



The Law Society of  
Upper Canada | Barreau  
du Haut-Canada

**August 9, 2016**  
**9:00 a.m.**

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# SPECIAL CONVOCATION MATERIAL

*PUBLIC COPY*

**SPECIAL CONVOCATION AGENDA**  
**August 9, 2016**

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***Teleconference – 9:00 a.m.***

*Benchers at Osgoode Hall on August 9 for other business may convene in **Convocation Room**.*

**Treasurer’s Remarks**

**Election of Bencher** [Tab 1]

**Consent Agenda - Motion** [Tab 2]

- **Confirmation of Amended Minutes of Convocation** – May 26, 2016
- **Motion** – Law Society Tribunal Proposed Amendment to the Rules of Practice and Procedure

**Motion** [Tab 3]

- Committee and Other Appointments

## THE LAW SOCIETY OF UPPER CANADA

### MOTION TO BE MOVED AT THE MEETING OF CONVOCATION ON AUGUST 9, 2016

WHEREAS Paul B. Schabas who was elected from the Province of Ontario "A" Electoral Region (City of Toronto) on the basis of the votes cast by all electors, has been elected as Treasurer; and

WHEREAS upon being elected Treasurer, Paul B. Schabas ceased to hold office as an elected bencher in accordance with subsection 25(2) of the *Law Society Act*, thereby creating a vacancy in the number of benchers elected from the Province of Ontario "A" Electoral Region (City of Toronto) on the basis of the votes cast by all electors.

MOVED BY:

SECONDED BY:

THAT under the authority contained in By-Law 3, Tanya C. Walker, having satisfied the requirements contained in subsections 43(1) and 45(1) of the By-Law, and having consented to the election in accordance with subsection 45(2) of the By-Law, be elected by Convocation as bencher to fill the vacancy in the number of benchers elected from the Province of Ontario "A" Electoral Region (City of Toronto) on the basis of the votes cast by all electors.

**Tab 2**

**THE LAW SOCIETY OF UPPER CANADA**

MOTION TO BE MOVED AT THE MEETING OF CONVOCATION ON AUGUST 9, 2016

MOVED BY:

SECONDED BY:

THAT Convocation approve the consent agenda set out at Tab 2 of the Convocation Materials.

**Tab 2.1** - Confirmation of amended Minutes of Convocation, May 26, 2016  
(amendment to page 1)

Tab 2.1

MINUTES OF CONVOCATION

Thursday, 26<sup>th</sup> May, 2016  
9:00 a.m.

PRESENT:

The Treasurer (Janet E. Minor), Anand, Banack, Beach, Bickford, Boyd, Braithwaite, Bredt, Burd, Callaghan (by telephone), Chrétien, Clément, Conway, Cooper, Corsetti, Criger, Donnelly (by telephone), Earnshaw, Epstein, Evans, Ferrier, Furlong, Galati, Goldblatt, Gottlieb, Groia, Haigh, Horvat, Krishna, Lawrie (by telephone), Leiper, Lem (by telephone), Lerner, Lippa, MacKenzie, MacLean, Manes (by telephone), McGrath, Merali, Mercer, Murchie, Murray, Nishikawa, Papageorgiou, Pawlitza, Potter (by telephone), Richardson (by telephone), Richer, Rosenthal, Ross, Ruby (by telephone), Schabas, Sheff, Spurgeon, St. Lewis, C. Strosberg, H. Strosberg, Swaye, Troister, Udell, Vespry, Wardle and Wright.

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Secretary: James Varro

The Reporter was sworn.

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The Treasurer welcomed those joining Convocation by webcast.

### TREASURER'S REMARKS

The Treasurer informed benchers that Claudia P. Prémont, bâtonnière du Québec, Lise Tremblay, Chief Executive Officer of the Barreau du Québec and Paul Le Vay, on behalf of the Association des juristes d'expression française de l'Ontario (AJEFO), will be attending Convocation.

The Treasurer advised that Kathleen Waters from LAWPRO will attend Convocation luncheon.

The Treasurer updated Convocation on the status of the Professional Development and Competence Committee Report and proposed licensing enhancements, and advised that the licensing process changes will not be implemented for the 2017-18 licensing year.

