

**LAW SOCIETY OF ONTARIO**

MOTION TO BE MOVED AT THE MEETING OF CONVOCATION ON APRIL 23, 2020

MOVED BY: Cathy Corsetti

SECONDED BY: Jacqueline Horvat

THAT Convocation approve the consent agenda set out at Tab 1 of the Convocation Materials.

D R A F T

MINUTES OF CONVOCATION

Thursday, 27<sup>th</sup> February, 2020  
9:00 a.m.

PRESENT:

The Treasurer (Malcolm M. Mercer), Adourian, Alford, Armstrong, Banack (by telephone), Braithwaite, Brown, Burd, Charette, Chiummiento, Cooper, Corbiere, Corsetti, Desgranges, Donnelly, Epstein, Esquega, Fagan, Falconer, Ferrier, Goldstein, Graham, Groia, Horgan, Horvat, Klippenstein, Krishna (by telephone), Lalji, Lau, Lean, Lewis, Lippa, Lockhart (by telephone), Lomazzo, Lyon (by telephone), Marshall, Merali (by telephone), Minor, Painchaud, Papageorgiou, Parry, Pineda (by telephone), Poliacik, Pollock, Prill, Rosenthal, Sellers, Sheff, Shi (by telephone), Shin Doi, Shortreed, Spurgeon, Strosberg, Troister, Walker (by telephone), Wellman, Wilkes, Wilkinson, N. Wright (by telephone).

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Secretary: James Varro

The Reporter was sworn.

IN PUBLIC

TREASURER'S REMARKS

The Treasurer welcomed those joining Convocation by public webcast.

The Treasurer recognized that Convocation is meeting in Toronto which is a Mohawk word that means "where there are trees standing in the water".

The Treasurer acknowledged that Convocation is meeting on the traditional territory of the Mississaugas of New Credit First Nation and acknowledged the Haudenosaunee, and the long history of all of the First Nations in Ontario and the Métis and Inuit peoples. The Treasurer thanked the First Nations people who lived and live in these lands for sharing them with us in peace.

The Treasurer addressed the protocol for Convocation in the Lamont Learning Centre.

The Treasurer expressed condolences to the family of Peter W. Hogg, CC, Q.C., FRSC, a renowned legal scholar and lawyer, who passed away on February 4, 2020.

The Treasurer expressed condolences to the family of appointed bencher Robert

Bateman, who passed away on February 10, 2020.

The Treasurer congratulated former Treasurer Janet E. Minor who was granted an honorary LL.D. at the Call to the Bar ceremony on January 31, 2020.

The Treasurer noted the candidates who were called to the bar on January 31, 2020 listed at Tab 1.3.2 of the Convocation materials.

The Treasurer noted for benchers information reports in the Convocation materials from the Professional Regulation Committee and the Law Society Tribunal.

#### MOTION – CONSENT AGENDA – Tab 1

It was moved by Mr. Burd, seconded by Mr. Troister, that Convocation approve the consent agenda set out at Tab 1 of the Convocation Materials.

Carried

#### Tab 1.1 – DRAFT MINUTES OF CONVOCATION

The draft minutes of Convocation of November 29, 2019 were confirmed.

#### Tab 1.2 – MOTIONS

##### Re: Tab 1.2.1 – Annual General Meeting

THAT Convocation approve Wednesday May 13, 2020 at 5:15 p.m. at Osgoode Hall, 130 Queen Street West, Toronto as the time and place of the 2020 Annual General Meeting, in accordance with Section 5 of By-Law 2 [Corporate Provisions].

Carried

##### Re: Tab 1.2.2 – Tribunal Appointments

#### HEARING DIVISION

That the following be reappointed to the Hearing Division of the Law Society Tribunal for a term from March 14, 2020 to March 11, 2022:

- S. Margot Blight
- Barbara A. Laskin
- Michelle Lomazzo
- Anna Mascieri-Boudria
- W. Andrew Oliver
- Maurice A. Portelance
- Frederika Rotter

## APPEAL DIVISION

That S. Margot Blight and Frederika Rotter be reappointed to the Appeal Division of the Law Society Tribunal for a term from March 14, 2020 to March 11, 2022.

Carried

## Tab 1.3 – 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

## PARALEGAL STANDING COMMITTEE REPORT

Mr. Burd presented the Report.

### Re: Ending Licensee Exemption for Injured Workers' Groups

It was moved by Mr. Burd, seconded by Ms. Shortreed, that Convocation approve amendments to By-Law 4, as detailed in the motion at Tab 2.1.1 of the Convocation materials.

Carried

### Re: Amendments to the Conflict of Interest Rules – Pro Bono and Other Short-Term Legal Services

It was moved by Mr. Burd, seconded by Ms. Shortreed, that Convocation approve the amendments to Rule 3.04(18) to (22) of the *Paralegal Rules of Conduct* at Tabs 2.2.1 (English), 2.2.2 (English, redlined), 2.2.3 (French), and 2.2.4 (French, redlined) of the report, updating the rules regarding conflicts of interest in the provision of *pro bono* and other short-term legal services.

Carried

## PRIORITY PLANNING COMMITTEE REPORT

Ms. Horvat presented the Report.

### Re: 2019-2023 Law Society of Ontario Strategic Plan

It was moved by Ms. Horvat, seconded by Mr. Chiumminto, that Convocation approve the Strategic Plan for the Law Society of Ontario for the 2019-2023 bench term, as set out in the report.

AUDIT AND FINANCE COMMITTEE REPORT

Ms. Donnelly presented the Report.

Re: Compensation Fund Motion

Ms. Donnelly advised that the Recitals to the motion are amended to delete the word “Lawyer” in the second recital.

