontario  
February 10, 2000

  
Brian G. Pelly  
Fellow, Canadian Institute of Actuaries





FINANCIAL  
STATEMENTS

## Combined Balance Sheet

Stated in thousands of dollars

As at December 31

	1999	1998
<b>ASSETS</b>		
Investments (note 4)	238,674	217,653
Cash and cash equivalents	13,685	6,662
Investment income due and accrued	2,514	2,589
Accounts receivable	9,211	9,861
Reinsurers' share of provision for unpaid claims and adjustment expenses (note 6)	155,769	155,404
Deferred taxes	6,607	1,609
Other assets	1,242	825
<b>Total assets</b>	<b>427,702</b>	<b>394,603</b>
<b>LIABILITIES AND SURPLUS</b>		
Provision for unpaid claims and adjustment expenses (notes 3 and 6)	336,059	339,574
Funds held in trust for future insurance purposes (note 8)	5,156	—
Accounts payable and accrued liabilities	17,241	11,330
Surplus (note 5)	69,246	43,699
<b>Total liabilities and surplus</b>	<b>427,702</b>	<b>394,603</b>

See accompanying notes

On behalf of Convocation:

*Ran P. Limkhong*

Treasurer

*[Signature]*

Chair of Finance and Audit Committee



## Combined Statement of Revenue and Expenses and Surplus

*Stated in thousands of dollars*

*Year Ended December 31*

	1999	1998
<b>REVENUE</b>		
Members' levies ( <i>notes 7 and 8</i> )	<b>102,927</b>	117,988
Reinsurance commissions	<b>7,800</b>	8,400
Investment income	<b>10,610</b>	10,825
Other revenue	<b>1,616</b>	1,611
<b>Total revenue</b>	<b>122,953</b>	138,824
<b>EXPENSES</b>		
Net claims and adjustment expenses ( <i>notes 3 and 6</i> )	<b>33,626</b>	28,236
Reinsurance premiums	<b>39,024</b>	40,515
General expenses	<b>8,545</b>	8,480
Transfer to Law Society General Fund ( <i>note 9</i> )	<b>3,650</b>	—
Funds held in trust for future insurance purposes ( <i>note 8</i> )	<b>5,156</b>	—
Premium taxes	<b>2,496</b>	2,396
Provision for income taxes	<b>4,909</b>	4,389
<b>Total expenses</b>	<b>97,406</b>	84,016
Excess of revenue over expenses	<b>25,547</b>	54,808
Surplus/(deficit), beginning of period	<b>43,699</b>	(11,109)
<b>Surplus, end of period (<i>note 5</i>)</b>	<b>69,246</b>	43,699

*See accompanying notes*





## Combined Statement of Cash Flows

*Stated in thousands of dollars*

*Year Ended December 31*

	1999	1998
<b>OPERATING ACTIVITIES</b>		
Excess of revenue over expenses	25,547	54,808
Other operating sources (uses) of cash:		
Provision for unpaid claims and adjustment expenses	(3,515)	5,813
Accounts receivable and other assets	233	(4,643)
Recoverable from reinsurers	(365)	(16,133)
Funds held in trust for future insurance purposes	5,156	—
Deferred taxes	(4,998)	—
Accounts payable and accrued liabilities	5,911	(197)
Investment income due and accrued	75	(454)
<b>Total funds provided by operating activities</b>	<b>28,044</b>	<b>39,194</b>
<b>FINANCING ACTIVITIES</b>		
Purchases of investments, net	(21,021)	(42,294)
<b>Net change in cash and cash equivalents</b>	<b>7,023</b>	<b>(3,100)</b>
Cash and cash equivalents, beginning of period	6,662	9,762
<b>Cash and cash equivalents, end of period</b>	<b>13,685</b>	<b>6,662</b>

*See accompanying notes*





## Notes to Combined Financial Statements

For the year ended December 31, 1999

(Stated in whole dollars except where indicated)

### 1. The Insurance Program and its Risk Retention and Reinsurance Structure

The combined financial statements of the Errors and Omissions Insurance Fund account for the net results of the professional liability insurance program of the Law Society of Upper Canada ("the Society"). The program requires practicing members to pay annual levies to fund the anticipated costs of professional liability claims made in each annual policy period. Indemnification of members is subject to the terms of the insurance policy, including financial limits per claim and aggregate limits per member in each policy period.

