

Note: This motion re: Benchers and non-bencher advisor participation in committee meetings was tabled (debate deferred indefinitely)

**LAW SOCIETY OF ONTARIO (“LSO”)**

**NOTICE OF MOTION**

**NOTICE IS HEREBY GIVEN** of the following motion to be moved at Convocation on February 27, 2020:

**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.

**THEREFORE BE IT RESOLVED** by Convocation 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.

Dated: February 5<sup>th</sup>, 2020.

John Fagan, Mover

Jared Brown, Seconder