It was moved by Ms. Donnelly, seconded by Mr. Poliacik, that:

Whereas:

S51(1.1) of the Law Society Act (the “Act”) provides that “The Society shall maintain the [Compensation Fund] and shall hold it in trust for the purposes of this section.”

And Whereas:

Section 51(12) of the Act provides that “There may be paid out of the [Compensation Fund] the costs of its administration, including the costs of investigations and hearings and all other costs, salaries and expenses necessarily incidental to the administration of the Fund.”

And Whereas:

Commencing in or before 1990, a portion of Law Society investigation expenses and discipline expenses was allocated to the Compensation Fund on the basis that such expenses were costs of investigations and other necessarily incidental costs as contemplated by section 51(12) of the Act;

And Whereas:

In 1998, the Law Society established a spot audit program, on the recommendation of the Compensation Fund Committee, intended to avoid claims against the Compensation Fund and commenced allocation of spot audit expenses to the Compensation Fund;

And Whereas:

The amounts of expenses for investigation, discipline and spot audits (“additional expenses”) that were allocated to the Compensation Fund were disclosed annually in the Law Society’s audited financial statements;

And Whereas:

From 2013 to 2017, the total annual amounts of the additional expenses that were allocated to the Compensation Fund Levy were approximately eight million dollars;

And Whereas:

In 2017, the Audit and Finance Committee concluded “that the Compensation fund levy should be limited to the direct costs of the Compensation Fund” and the Compensation fund

levy proposed by the Audit and Finance Committee and approved by Convocation has been on this basis for the Law Society's fiscal years 2018, 2019 and 2020;

And Whereas:

There have been differences of opinion as to whether including the anticipated amount of the additional expenses in the Compensation Fund Levy and allocating the additional expenses to the Compensation Fund was in strict compliance with Section 51(12) of the Law Society Act (the "Act")

And Whereas:

In November 2019, a member of the Compensation Fund Committee presented his concerns about the additional expenses previously having been charged to the Compensation Fund in a memorandum dated October 30, 2019.

And Whereas:

It is desirable that Convocation establish a policy in regard to the allocation of expenses to the Compensation Fund;

It is the policy of Convocation that:

- a) no costs, salaries and expenses shall be allocated by the Law Society of Ontario to the Compensation Fund other than the direct costs, salaries and expenses of the Compensation Fund;
- b) the audited financial statements of the Law Society disclose whether any costs have been allocated to the Compensation Fund other than the direct costs of the Compensation Fund and that the Audit & Finance Committee shall report to Convocation annually in respect of such allocation; and
- c) An external legal opinion as to compliance with section 51(12) of the Act be obtained prior to any subsequent amendment to this policy which would have the effect of allocating any indirect costs, salaries or expenses to the Compensation Fund.

Ms. Shi, seconded by Mr. Goldstein, moved that the motion be amended as follows:

That Convocation replace paragraph (c) of the motion with the following:

- c) An application to a court of proper jurisdiction seeking direction as to what expenditure for the Compensation Fund and the levies collected under it shall be permitted in compliance with section 51, in particular subsections (2) and (12) of the *Act*, shall be obtained prior to any subsequent amendment to this policy which would have the effect of allocating any indirect costs, salaries or expenses to the Compensation Fund.

Lost

ROLL-CALL VOTE

Adourian	Against	Lewis	Against
Alford	For	Lippa	Against
Braithwaite	Against	Lockhart	Against
Brown	For	Lomazzo	Against
Burd	Against	Lyon	For
Charette	For	Marshall	Against
Chiummiento	Against	Merali	Against
Cooper	Against	Painchaud	Against
Corbiere	Against	Papageorgiou	Against
Corsetti	Against	Parry	Against
Desgranges	For	Poliacik	Against
Donnelly	Against	Pollock	Against
Epstein	Against	Prill	For
Esquega	Against	Rosenthal	Against
Fagan	For	Sellers	Against
Falconer	Against	Sheff	Against
Goldstein	For	Shi	For
Graham	Against	Shin Doi	Against
Groia	Against	Shortreed	Against
Horgan	Against	Spurgeon	Against
Horvat	Against	Troister	Against
Klippenstein	For	Wellman	Against
Lalji	Against	Wilkes	Against
Lau	Against	Wilkinson	Against
Lean	For	Wright	For

Vote: 12 For; 38 Against

Ms. Shi, seconded by Mr. Goldstein, moved that the motion be amended as follows:

That Convocation add after paragraph (c) of the motion the following:

- d) Audit and Finance Committee shall study and report back to Convocation as soon as possible on the feasibility of the following budgetary measures for the budgets of the next 9 years commencing on 2021:

- (i) waive the Compensation Fund levy or its equivalent, while all the while restoring and maintaining the dollar amount held in the Compensation Fund to and at its required level; and
- (ii) freeze annual dues at the level in the 2020 budget.

Lost

ROLL-CALL VOTE

Adourian	Against	Lewis	Against
Alford	For	Lippa	Against
Braithwaite	Against	Lockhart	Against
Brown	Against	Lomazzo	Against
Burd	Against	Lyon	For
Charette	For	Marshall	Against
Chiummianto	Against	Merali	Against
Cooper	Against	Painchaud	Against
Corbiere	Against	Papageorgiou	Against
Corsetti	Against	Parry	Against
Desgranges	For	Poliacik	Against
Donnelly	Against	Pollock	Against
Epstein	Against	Prill	For
Esquega	Against	Rosenthal	Against
Fagan	For	Sellers	Against
Falconer	Against	Sheff	Against
Goldstein	For	Shi	For
Graham	Against	Shin Doi	Against
Groia	Against	Shortreed	Against
Horgan	Against	Spurgeon	Against
Horvat	Against	Troister	Against
Klippenstein	For	Wellman	Against
Lalji	Against	Wilkes	Against
Lau	Against	Wilkinson	Against
Lean	For	Wright	For

Vote: 11 For; 39 Against



The main motion carried.