These financial statements combine the results of operations and the financial positions of:

- the Errors and Omissions Insurance Fund of the Society, the fund originally set up in the Society's accounts to record insurance claims and expenses and related levies and their investment; and
- Lawyers' Professional Indemnity Company ("LPIC"), a wholly owned subsidiary of the Society that was incorporated in 1990 and licensed as an insurer in Ontario, Newfoundland, Nova Scotia, and Nunavut.

The risk retention and reinsurance structures employed through these two entities are described in the following paragraphs.

Prior to July 1, 1990, the Society's Errors and Omissions Insurance Program was underwritten by various insurance carriers subject to a policy deductible. LPIC took over the underwriting of the program commencing July 1, 1990. The Society maintained financial responsibility for the policy deductible through to December 31, 1994. The policy deductible was a combination of a group deductible and the individual member deductible. For the periods noted below, the combined policy deductibles were as follows:

July 1982 to June 1986	\$ 100,000 per occurrence
July 1986 to June 1988	\$ 150,000 per occurrence
July 1988 to June 1990	\$ 250,000 per occurrence
July 1990 to December 1991	\$ 200,000 per occurrence
January 1992 to December 1994	\$ 250,000 per occurrence

The Society arranged Stop Loss reinsurance that limited the aggregate exposure to group deductibles. The Stop Loss limits were as follows:

July 1982 to June 1983	\$ 8,605,894
July 1983 to June 1984	\$ 8,903,588
July 1984 to June 1985	\$10,000,000
July 1985 to June 1986	\$12,250,000
July 1986 to June 1987	\$20,000,000
July 1987 to June 1988	\$22,000,000
July 1988 to June 1989	\$27,000,000

The Society was not able to arrange Stop Loss reinsurance on its group deductible after the policy period ending June 1989. As a result, the full financial risk of the deductible rested with the Society, from July of 1989 through the policy period ended December 1994.



LPIC also had a net retention over the policy's group deductible as follows:

- July 1, 1990 to December 31, 1991: LPIC is liable for \$50,000 of all individual losses in excess of \$200,000;
- January 1, 1992 to December 31, 1992: LPIC is liable for an aggregate of \$2,500,000 from individual losses incurred in excess of \$250,000 plus a further 10% of all losses above \$250,000 once the initial \$2,500,000 limit has been reached; and
- January 1, 1993 to December 31, 1994: LPIC is liable in each policy year for an aggregate of \$4,000,000 if incurred losses are above or exceed \$250,000 plus a further 10% of all losses in excess of \$250,000 once the initial \$4,000,000 limit has been reached.

It was decided, effective January 1, 1995, to eliminate the self-insured group deductible. Commencing January 1, 1995, 100% of the risk over the individual member deductible is insured within LPIC. LPIC in turn reinsures 50% of its risk retention to third party Canadian licensed reinsurers. The policy limits for the period January 1, 1999 through December 31, 1999 are \$1 million per claim and \$2 million per member in aggregate.

## 2. Significant Accounting Policies

These combined financial statements have been prepared in accordance with generally accepted accounting principles. The most significant accounting policies are as follows:

### *Members' Levies*

Members' levies are recorded when billed with the exception of those based on volume or transactions. These latter two levies, first introduced in 1995, are recorded on a cash basis based on members' filings.

### *Investments*

Investments in debt securities are recorded at amortized cost. Premiums and discounts from par value are amortized on a straight-line basis over the term to maturity. Investments in common or preferred shares are carried at cost. Gains and losses on investments are included in investment income when realized.

### *Claims related balances*

#### *a) Provision for unpaid claims and adjustment expenses*

The insurance program covers claims made against insureds in the policy period.

The provision is determined using case-basis evaluations plus an amount for future development and delayed reporting and it is an estimation of the ultimate net cost of all insurance claims to December 31, 1999. The estimates are regularly reviewed and updated and any resulting adjustments are included in current income.