The Treasurer updated Convocation on her outreach activities with reference to her engagement report in the Convocation Materials. The Treasurer thanked benchers who participated with her in some of the outreach activities.

The Treasurer congratulated the recipients of the Law Society Awards bestowed at a ceremony last evening. The Treasurer thanked former benchers Constance Backhouse and William Simpson who assisted in bestowing the awards.

The Treasurer announced the recipients of the 2016 honorary LL.D. at upcoming calls to the bar:

- Mark M. Persaud, June 17, London Call
- Her Excellency Mary Robinson, Former President of Ireland, June 20 morning Toronto Call
- Richard W. Pound, Q.C., June 21 morning Toronto Call
- David Lepofsky, June 21 afternoon Toronto Call

The Treasurer announced that The Honourable Jody Wilson-Raybould, the Minister of Justice and Attorney General of Canada, will be called to the bar pursuant to section 1 of the *Barristers Act* in Ottawa on June 15, 2016.

The Treasurer announced that the Attorney General of Ontario, The Honourable Madeleine Meilleur, will address the Toronto call to the bar on June 20, 2016 in the afternoon.

The Treasurer informed Convocation that Dianne Corbiere has been appointed to the Federation of Law Societies of Canada working group on the Truth and Reconciliation Commission's Calls to Action.

The Treasurer announced that the Trinity Western University appeal will be heard June 6 to 8, 2016.

The Treasurer informed Convocation of upcoming public education and other events.

The Treasurer announced the four candidates for the Treasurer's election on June 23, 2016: Raj Anand, Howard Goldblatt, Susan McGrath and Paul Schabas.

The Treasurer advised that Julia Bass, Policy Counsel, will be leaving the Law Society on May 31 and thanked her for her outstanding contribution to the Law Society.

MOTION – CONSENT AGENDA – Tab 2

It was moved by Mr. Troister, seconded by Ms. Strosberg, that Convocation approve the consent agenda set out at Tab 2 of the Convocation Materials.

Carried

Tab 2.1 – DRAFT MINUTES OF CONVOCATION

The draft minutes of Convocation of April 28, 2016 were confirmed.

Tab 2.2 – MOTIONS

Tab 2.2.1 – Motion – Committee Appointments

THAT the following be reappointed to the Proceedings Authorization Committee:

Paul Schabas, Chair  
Jacqueline Horvat  
Brian Lawrie  
Jeffrey Lem  
Jonathan Rosenthal  
Gerald Sheff

Carried

Tab 2.2.2 – Motion – Reappointments to the Law Society Tribunal

THAT Marian Lipka be reappointed to the Hearing Division of the Law Society Tribunal for a term ending April 24, 2018.

THAT the following be reappointed to the Hearing Division of the Law Society Tribunal for a term ending June 29, 2018:

Eva Krangle  
Sabita Maraj  
John F. Spekkens  
Marilyn Thain  
Eric Whist

Carried

Tab 2.3 – REPORT OF THE EXECUTIVE DIRECTOR OF PROFESSIONAL DEVELOPMENT AND COMPETENCE

THAT the Report of the Executive Director of Professional Development and Competence listing the names of the call to the bar candidates be adopted.

Carried

COMPLIANCE-BASED ENTITY REGULATION TASK FORCE REPORT

Mr. Earnshaw presented the Report.

Re: Final Report of the Task Force on Compliance-Based Entity Regulation

It was moved by Mr. Earnshaw, seconded by Mr. MacKenzie, that Convocation approve:

- a. that the Law Society seek an amendment to the *Law Society Act* to permit Law Society regulation of entities through which legal services are provided; and
- b. the development of a regulatory framework for consideration by Convocation based on the principles of compliance-based regulation set out in the report.

An amendment to the motion, moved by Ms. Vespry, seconded by Ms. St. Lewis, that part a. and part b. of the motion each be the subject of a separate vote, was accepted.

Part a. of the motion was carried.

Part b. of the motion was carried.

TREASURER'S REMARKS

The Treasurer welcomed Claudia P. Prémont, bâtonnière du Québec, Lise Tremblay, Chief Executive Officer of the Barreau du Québec and Paul Le Vay representing AJEFO, to Convocation.