ROLL-CALL VOTE

Adourian	For	Lewis	For
Alford	For	Lockhart	For
Braithwaite	For	Lomazzo	For
Brown	For	Lyon	For
Burd	For	Marshall	For
Charette	For	Merali	For
Chiummiento	For	Painchaud	For
Cooper	For	Papageorgiou	For
Corbiere	For	Parry	For
Corsetti	For	Poliacik	For
Desgranges	For	Pollock	For
Donnelly	For	Prill	For
Epstein	For	Rosenthal	For
Esquega	For	Sellers	For
Fagan	For	Sheff	For
Falconer	For	Shi	For
Goldstein	For	Shin Doi	For
Graham	For	Shortreed	For
Groia	For	Spurgeon	For
Horgan	For	Troister	For
Horvat	For	Wellman	For
Klippenstein	For	Wilkes	For
Lalji	For	Wilkinson	For
Lau	For	Wright	For
Lean	For		

Vote: 49 For; 0 Against

*For information:*

- LawPRO Financial Statements for the Nine Months Ended September 30, 2019
- LibraryCo Inc. Financial Statements for the Nine Months Ended September 30, 2019

## NOTICE OF MOTION

It was moved by Mr. Fagan, seconded by Mr. Brown:

### WHEREAS

- (1) Benchers shall govern the affairs of the LSO in accordance with s. 10 of the *Law Society Act, R.S.O. 1990, c. L.8 as amended*; and
- (2) The Equity & Indigenous Affairs Committee (“EIAC”) of the LSO conducts meetings with Equity Advisory Group (“EAG”) representatives present from time to time to discuss the affairs of the LSO; and
- (3) EAG’s proper role in the EIAC is to assist the EIAC and the LSO by carrying out its work according to the EIAC’s accepted practice of resolving debates and disagreements and disputes within EIAC to the extent possible; and
- (4) An EAG representative has egregiously disrupted the accepted practice of EIAC in that the EAG representative
  - a. Deliberately disregarded the EIAC practice of resolving disputes and disagreements within the EIAC not long after a gathering of EIAC at which said representative was in attendance, and
  - b. Published on Twitter a serious and highly damaging allegation against a specific bencher without identifying the bencher,
  - c. Thereby seriously impugning the integrity of all benchers and Convocation, and infringing the privileges of Convocation; and
- (5) The LSO’s department of Discrimination & Harassment Counsel and at least one bencher re-published the highly damaging allegation with retweets thereby magnifying the damaging allegation; and
- (6) Redress for the conduct of the EAG representative and the DHC, and the proper safeguarding of bencher privileges against any possible further such conduct, are required in order to restore the rights and role and privileges of Convocation and LSO committees so that they may continue to be fora in which open discussion may occur without fear that injurious social media campaigns will be initiated and prolonged by participants and others within the LSO;

THAT Convocation hereby expresses its censure of the EAG representative for his serious and highly damaging Twitter allegation; and

THAT Convocation hereby expresses its censure of the DHC for the retweeting of the serious and highly damaging Twitter allegation.

The Treasurer ruled the motion out of order pursuant to s.91(2) of By-Law 3 as it concerns a matter in respect of which there could be a hearing conducted under the *Law Society Act*.

## NOTICE OF MOTION

Mr. Fagan advised that with Mr. Brown's agreement the words "unelected persons" in paragraph (b) of the motion are replaced with "non-benchers".

It was moved by Mr. Fagan, seconded by Mr. Brown:

### WHEREAS

- (1) Benchers shall govern the affairs of the LSO in accordance with s. 10 of the Law Society Act, R.S.O. 1990, c. L.8 as amended;
- (2) Benchers are entitled to attend all Standing Committee meetings in accordance with s. 115(2) of Bylaw 3 of LSO;
- (3) The Equity & Indigenous Affairs Committee ("EIAC") regularly accords to representatives of the Equity Advisory Group ("EAG") and other selected external groups the privilege of regular attendance and participation at EIAC Committee meetings and other EIAC events;
- (4) One such EIAC event occurred on January 16, 2020 in the form of a Talking Circle. On that occasion, EAG representatives were permitted to speak while several non-Committee member Benchers were not permitted to speak;
- (5) While EAG has a limited mandate to assist in the governance of the LSO, neither it nor its representatives take precedence over the statutory mandate of Benchers who are elected or appointed by the Provincial government pursuant to the LSO Act to govern LSO;
- (6) The above denial of the right of Benchers to speak while, in the same meeting, invited EAG advisors were permitted to do so breaches each Bencher's privileges;
- (7) Pursuant to Subsection 2(2) of the LSO Act, the LSO is constituted as a corporation without share capital that is subject to the provisions of the Corporations Act of Ontario, and whose directors are designated as Benchers by the LSO Act;
- (8) When the EIAC sits in Committee or conducts other EIAC events it exercises powers of Convocation delegated to it by Convocation;
- (9) The blanket denial of a Bencher's right of participation and speaking at any meeting or other event of an LSO Committee improperly impairs each Bencher, in exercising his or her powers and discharging his or her duties as a director pursuant to Subsection 127.1 (1) of the Corporations Act;
- (10) Denying a bencher the right to attend and to fully participate at a meeting of an LSO Committee or other Committee event, while at the same time according to non-benchers

the right to participate and speak at such meeting or event, therefore constitutes a violation of the Corporations Act.