The provision for unpaid claims is presented net of a discount that reflects an estimation of the investment income that will be earned on funds until they are paid out in settlement of claims. Accordingly, the provision as recorded represents fair value. The estimation of the discount is based on anticipated investment rates of return and experience with payout patterns on similar types of claims.

#### *b) Reinsurers' share of provisions for unpaid claims and adjustment expenses*

Expected reinsurance recoveries on unpaid claims and adjustment expenses, are recognized as assets at the same time and using principles consistent with the Society's method for establishing the related liability.



ERRORS AND OMISSIONS INSURANCE FUND  
NOTES TO COMBINED FINANCIAL STATEMENTS*c) Members' Deductibles*

The insurance policy calls for insured members to pay deductibles ranging from nil up to \$25,000. Expected deductible recoveries on paid and unpaid claims, are recognized net of any required provision for uncollectible accounts, using principles consistent with the Fund's method for establishing the related claims liability.

*Income taxes*

Income taxes are recorded on the tax allocation basis whereby income taxes are recorded in the period in which transactions affect income, regardless of when such transactions are recognized for income tax purposes. Deferred income taxes arise primarily from the discounting of the provision for unpaid claims and the recognition of unrealized common share gains for income tax purposes.

**3. Measurement Uncertainty**

The settlement of professional liability claims involves processes, the outcome of which is inherently uncertain. Consequently, the estimation of the ultimate settlement costs of claims made to date, that underlies the provision for unpaid claims and adjustment expenses, involves measurement uncertainty. The amounts are necessarily based on estimates of future trends in claim severity and other factors, which could vary as the claims are settled. Ultimate costs incurred will inevitably vary from current estimates, to some extent. Although it is not possible to measure the degree of variability inherent in such estimates, management believes that the provision for unpaid claims and adjustment expenses is adequate. Estimates are reviewed at least annually by an actuary and, as adjustments to these liabilities become necessary, they are reflected in current operations.

Further, the nature of the insurance coverage, the risk retention and reinsurance structure and various management practices, including claims handling and settlement practices, were modified, commencing in late 1994, by the new management of the program. These modifications were designed to better control the level and incidence of costs incurred by the program. However, the effects of these modifications cannot be precisely measured so soon after their implementation.

There is also measurement uncertainty inherent in the estimation of reinsurance recoveries and members deductible recoveries. Management is satisfied that appropriate provisions have been made for potentially unrecoverable amounts and believes that any remaining exposure will prove immaterial to these financial statements.

The Society is engaged in litigation with the reinsurer of the program during the 1982-1989 period surrounding an issue of allocation of certain costs of defense and investigation. The ultimate amount claimed in the dispute is not determinable at this time as it is largely dependent on future claims settlements. Management believes its own interpretation to be consistent with the contract between the parties as well as established insurance practice and that it has established appropriate reserves for any potential exposure.



#### 4. Investment Information

The Fund holds a diversified portfolio consisting of securities with investment grades of "A" or better.

##### *Estimated fair values and unrealized gains and losses*

The book values, estimated fair values and unrealized gains on investments as at December 31 were as follows:

(000's)	1999			1998		
	Book value	Estimated fair value	Yield %	Book value	Estimated fair value	Yield %
Debt securities	222,339	217,912	6.1	204,859	206,868	5.0
Common shares	16,335	22,579		12,794	12,937	
	<u>238,674</u>	<u>240,491</u>		<u>217,653</u>	<u>219,805</u>	

The estimated fair values of debt securities and common shares are based on quoted market values.

##### *Liquidity and interest rate risk*

The maturity profile of debt securities as at December 31, 1999 is as follows:

(000's)	Within 1 year	1 to 3 years	Over 3 years	Book value
Debt securities	18,036	100,035	104,268	222,339
Percent of total	8%	45%	47%	

The average duration of the portfolio at December 31, 1999 is 2.7 years, limiting the Fund's exposure to changing interest rates.

Common shares have no specific maturities.

#### 5. Surplus

The surplus of the Fund includes LPIC's capital and surplus. At December 31, 1999 the Statutory Capital, Surplus and Reserves of LPIC, as reported under insurance regulatory reporting, was \$59.7 million (1998 – \$53.4 million).