ADDRESS BY THE BÂTONNIÈRE DU QUÉBEC

Claudia P. Prémont addressed Convocation on the work of the Barreau du Québec.

PROFESSIONAL REGULATION COMMITTEE REPORT

Mr. Mercer presented the Report.

Re: Amendments to the Rules of Professional Conduct Regarding Transactions with Clients

It was moved by Mr. Mercer, seconded by Ms. Richer, that Convocation approve amendments to Rules 3.4-27 to 3.4-37 of the Rules of Professional Conduct, as set out in Tab 4.1.1.

Carried

Re: Amendments to the Rules of Professional Conduct Regarding Duty to Report

It was moved by Mr. Mercer, seconded by Ms. Richer, that Convocation approve amendments to the commentary to Rule 3.2-1 (Quality of Service) and Rule 7.1-3 and Commentary (Duty to Report Misconduct) as set out in Tab 4.2.1.

Carried

Re: Amendments to the Rules of Professional Conduct Regarding Errors and Omissions

It was moved by Mr. Mercer, seconded by Ms. Richer, that Convocation approve amendments to the Rules of Professional Conduct regarding the reporting to clients of errors and omissions in Rules 7.8-1 and 7.8-2 as set out in Tab 4.3.1.

Carried

*For Information*

- Professional Regulation Division Quarterly Report January to March 2016

PARALEGAL STANDING COMMITTEE REPORT

Ms. Haigh presented the Report.

Re: Proposed Amendments to *Paralegal Rules of Conduct*

It was moved by Ms. Haigh, seconded by Ms. McGrath, that Convocation approve the amendments to the *Paralegal Rules of Conduct* set out at Tabs 5.1.1, 5.1.3. and 5.1.4.

Carried

*For Information*

- Update on Enhancements to Licensing Process

AUDIT & FINANCE COMMITTEE REPORT

Mr. Wardle presented the Report.

Re: Investment Policy

It was moved by Mr. Wardle, seconded by Mr. Bredt, that Convocation approve the updated Investment Policy.

Carried

Re: Portfolio Manager

It was moved by Mr. Wardle, seconded by Mr. Bredt, that Convocation approve the continued retention of the Portfolio Manager, Foyston Gordon & Payne.

Carried

Re: Investment Custodian

It was moved by Mr. Wardle, seconded by Mr. Bredt, that Convocation approve the continued retention of the Custodian, CIBC Mellon Global Securities Services Company.

Carried

*For Information*

- Report on Investment Returns
- Law Society of Upper Canada Financial Statements for the three months ended March 31, 2016
- Investment Compliance Reporting for the period ending March 31, 2016

EQUITY AND ABORIGINAL ISSUES COMMITTEE/COMITÉ SUR L'ÉQUITÉ ET LES AFFAIRES AUTOCHTONES REPORT

Mr. Schabas presented the Report.

Re: Human Rights Monitoring Group Request for Interventions

It was moved by Mr. Schabas, seconded by Mr. Cooper, that Convocation approve the letters and public statements in the cases set out at Tabs 7.2.1 and 7.2.2.

Carried

*For Information*

- Statistical Snapshots of the Professions
- Equity Legal Education and Rule of Law Series Calendar 2016

The Treasurer advised that the Tribunal Committee Report and the Report on the Federation of Law Societies of Canada will be deferred to June 23, 2016 Convocation.

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*REPORTS FOR INFORMATION ONLY*

TRIBUNAL COMMITTEE REPORT

FEDERATION OF LAW SOCIETIES OF CANADA UPDATE

REPORT ON THE ACTION GROUP ON ACCESS TO JUSTICE (TAG)

CONVOCATION ROSE AT 1:16 P.M.

**TAB 2.2**

THE LAW SOCIETY OF UPPER CANADA

**LAW SOCIETY TRIBUNAL**

**RULES OF PRACTICE AND PROCEDURE**

MOTION TO BE MOVED AT THE MEETING OF CONVOCATION ON AUGUST 9, 2016

MOVED BY

SECONDED BY

THAT Convocation amend the French version of Law Society Tribunal Hearing Division Rules of Practice and Procedure, made by Convocation on March 12, 2014, and amended by Convocation on May 22, 2014, September 24, 2014, October 30, 2014, February 25, 2016, April 28, 2016 and June 23, 2016 by replacing Rule 13.01(1) with the following:

13.01 (1) Les motions sont présentées par voie d'avis de motion (formulaire 13A) sauf si l'avis n'est pas nécessaire en raison des circonstances ou de la nature de la motion.