That:

- (a) EIAC is hereby directed to recognize the right of all Benchers to attend, to participate and to speak at EIAC committee meetings and other EIAC events, subject only
  - i. to the exclusive right of the appointed Bencher members of such committee to vote on all matters coming before the committee, and
  - ii. the right of the chair of such meeting or event to give precedence to the appointed Bencher members of such committee, and to manage the meeting having regard to time constraints and other factors as seem relevant to the chair;
  
- (b) pending the report of the committee of Benchers referred to in paragraph (c) below, EIAC shall conduct its meetings without the regular attendance and participation of non-benchers, except for the purpose of allowing such persons to submit reports requested by the EIAC or make submissions to the EIAC, as permitted by the EIAC.
  
- (c) a committee of Benchers be appointed by Convocation at its next regular meeting to
  - i. study the question of the advisability of according to non-benchers the privilege of regular attendance and participation at meetings and other events of the Committees of Convocation.
  - ii. Study the advisability of creating and maintaining a standing group of unelected advisors such as the EAG.

Ms. Corbiere moved, seconded by Mr. Burd, that the motion be tabled.

Carried

ROLL-CALL VOTE

Adourian	Against	Lippa	Against
Alford	Against	Lockhart	For
Braithwaite	For	Lomazzo	For
Brown	Against	Lyon	Against
Burd	For	Marshall	Against
Charette	Against	Merali	For
Chiummiento	Against	Painchaud	For
Cooper	For	Papageorgiou	For
Corbiere	For	Parry	Against
Corsetti	For	Pineda	Against
Desgranges	Against	Poliacik	Against
Donnelly	For	Pollock	Against
Epstein	For	Prill	Against
Esquega	For	Rosenthal	For
Fagan	Against	Sellers	For
Falconer	For	Sheff	For
Goldstein	Against	Shi	Against
Graham	Against	Shin Doi	For
Groia	For	Shortreed	For
Horgan	Against	Spurgeon	For
Horvat	For	Troister	For
Klippenstein	Against	Walker	For
Lalji	For	Wellman	For
Lau	For	Wilkes	Against
Lean	Against	Wilkinson	For
Lewis	For	Wright	Against

Vote: 29 For; 23 Against

POINT OF PERSONAL PRIVILEGE

Ms. Lean addressed her concerns about the tabling of the motion given the issue the motion addressed.

POINT OF PERSONAL PRIVILEGE

Mr. Falconer expressed concerns about the event that led to the notices of motion.

IN PUBLIC

REPORTS FOR INFORMATION ONLY

PROFESSIONAL REGULATION COMMITTEE REPORT

- 2019 Annual Report of the Complaints Resolution Commissioner
- Professional Regulation Division 2019 End-of-Year Report

TRIBUNAL COMMITTEE REPORT

- Law Society Tribunal Quarterly Statistics from October 1, 2019 to December 31, 2019

CORRESPONDENCE RECEIVED BY LSO RE: FAGAN/BROWN NOTICES OF MOTION

CONVOCATION ROSE AT 1:28 P.M.

**LAW SOCIETY OF ONTARIO**

MOTION TO BE MOVED AT THE MEETING OF CONVOCATION ON APRIL 23, 2020

THAT, further to the Secretary's published notice of the postponement of the Law Society of Ontario's Annual General Meeting set by Convocation on February 27, 2020 for Wednesday May 13, 2020 at 5:15 p.m. at Osgoode Hall, Toronto, Convocation ratify the postponement with its determination of a new date for the Annual General Meeting to follow at the appropriate time.

**LAW SOCIETY OF ONTARIO**

MOTION TO BE MOVED AT THE MEETING OF CONVOCATION ON APRIL 23, 2020

THAT Convocation ratify the Law Society's decision to allow licensees who have not paid their 2020 annual fee to defer payment of the annual fee without administrative penalty to June 1, 2020, and the Law Society's decision to defer until June 2020 the April and May withdrawals for licensees enrolled in the Pre-Authorized Monthly Payment Plan for the 2020 annual fee, in recognition of the financial strain caused by COVID-19.



## LAW SOCIETY OF ONTARIO

### MOTION TO BE MOVED AT THE MEETING OF CONVOCATION ON APRIL 23, 2020

#### HEARING DIVISION

THAT the following be reappointed to the Hearing Division of the Law Society Tribunal for a term expiring June 24, 2022:

Eva Krangle  
Sabita Maraj  
John Spekkens  
Marilyn Thain  
Eric Whist

#### APPEAL DIVISION

THAT the following be appointed to the Appeal Division of the Law Society Tribunal for a term expiring May 28, 2021:

C. Scott Marshall  
Geneviève Painchaud  
Lubomir Poliacik  
Julia Shin Doi  
Megan Shortreed

THAT Michelle Lomazzo be appointed to the Appeal Division of the Law Society Tribunal for a term expiring March 11, 2022.

THAT Eric Whist be appointed to the Appeal Division of the Law Society Tribunal for a term expiring June 24, 2022.



**Law Society**  
of Ontario

**Barreau**  
de l'Ontario

**Tab 1.3**

## **Treasurer's Report**

### **LawPRO Annual Shareholder Resolutions**

April 23, 2020

**Authored By:**

James Varro, Director, Office of the CEO and Corporate Secretary

[jvarro@lso.ca](mailto:jvarro@lso.ca)



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<b>Background .....</b>	<b>2</b>



## Motion

**That Convocation authorize the Treasurer to sign the shareholder resolutions for the Lawyers' Professional Indemnity Company (LawPRO) set out at Tab 1.3.1.**

## Background

As a result of amendments to LawPRO's By-law No. 1, which the Law Society and all shareholders approved in 2014, the Law Society became the sole shareholder of LawPRO effective January 1, 2015.