#### 6. Claims and Adjustment Expenses

##### *Reinsurance Ceded*

To limit losses through the spreading of risks, the Society cedes reinsurance to other insurers.

Net claims and adjustment expenses presented in the statement of revenue and expenses are net of reinsurance ceded in the amounts of \$28,408,000 (1998 – \$37,130,000).

In the event that a reinsurer is unable to meet obligations assumed under reinsurance agreements, the Society is liable for such amounts.



## ERRORS AND OMISSIONS INSURANCE FUND

### NOTES TO COMBINED FINANCIAL STATEMENTS

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#### 7. Members' Levies

Members' levies for the 1999 year include annual base levies of \$3,650 per member, decreased by \$1,000 from 1998. Additional levies are charged based on a member's claims history, status, and member filings on transactions and volume of billings. In 1999, additional levies totalled \$39,454,000 (1998 – \$40,327,000).

#### 8. Funds Held in Trust for Future Insurance Purposes

Revenues from transaction based additional levies are subject to variation based on the economic climate. Any revenues from transaction and claims history levies that are in excess of those budgeted in the year, are held in trust for future insurance purposes and applied as premium under the insurance program in future years.

#### 9. Transfer to Law Society General Fund

In February 1999, the stand-alone Errors & Omission Insurance Fund deficit was retired. Accordingly, and as approved by Convocation, investment income revenues of the stand-alone Fund which were surplus to its claims obligations were made available to the Society for general purposes.

#### 10. Commitments

The Fund is committed to monthly lease payments under an agreement in effect until January 31, 2002. Annual lease payments in each of the next two years are \$867,000.

#### 11. Taxation

The Errors and Omissions Insurance Fund is not subject to income or capital taxes because it is a fund of a not-for-profit corporation. LPIC is subject to taxes.

#### 12. Uncertainty due to the Year 2000 Issue

The Year 2000 issue arises because many computerized systems use two digits rather than four to identify a year. Date-sensitive systems may recognize the year 2000 as 1900 or some other date, resulting in errors when information using year 2000 dates is processed. In addition, similar problems may arise in some systems which use certain dates in 1999 to represent something other than a date. Although the change in date has occurred, it is not possible to be certain that all aspects of the Year 2000 issue affecting the Fund, including those related to the efforts of customers, suppliers, or other third parties, have been fully resolved.



## CHANGES IN THE MEMBERSHIP OF CONVOCATION

## ELECTION

Robert P. Armstrong, Q.C. was elected Treasurer of The Law Society of Upper Canada on June 25, 1999.

## APPOINTMENTS

Adrienne Clarkson, O.C. was appointed Governor-General of Canada on September 8, 1999.  
(Appointed benchers, May 28, 1999).

Paul S. A. Lamek, Q.C. was appointed to the Superior Court of Justice on June 1, 1999.

## DEATHS

Nathan Strauss, Q.C., ex-officio benchers passed away on November 21, 1999.

## BENCHERS OF THE LAW SOCIETY OF UPPER CANADA

(AFTER 1999 BENCHERS' ELECTION – MAY 28, 1999)