Explanatory note:

This motion corrects an error in the French version of the subject rule, approved at June 23, 2016 Convocation, so that the English and French versions of the rule have the same meaning. The amendment removes the phrase « qui ne figurent pas au paragraphe (1) » after the word « motions ».

**THE LAW SOCIETY OF UPPER CANADA**

MOTION TO BE MOVED AT THE SPECIAL CONVOCATION ON AUGUST 9, 2016

MOVED BY:

SECONDED BY:

THAT the attached list of appointments under **Schedule A** be approved.

THAT Isfahan Merali be appointed to the Law Foundation of Ontario Board of Trustees to replace Paul Schabas.

THAT Convocation approve Jerry Udell for election to the LawPRO Board of Directors.

THAT Teresa Donnelly be appointed to the Proceedings Authorization Committee to replace Paul Schabas.

## **SCHEDULE A**

### **COMMITTEE, TASK FORCE, WORKING GROUP AND EXTERNAL/OTHER APPOINTMENTS**

**August 9, 2016**

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*Not included in the list of appointments in Schedule A are entities whose memberships are not currently changing or appointments or reappointments not currently required based on terms for appointment that have not yet expired.*

#### **COMMITTEES**

##### **Access to Justice**

**Howard Goldblatt (Chair)**

**Janet Leiper (Vice-Chair)**

**Gina Papageorgiou (Vice-Chair)**

Raj Anand

Fred Bickford

Robert Burd

Cathy Corsetti

Robert Evans

Avvy Go

Marian Lippa

Malcolm Mercer

Susan Richer

Baljit Sikand

Anne Vespry

##### **Audit & Finance**

**Christopher Bredt (Chair)**

**Teresa Donnelly (Vice-Chair)**

**Suzanne Clément (Vice-Chair)**

Peter Beach

Paul Cooper

Janis Criger

Seymour Epstein

Michelle Haigh

Vern Krishna

Jan Richardson

Rocco Galati

Andrew Spurgeon

Gina Papageorgiou

Catherine Strosberg

Tanya Walker

**Compensation**

**Paul Schabas (Chair)**

Christopher Bredt  
Teresa Donnelly  
Gerald Sheff  
Peter Wardle

**Compensation Fund**

**Carol Hartman (Chair)**

**Michelle Haigh (Vice-Chair)**

Gisèle Chrétien  
Joseph Groia  
Jan Richardson

**Equity and Aboriginal Issues**

**Dianne Corbiere (Co-Chair)**

**Julian Falconer (Co-Chair)**

**Sandra Nishikawa (Vice-Chair)**

**Gina Papageorgiou (Vice-Chair)**

Marion Boyd  
Suzanne Clément  
Robert Evans  
Avvy Go  
Howard Goldblatt  
Marian Lippa  
Isfahan Merali  
Sidney Troister  
Tanya Walker

**Government and Public Affairs**

**John Callaghan (Chair)**

**Marion Boyd (Vice-Chair)**

**William McDowell (Vice-Chair)**

Jack Braithwaite  
Paul Cooper  
Ross Earnshaw  
Julian Falconer  
Marian Lippa  
Virginia MacLean  
Susan McGrath  
Julian Porter  
Jonathan Rosenthal  
Joanne St. Lewis  
Catherine Strosberg