Accordingly, Convocation's approval is sought to direct the Treasurer to sign the annual Resolutions of the Shareholder. The proposed shareholder resolutions appear at **Tab 1.3.1**.

Also included for the information of Convocation is biographical information on the members of the LawPRO Board at **Tab 1.3.2** and LawPRO's 2019 Financial Statements which are included in the LawPRO Annual Report at **Tab 1.3.3**.

**LAWYERS' PROFESSIONAL INDEMNITY COMPANY**  
**(the "Corporation")**

**RESOLUTIONS OF THE SHAREHOLDER**

Dated as of the  
23<sup>rd</sup> day of April, 2020

**FINANCIAL STATEMENTS**

WHEREAS the Board of Directors has approved the financial statements of the Corporation for the year ending December 31, 2019;

AND WHEREAS the shareholder has received a report of the auditor which includes statements regarding management's responsibility and the auditor's responsibility and an opinion from the auditor;

**RESOLVED** that the financial statements of the Corporation for the year ended December 31, 2019 are approved.

**ELECTION OF DIRECTORS**

**RESOLVED** that the following individuals are elected directors of the Corporation to hold office until the next annual meeting of the shareholder or until their successors are elected or appointed:

Robert P. Adourian  
Susan M. Armstrong  
Clare A. Brunetta  
Frederick W. Gorbet  
Malcolm L. Heins  
Rita Hoff  
Diana C. Miles  
David R. Oliver  
Daniel E. Pinnington  
Geoffrey A.R. Pollock  
Julia S. Shin Doi  
Andrew N. Smith  
Andrew J. Spurgeon  
Mark D. Tamminga

## **APPOINTMENT OF AUDITOR**

**RESOLVED** that PricewaterhouseCoopers LLP is appointed as auditor of the Corporation to hold office until the next annual meeting of the shareholder at such remuneration as may be fixed by the directors and the directors are authorized to fix such remuneration.

## **CONFIRMATION OF ACTS OF DIRECTORS AND OFFICERS**

**RESOLVED** that all acts, contracts, by-laws, proceedings, appointments, elections and payments enacted, made, done and taken by the directors and officers of the Corporation to the date hereof, as the same are set out or referred to in the resolutions of the board of directors, the minutes of the meetings of the board of directors or in the financial statements of the Corporation are approved, sanctioned and confirmed.

Consented to in writing by the sole shareholder of the Corporation.

LAW SOCIETY OF ONTARIO

Per:

\_\_\_\_\_  
MALCOLM M. MERCER  
Treasurer,  
Law Society of Ontario

## LAWPRO Board of Directors Biographies as at April 15, 2020



Andrew J. Spurgeon  
Chair, LAWPRO  
Board of Directors  
Partner, Ross & McBride LLP

Andrew is a Partner of Ross & McBride LLP. He received his LLB from Osgoode Hall Law School; his B.A. and M.A. from York University. He has appeared in all levels of Court in Ontario. He frequently speaks at legal education events relating to advocacy, tort, insurance, civil procedure and legal ethics.

Andrew is a past President of the Hamilton Law Association; a former Director of the Advocates Society; and a recipient of the Ontario Trial Lawyers Association's: Distinguished Service Award.

Andrew is an Adjunct Professor of Law at Western University and a Bencher of the Law Society of Ontario.



Malcolm L. Heins, LSM  
Vice-Chair, LAWPRO  
Board of Directors  
Lawyer & Director

A lawyer and former insurance industry executive, Malcolm Heins was appointed Chief Executive Officer of The Law Society of Ontario in 2001, retiring in early 2012. He then joined the Counsel Public Affairs team in June 2012.

Mr. Heins also served as the Chief Executive Officer of the Federation of Law Societies of Canada from November 2005 to June 2006, and from 1994 to 2001, he served as LAWPRO's first President and Chief Executive Officer.

Prior to that, Mr. Heins was the President and Chief Operating Officer of Gan Canada, formerly Simcoe Erie Group, then one of the largest underwriters of professional liability insurance in Canada. Before joining Gan Canada in 1981, he practised insurance and commercial litigation in Toronto.

He is a graduate of Dalhousie Law School. Mr. Heins chairs LAWPRO's risk committee and is a member of LAWPRO's executive, conduct review, audit, governance, and investment committees.

Mr. Heins is a member of the Law Society of Ontario and in addition to LAWPRO, serves as a Director of Pro Bono Ontario, and the Canadian College of Naturopathic Medicine and Cancer Care Ontario. He received the Law Society Medal in June 1999, the 2002 Award of Distinction from the Metropolitan Toronto Lawyers Association and, in March 2005, and Communicator of the Year by the International Association of Broadcasters (Toronto).



Daniel E. Pinnington  
President & CEO, LAWPRO

Daniel E. Pinnington was appointed President and Chief Executive Officer of LAWPRO in 2018. From 2012 to 2018, he served as Vice President, Claims Prevention and Stakeholder Relations, overseeing LAWPRO's claims prevention and outreach initiatives.

Dan joined LAWPRO in 2001 as Director, practicePRO and was the driving force behind the practicePRO program – LAWPRO's innovative and internationally recognized claims prevention initiative. He used his unique combination of practice experience and technology expertise to provide lawyers with tools and resources to assist them in avoiding malpractice claims and succeeding in the practice of law.

Before joining LAWPRO, Dan practised for eight years in the Litigation Department of a Niagara-area law firm. Dan was called to the bar in 1993, having graduated with a combined LL.B./J.D. from the University of Windsor and Detroit Mercy College of Law.