<i>Treasurer</i>	George D. Hunter	<i>Appointed Benchers</i>	Howard G. Hampton
Robert P. Armstrong, Q.C.	Professor Vern Krishna, Q.C., FRSC	Stephen Bindman	Charles A. Harnick, Q.C.
<i>Elected Benchers</i>	Gavin MacKenzie	Abdul A. Chahbar	Robert S. Kemp-Welch, Q.C.
Robert B. Aaron	Ronald D. Manes	Andrew F. Coffey	Donald H. L.
Nancy L. Backhouse	Frank N. Marrocco, Q.C.	Gillian M. Diamond	Lamont, Q.C., LSM
Larry Banack	Robert Martin	Seymour Epstein	The Hon. Allan F.
Gordon Bobesich	W. A. Derry Millar	Barbara A. Laskin	Lawrence, P.C., Q.C.
Leonard A.	Gregory M. Mulligan	<i>Ex-Officio Benchers</i>	Laura L. Legge, Q.C.
Braithwaite, C.M., Q.C.	Ross William Murray, Q.C.	The Hon. John D.	Samuel Lerner, Q.C.
Thomas J. P. Carey	W. Niels Ortved	Arnup, Q.C., LSM	The Hon. G. Arthur Martin, Q.C.
Kim A. Carpenter-Gunn	Marilyn L. Pilkington	Marion Boyd	Daniel J. Murphy, Q.C.
Earl A. Cherniak, Q.C.	Julian Porter, Q.C.	Frederick M. Cass, Q.C.	Brendan O'Brien, Q.C.
Paul Copeland	Judith M. Potter	Ronald W. Cass, Q.C., LSM	Alan W. Pope, Q.C.
Eleanore A. Cronk	Helene Bruce Puccini	John T. Clement, Q.C.	The Hon. Sydney L.
Marshall A. Crowe	Heather Joy Ross	Austin M. Cooper, Q.C.	Robins, Q.C.
Carole Curtis	Clayton C. Ruby	Susan Elliott	The Hon. Allan M.
Dino DiGiuseppe	William J. Simpson, Q.C., LSM	Gordon H. T.	Rock, P.C., Q.C.
Edward W. Ducharme	Gerald A. Swaye, Q.C.	Farquharson, Q.C.	Arthur R. A. Scace, Q.C.
Todd Ducharme	Robert C. Topp	The Hon. James Flaherty	Ian G. Scott, Q.C.
Abraham Feinstein, Q.C.	Donald D. White	Patrick Garret	Harvey T. Strosberg, Q.C.
Neil Finkelstein	Richmond C. E. Wilson, Q.C.	Furlong, Q.C., LSM	J. James Wardlaw, Q.C., LSM
Gary Lloyd Gottlieb, Q.C.	Bradley H. Wright	The Hon. Edwin A. Goodman, P.C., O.C., Q.C.	Roger D. Yachetti, Q.C.

*Honorary Benchers*

Her Majesty Queen Elizabeth, The Queen Mother

The Right Honourable Margaret Thatcher

The Honourable Lincoln M. Alexander, Q.C.

His Royal Highness Prince Charles, Prince of Wales

Kenneth P. Jarvis, Q.C., RCA



BENCHERS OF THE LAW SOCIETY OF UPPER CANADA

(PRIOR TO 1999 BENCHERS' ELECTION – MAY 28, 1999)

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Harvey T. Strosberg, Q.C.

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W. Michael Adams  
Robert P. Armstrong, Q.C.  
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Thomas J.P. Carey  
Kim A. Carpenter-Gunn  
William D.T. Carter  
Thomas E. Cole  
Paul Copeland  
Eleanore A. Cronk  
Marshall A. Crowe  
Carole Curtis  
Elvio L. DelZotto, Q.C.  
Mary A. Eberts, LSM  
Philip M. Epstein, Q.C.  
Abraham Feinstein, Q.C.  
Neil Finkelstein

Gary Lloyd Gottlieb, Q.C.

Jane Harvey

Jennifer E. Keenan

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Krishna, Q.C., FRSC

Gavin MacKenzie

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Tamara K. Stomp

Gerald A. Swaye, Q.C.

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Nora Angeles

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Shirley O'Connor

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Alan W. Pope, Q.C.

The Hon. Sydney L.

Robins, Q.C.

The Hon. Allan M.

Rock, P.C., Q.C.

Arthur R.A. Scace, Q.C.

Ian G. Scott, Q.C.

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The Honourable Lincoln M. Alexander, Q.C.



## SENIOR MANAGEMENT

The Law Society of  
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du Haut-Canada

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Richard Tinsley  
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Anji Husain  
416-947-3451

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### PRESIDENT OF THE

### LAWYERS' PROFESSIONAL INDEMNITY COMPANY

Malcolm Heins  
416-598-5801

## ANNUAL GENERAL MEETING, 2000

TUESDAY, MAY 9, 2000

OSGOODE HALL, TORONTO

### ORDER OF BUSINESS

Minutes of the previous annual general meeting

Report of the work of the Society and the committees of the Society and Convocation

Presentation of the audited financial statements

Matters of professional interest that are directly related to the work of the Society

Motions (no motions were submitted by members of the profession)





## NOTES

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