**Inter-Jurisdictional Mobility**

**Michael Lerner (Chair)**

**Jacqueline Horvat (Vice-Chair)**

Peter Beach

Jack Braithwaite

Ross Earnshaw

Seymour Epstein

Robert Evans

Jerry Udell

**Law Society Awards**

**Paul Schabas (Chair)**

Dianne Corbiere

Michelle Haigh

William McDowell

Sandra Nishikawa

Andrew Spurgeon

Catherine Strosberg

**Law Society LL.D. Advisory**

**Paul Schabas (Chair)**

Dianne Corbiere

Michelle Haigh

William McDowell

Sandra Nishikawa

Andrew Spurgeon

Catherine Strosberg

**Litigation**

**Jacqueline Horvat (Chair)**

**Peter Wardle (Vice-Chair)**

John Callaghan

Janis Criger

Seymour Epstein

Howard Goldblatt

William McDowell

Sandra Nishikawa

Jonathan Rosenthal

**Paralegal Standing**

**Michelle Haigh (Chair)**  
**Janis Criger (Vice-Chair)**

Marion Boyd  
Robert Burd  
Cathy Corsetti  
Ross Earnshaw  
Brian Lawrie  
Marian Lippa  
Susan McGrath  
Barb Murchie  
Jan Richardson  
Baljit Sikand  
Anne Vespry

**Priority Planning**

**Paul Schabas (Chair)**

Christopher Bredt  
Dianne Corbiere  
Teresa Donnelly  
Julian Falconer  
Michelle Haigh  
Jacqueline Horvat  
Howard Goldblatt  
William McDowell  
Malcolm Mercer  
Sandra Nishikawa  
Catherine Strosberg  
Peter Wardle

**Professional Development and Competence**

**Peter Wardle (Chair)**  
**Jacqueline Horvat (Vice-Chair)**  
**Joanne St. Lewis (Vice-Chair)**

Jack Braithwaite  
Dianne Corbiere  
Teresa Donnelly  
Joseph Groia  
Michelle Haigh  
Barbara Murchie  
Sandra Nishikawa  
Andrew Spurgeon  
Catherine Strosberg  
Sidney Troister  
Anne Vespry

**Professional Regulation**

**William McDowell (Chair)**

**Jonathan Rosenthal (Vice-Chair)**

**Malcolm Mercer (Vice-Chair)**

Fred Bickford

John Callaghan

Gisèle Chrétien

Suzanne Clément

Seymour Epstein

Carol Hartman

Michael Lerner

Brian Lawrie

Virginia MacLean

Susan Richer

Raj Sharda

Jerry Udell

**Summary Disposition**

John Callaghan

Malcolm Mercer

**Tribunal**

**Barbara Murchie (Chair)**

**Isfahan Merali (Vice-Chair)**

Raj Anand

Larry Banack

Peter Beach

Christopher Bredt

Robert Burd

Janis Criger

Paul Cooper

Rocco Galati

Baljit Sikand

Peter Wardle

## **TASK FORCE**

### **Compliance-Based Entity Regulation**

#### **Ross Earnshaw (Chair)**

Raj Anand  
Gisèle Chrétien  
Howard Goldblatt  
Joseph Groia  
Carol Hartman  
Brian Lawrie  
Malcolm Mercer  
Barbara Murchie  
Sidney Troister  
Raj Sharda  
Peter Wardle

## **WORKING GROUPS**

### **Advertising and Fee Arrangements Issues (Professional Regulation Committee)**

#### **Malcolm Mercer (Chair)**

Jack Braithwaite  
Paul Cooper  
Jacqueline Horvat  
Michael Lerner  
Marian Lippa  
Virginia Maclean  
Jan Richardson  
Jonathan Rosenthal  
Andrew Spurgeon  
Jerry Udell

### **Alternative Business Structures**

#### **Susan McGrath (Co-Chair)**

#### **Malcolm Mercer (Co-Chair)**

Fred Bickford  
Marion Boyd  
Suzanne Clément  
Cathy Corsetti  
Janis Criger  
Carol Hartman  
Brian Lawrie  
Jeffrey Lem  
Joanne St. Lewis  
Anne Vespry

**Disclosure (Professional Regulation Committee)**

**Malcolm Mercer (Chair)**

John Callaghan  
Jacqueline Horvat  
Brian Lawrie  
Jan Richardson  
Jonathan Rosenthal

**Human Rights Monitoring Group**

**Teresa Donnelly (Chair)**

Robert Evans  
Julian Falconer  
Avvy Go  
Isfahan Merali  
Judith Potter  
Heather Ross  
Joanne St. Lewis

**EXTERNAL/OTHER APPOINTMENTS**

**Ontario Bar Association Council**

Fred Bickford  
Jack Braithwaite  
Barbara Murchie (Treasurer's Nominee)