Dan is a Fellow of the College of Law Practice Management and is a prolific writer, speaker and blogger on risk management, legal technology and law practice management issues. He has given hundreds of presentations all over North America and has chaired more than a dozen major conferences.

He is very active in the American Bar Association's Law Practice Division and Chair of ABA TECHSHOW 2007 and Editor-In-Chief of Law Practice magazine from 2009-2012. He was co-author of The Busy Lawyer's Guide to Success: Essential Tips to Power Your Practice, he has contributed chapters to several other books published by the ABA LPM section. He was a long standing member of the ABA Legal Professional Liability Standing Committee. Over the years Dan has also been very active in the Canadian and Ontario Bar Associations in a variety of roles.



Robert P. Adourian  
Devry Smith Frank LLP

Robert P. Adourian practices with the Devry Smith Frank LLP in Toronto. He is a graduate of the University of Windsor Law School and was called to the Bar in 1980. He practices in the areas of real estate, wills, estate planning, and estate administration. He gives presentations to community groups on topics such as "Buying Your First Home" and "Why You Should Make A Will."

His real estate practice includes residential, commercial and industrial transactions, including representing major banks and trust companies in financing transactions. He has taught in the Real Estate section of the Bar Admission Course and has served as a mentor to law students and young lawyers. Robert is an active member of the Armenian Bar Association, a worldwide organization of Armenian lawyers, and has served on the Association's Board of Governors. He serves on the LAWPRO Governance Committee.





Susan M. Armstrong  
FCPA, FCA  
Corporate Director

Sue is an experienced Corporate Director and retired President & CEO of CDSPI, a company providing advisory, wealth management, insurance and health and wellness services exclusively to the Canadian dental community.

Sue has over 25 years of experience at the senior executive level in the insurance and reinsurance industries. During this time, she served as Senior Vice-President of Swiss Reinsurance Company Canada, with previous roles at CIBC Insurance and Dominion of Canada General Insurance Company. Prior to her senior executive roles, Sue was a senior manager at PricewaterhouseCoopers' (PwC).

In addition to serving on the Board of Directors of Lawyers' Professional Indemnity Company (LAWPRO), she serves on the Board of Directors of Canadian Premier Life Insurance Company and Legacy General Insurance Company. Previously, she served as director and Chair of the Audit Committee of McGraw-Hill Ryerson Limited, a public company in the educational publishing industry.

Sue has also made a long-term commitment to the Canadian healthcare sector. She serves as Chair of the Board of Directors of Michael Garron Hospital and as a director of West Park Healthcare Centre. Previously, she served on the boards of the Toronto Rehabilitation Institute and The George Hull Centre for Children and Families, which she chaired for three years.

In recognition of her career accomplishments and contribution to the community, Sue received the FCPA, FCA designation in 2016 from the Chartered Professional Accountants Ontario. She has also earned the ICD.D designation from the Institute of Corporate Directors. Active in organizations focused on networking and executive professional development, Sue is a member of Financial Executives International, International Women's Forum, Women's Executive Network and Women Get on Board.



Clare A. Brunetta  
Principal, Clare A. Brunetta

Clare A. Brunetta is a general practitioner whose office is located in Fort Frances. Primarily serving the District of Rainy River in northwestern Ontario, he practices with his son Paul Brunetta. Mr. Brunetta is former President of the Rainy River Law Library Association, a Charter Member of the Canadian Italian Advocates Society, a past member of the Law Society of Ontario Joint Working Group on Real Estate, a past Chair of the Real Estate committee of the County and District Law Presidents Association (CDLPA), and past Co-Chair of the Working Group on Lawyers and Real Estate. He has been a Deputy Judge of the Small Claims Court since 1991.

Mr. Brunetta serves on LAWPRO's Governance and Risk committees.



Frederick W. Gorbet, O.C.

Fred Gorbet has extensive experience in public policy advice and formulation, particularly with regard to financial institutions and energy policy. Following a 25 year career in the Canadian public service, where he served as Associate Secretary to the Cabinet and as Deputy Minister of Finance for Canada, Mr. Gorbet has held several senior executive positions in the life insurance industry and in academe, serving for many years as the CIT Chair in Financial Services and Director of the Financial Services Program at the Schulich School of Business (York University).

A member of the LAWPRO Board of Directors since 2004, Mr. Gorbet currently chairs the Audit Committee and is a member of the Executive, Conduct Review, Governance and Risk committees.

Since leaving government service, he has continued his involvement with public policy by serving as the Executive Director of the MacKay Task Force on the future of the financial services sector of Canada, the Executive Director of the Saucier Task Force on Corporate Governance, the Senior Policy Advisor to the Credit Union Central of Canada on the National Initiative, and the founding Chair of the Market Surveillance Panel for administered electricity markets in Ontario. His most recent assignment was as Chair of the Task Force on Auto Insurance Fraud in Ontario.

Mr. Gorbet has also served as a corporate director of many firms in the private and public sectors. He currently chairs the Board of Trustees of the North American Reliability Corporation.

Mr. Gorbet has a B.A. from York University and a Ph.D. in Economics from Duke University. He was appointed to the Order of Canada in 2000 and was promoted to Officer of the Order of Canada in 2014.



Rita Hoff, President  
R. Hoff Financial  
Management Ltd.

Rita Hoff joined the LAWPRO Board of Directors in 1996, bringing with her extensive experience in the investment industry. She was most recently vice-president and director, Debt Capital Markets, at Canaccord Capital Corporation.

Prior to that she served as President and Chief Executive Officer of First Canada Securities Corporation, a firm she co-founded.

Ms. Hoff chairs the LAWPRO Investment Committee and serves on the Governance and Risk committees.

Ms. Hoff serves as a Director and Treasurer of her condominium in Mexico. She has previously served as a Director of CAA Central Ontario, Investment Dealers Association of Canada and as Chair of Ontario District Council of the IDA. Ms. Hoff has a Bachelor of Commerce from the University of Bombay, India.

She is currently pursuing studies in Spanish language and Mexican culture at the University of Guadalajara.



Diana C. Miles  
Chief Executive Officer  
Law Society of Ontario

Diana Miles is the Chief Executive Officer of the Law Society of Ontario. The Law Society licenses, regulates and disciplines Ontario's more than 52,000 lawyers and 8,700 paralegals pursuant to the Law Society Act and the Law Society's Rules of Professional Conduct, by-laws, regulations and guidelines.

Diana joined the Law Society in 2001 as the Executive Director of Professional Competence, and has also held positions in the organization including Executive Director, Organizational Strategy, Executive Director of Communications and Executive Director of Professional Regulation. Throughout her career with the Law Society, Diana has been responsible for strategic and operational planning, the creation of defensible and valid licensing and credentialing systems, the development and provision of high quality supports and resources for members of the public and licensees, and the regulation and quality assurance of the conduct, competence and practice management of lawyers and paralegals.

Prior to joining the Law Society, Diana was the Chief Operating Officer of a large Toronto law firm and in that capacity she supported the organization's business development and client services provision and firm administration.

Diana has extensive governance experience. She is accredited as a Chartered Director and has been a director on a variety of private and not-for-profit boards. Diana was called to the Bar in Ontario in 1990. She is a member of LAWPRO's Audit Committee.



David R. Oliver  
President, Oliver Advisory

David Oliver has extensive experience in the investment and wealth management industry. Currently, Mr. Oliver serves as President of Oliver Advisory, an independent consulting firm, and previously held the position of National Lead and Vice President at MD Financial Management, heading MD Private Investment Counsel and MD Management. Prior to joining MD Financial Management, he was the Chief Portfolio Manager, Vice President and Executive Director at CIBC, as well as Vice President and Portfolio Manager at TD Bank.

In addition to serving on the Board of Directors of LAWPRO, Mr. Oliver serves on the Board of Directors of CDSPI, the Retirement Homes Regulatory Authority, and North York Arts. Previously, he served as a member of the Canadian Medical Association Pension Plan Investment Committee, as well as the Investment Dealers Association Regulation 1300 Review Committee.

Mr. Oliver graduated from the University of Toronto with a Bachelor of Commerce, and a Master of Arts in Economics. He holds the Chartered Director, Chartered Financial Analyst, Chartered Investment Manager, and Fellow of the Canadian Securities Institute designations.



Geoffrey A.R. Pollock  
Geoff Pollock & Associates

Geoff Pollock is an elected Bencher of the Law Society of Ontario, for the Toronto Region. He is the founder of Geoff Pollock & Associates, Professional Corporation. His practice focuses on real estate, civil litigation, wills & estates and corporate/commercial matters. Mr. Pollock, is the Chairman of the Board of Directors of Sapphire Digital Health Services. Mr. Pollock has extensive experience in the financial sector, in Canada, Europe, and Australia.

He began his career at General Electric as Acquisition Integration Leader, working for their European M&A Team, taking a key role in the integration of GE Wind Energy GmbH (formerly Enron Wind). Mr. Pollock was the Vice President: Corporate Finance for MFK Investment Bank in Kiev, Ukraine, and has also consulted for the Australian Stock Exchange (ASX) in Sydney Australia.

While studying for his law degree, Mr. Pollock joined the Canadian Army Reserves, where he spent five years as a Commissioned Officer. Mr. Pollock received an MBA from the Richard Ivey School of Business, as well as a JD, and an Honours BA in Political Science, from the University of Western Ontario. Mr. Pollock volunteers regularly with Pro Bono Ontario and was a founding member of the Haven Toronto's Fortunate 500, which is Canada's only charity focused on homeless senior men.

Beyond work, Geoff is a husband to Evgeniya, father to Daniel, Elizabeth and Alexandra, an avid Churchillian, and is passionate about hockey both as a player and as a coach of his children's teams. Geoff serves on the Investment committee.



Julia S. Shin Doi  
General Counsel & Secretary  
of the Board of Governors,  
Ryerson University

Julia Shin Doi is General Counsel and Secretary of the Board of Governors of Ryerson University. As an Executive Group member, she provides legal and governance advice and has operational responsibility for access to information, privacy, records management, and compliance. Julia leads a team of lawyers and professionals, and advises the board.

Julia is also a member of the Board of Directors of Ryerson Futures Inc. and a past member of the national Board of Canadian Universities Reciprocal Insurance Exchange.

Julia is an adjunct professor at Osgoode Hall Law School where she has taught Legal Drafting since 2001, and at the University of Toronto, Faculty of Law, where she teaches Applied Contract Law in the LL.M. program. She is also an instructor in Ryerson's Law Practice Program. Her past roles include: director of the Osgoode Business Clinic, assistant director of the Osgoode LL.M. in Business Law, and instructor of Osgoode Professional Development's Commercial Legal Drafting Workshop.

Julia teaches contract drafting to lawyers through the Canadian Corporate Counsel Association, Spring Training Workshop.

She is an Executive in Residence for the Certified In-House Counsel – Canada designation offered by the Canadian Corporate Counsel Association and University of Toronto’s Rotman School of Management.

Julia is the co-author of the leading Canadian text on drafting boilerplate contract clauses, *Behind and Beyond Boilerplate: Drafting Commercial Agreements* (Thomson Reuters). She has also published and presented in the areas of licensing, securing copyright, and privacy law, and served on the editorial board of the Intellectual Property Institute of Canada’s *Canadian Intellectual Property Review*. Julia is a past member of the editorial board of the *Canadian Corporate Counsel Association Magazine*. She serves on the judging panel for *Canadian Lawyer InHouse Magazine Innovatio Awards*.

An active member of her community and the legal profession, Julia is past chair and current member of the Canadian Corporate Counsel Association Ontario Chapter (Ontario Bar Association) which represents thousands of corporate counsel nationally. She is a founder and past president of the Federation of Asian Canadian Lawyers and a founding member of the Korean Canadian Lawyers Association. She co-founded the Roundtable of Diversity Associations which brings together diverse professional associations and founded the Women’s General Counsel chapter of the Women’s Law Association of Ontario to support senior women in law. She is also a founding member and executive of Women General Counsel Canada which unites senior women leaders nationally.

In 2016, Julia founded the Council of Ontario Universities Legal Counsel Group to create a forum for university lawyers and served as the inaugural chair. That same year, Julia spearheaded the Diverse Champions for Diversity, a grassroots team that promotes diverse lawyers and diversity in the legal profession. In 2018, Julia established the General Counsel Group of University Solicitors to share experiences and legal expertise across Canada.

In her community, she serves on the Board of Directors of the Korean Canadian Arirang Age Friendly Community Centre as Vice-Chair. Julia is a founding member and chair of Lawyers for Possibility, a legal community initiative to support Holland Bloorview Kids Rehabilitation Hospital. She also serves on the United Way Law Cabinet. Julia’s charitable initiatives include the establishment of the Office of the General Counsel and Secretary of the Board of Governors Award in Law and Business for students at Ted Rogers School of Management, and the Shin Doi and Benda Legal Drafting Prize for students at Osgoode Hall Law School.

Julia’s professional and community contributions have been widely recognized. She was recognized by The Law Society of Upper Canada’s Diversifying the Bar: Lawyers Make History project as an early and exceptional lawyer from a diverse community, and also by the Korean Canadian Lawyers Association and the Korean Canadian Leadership Development committee for her community leadership. In 2014, Julia was named one of the Top 100 Most Powerful Women in Canada by the Women’s Executive Network (WXN), in recognition of her vision and leadership, management role, contribution to corporate performance, and community service. In 2015, Julia was awarded the Ontario Bar Association’s Linda Adlam Manning Award for Volunteerism in recognition of her outstanding volunteer commitment, advancement of the interests of the Ontario Bar Association’s membership, and promotion of the role of the legal profession in Ontario. In 2016, the Canadian Bar Association and the Canadian Corporate Counsel Association awarded Julia their highest national honour, the R.V.A. Jones Award, as her career exemplifies the highest standards of service, conduct, and professionalism. In 2017, Julia received the Award of Excellence from the Ontario Chapter of the Canadian Corporate Counsel Association, and Osgoode Hall Law School Dean’s Alumni Gold Key Award for achievement in the public sector. Julia was named one of the Top 25 Most Influential 2017 in Canada by *Canadian Lawyer Magazine*. In 2018 the Canadian Bar

Association and Canadian Corporate Counsel Association profiled her in an article entitled, “Building Success One Community at a Time”.

Julia attained a BA with distinction (English major) from the University of Toronto (1989), JD (1992) and LLM (2007) from Osgoode Hall Law School, was admitted to the Bar in Ontario in 1994.

Julia attained the Institute of Corporate Directors designation (ICD.D) and completed the University of Toronto’s Rotman School of Management Directors Education Program in 2016. She also completed the Queen’s University Faculty of Health Sciences Workplace Mental Health Leadership Certificate in 2016. In 2018, Julia completed the Civil Litigation Skills Certificate offered by The Advocates’ Society.



Andrew N. Smith  
President, Natnook Inc.

Andrew N. Smith is a Chartered Financial Analyst (CFA) and Certified Director (ICD.D) with over 45 years of experience in the financial services industry. He is a member of numerous boards, including Pro-Demnity Insurance Company, the Auto Sector Retirees' Health Care Trust, GE Canada pension investment committee, University of Ottawa pension investment committee and Sun Life Global Investments independent review committee. Mr. Smith was a senior executive with National Trust and in 1985 became a partner and co-owner at James P. Marshall, Inc., an investment consulting firm.

In 2004, he established a personal consulting practice to assist organizations in achieving their financial and investment goals. A member of the LAWPRO Board of Directors since 2009, Mr. Smith serves on the Executive, Audit, Conduct Review, Investment and Risk committees.



Mark D. Tamminga  
Partner, Gowling WLG

Mark Tamminga is a partner in Gowling WLG's Hamilton office. He provides strategic and practical advice in the areas of real estate law and recovery services, with a focus on mortgage remedies and creditors' rights.

He has pioneered the use of practice automation software tools for lawyers, having automated the firm's recovery services practice and having designed, built and implemented a number of additional practice systems in the areas of debt collection, loan placement and civil litigation.

Mark has taken on various management roles in the firm, including acting as managing partner of the Hamilton office from 2008-2012. In his current role as Leader, Innovation Initiatives, Mark is leading the firm's transformational process improvement and project management program.

He is a regular presenter on the subject of automation in legal practice, and has participated in numerous technology conferences in Canada and the United States. He has chaired the American Bar Association's Techshow legal technology conference and co-chaired the College of Law Practice Management's Futures Conference.

Mark serves on the Risk committee and is co-chair of the Technology Strategy Working Group.

## **LawPRO 2019 ANNUAL REPORT**

The 2019 LawPRO Annual Report may be viewed at the following link:

<https://www.lawpro.ca/about/reports/annual-reports/>