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[481]

**APPROVED Public Minutes**  
**of the Four Hundred and Eighty-First Meeting**  
**of the Benchers Board of the Law Society of Alberta (Law Society)**  
**Edmonton, Alberta**  
**April 6, 2017**

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**Benchers present:**

Anthony Young, President  
Donald Cranston, President-Elect  
Robert Armstrong  
Glen Buick  
Brett Code  
Sandra Corbett  
Nancy Dilts  
Robert Dunster  
Dennis Edney  
Robert Harvie  
Josh Hawkes  
Cal Johnson  
Adam Letourneau  
Walter Pavlic  
Kathleen Ryan  
Darlene Scott  
Hugh Sommerville  
Amal Umar  
Margaret Unsworth  
Louise Wasylenko

**Regrets:**

Arman Chak  
Fred Fenwick  
Sarah King-D'Souza  
Kent Teskey

**Executive Leadership Team members present:**

Don Thompson, QC, Executive Director and CEO  
Elizabeth Osler, Deputy Executive Director and  
Director, Regulation  
Cori Ghitler, Director, Professionalism and Policy  
Andrew Norton, Director, Business Technology  
Drew Thomson, Chief Financial Officer

**Senior Staff present:**

Paule Armeneau, General Counsel  
Colleen Brown, Acting Manager, Communications  
Ruth Corbett, Governance Administrator

**Guests and Observers present:**

Jennifer Flynn, Executive Director, Legal Education  
Society of Alberta (LESA)  
Jenny McMordie, Vice-President, CBA Alberta  
Branch  
Sandra Petersson, Executive Director, Alberta Law  
Reform Institute  
Darrel Pink, CEO and Executive Director, Nova  
Scotia Barristers' Society  
Daren Baxter, President, Nova Scotia Barristers'  
Society  
Steve Raby, Federation of Law Societies of Canada  
Representative

The public meeting was called to order at 2:15 pm on April 6, 2017.

**1 Remarks from the Chair**

Anthony Young

The Chair announced that Jennifer Flynn is stepping down as Executive Director of LESA. In his remarks, the Chair recognized Ms. Flynn's significant contributions to LESA and the impact of her leadership on legal education, innovation, excellence in programming and employment for articling students, young lawyers, the Canadian Centre for Professional Legal Education (CPLED) program, and the profession in general. The Board expressed their appreciation for Ms. Flynn's accomplishments and service and wished her the best of luck in her future endeavours.

**2 Law Society Audited Financial Statements and CPLED Tuition Fee**

Sandra Corbett/Drew Thomson

Documentation for this item was circulated with the meeting materials. The report from the Audit and Finance Committee (AFC) summarized the issues that the AFC deliberated in consideration of the tuition fee for the CPLED program and the Law Society Audited Financial Statements.

The impact of the recommended CPLED tuition fee on the Law Society's 2017 budget is \$14,000. It was noted that enrolment cannot be precisely determined until the calculation of full-time and part-time students has been done.

**Motion:**

**To set the 2017/18 tuition fee at \$3,090 for Alberta students as described in scenario 2 of the LESA report for CPLED Program Delivery Costs – 2017/18 as circulated.**

**Seconded  
Carried**

The Board was advised that a grammatical error contained in the financial statements in the "Investment Income" section of note 2 will be corrected in the final version.

The Board's discussion included how the adjudication training program is amortized and the change in reinsurance recoverable due to claims experience.

**Motion:**

**That the Benchers approve the Law Society of Alberta's audited financial statements for the year ended December 31, 2016, subject to amending note 2, page 3, to replace "*comprises*" with "*consists*".**

**Seconded  
Carried**

**3 Appointments to the Alberta Lawyers Insurance Exchange (ALIEX) Advisory Board (the “Board”)**

Steve Raby

A recommendation from the ALIEX Executive Committee for the appointment of the directors of ALIEX was circulated with the meeting materials. The documentation included short biographies of the nominees.

Background information on the establishment of ALIEX and the process for the appointment and reappointment of directors was provided. In September 2016 the Benchers amended the ALIEX Subscribers Agreement to allow for staggered terms, which assisted the ALIEX Executive Committee in preparing a recommendation that would refresh the Board and commence term staggering. Other considerations included maintaining and creating diversity on the Board and increasing the number of independent directors. The recommendation to increase the size of the Board from nine to ten is intended to facilitate continuity within a specific skill set.

Mr. Armstrong recused himself from the meeting at this point.

It was clarified that “independent directors” are not members or employees of the Law Society, or employees of the Alberta Lawyers Insurance Association. The Benchers were advised that the Superintendent of Insurance has expressed her preference that the Board’s composition moves closer to a balance of independent and non-independent directors.

**RESOLVED AS A RESOLUTION OF THE BENCHERS OF THE LAW SOCIETY OF ALBERTA:**

- 1. The number of Alberta Lawyers Insurance Exchange (“ALIEX”) Advisory Board members is increased from 9 to 10.**
- 2. The following ALIEX Advisory Board members will complete their term effective June 10, 2017 and are not being re-appointed:**
  - Anne Kirker;**
  - Douglas McKenzie; and**
  - Kathleen Waters.**
- 3. The following persons are appointed to the ALIEX Advisory Board effective June 10, 2017 for a three year term, or their sooner resignation or removal from office:**
  - Robert Armstrong;**
  - Diane Brickner;**
  - Michael Thompson; and**
  - Linda Vennard.**
- 4. The following ALIEX Advisory Board members are reappointed effective**

**June 10, 2017:**

**Nancy Dilts, for a term of one year;  
 Carsten Jensen, for a term of one year;  
 Dale Spackman, for a term of one year;  
 Larry Ohlhauser, for a term of two years;  
 Steve Raby, for a term of two years; and  
 Don Thompson, for a term of two years.**

- 5. This resolution shall be effective only if passed by the affirmative votes of at least 2/3 of the Benchers so voting and the Benchers so voting constitute a majority of the Benchers.**

**Seconded**

**Carried**

**Ms. Dilts abstained from voting**

Mr. Armstrong rejoined the meeting.

#### **4 Rule Amendments for Section 37(4) Applications**

Cori Gitter

Documentation circulated for this item included recommended Rule amendments and a new Law Society protocol. The proposed Rule amendments are intended to streamline and clarify Law Society processes for modifying or waiving articling and CPLED enrolment requirements. The recommendation includes a delegation of authority to the Executive Director pursuant to section 37(5) of the *Legal Profession Act*. This would minimize the impact on internal and external resources, improve efficiency and foster consistency and transparency in the section 37(4) application and decision process. The protocol provides guidance to the applicant and the Executive Director, as well as clarity about special circumstances that may demonstrate competency.

**Motion:**

**To amend Rules 47.1, 48, 48.4, 49, 50.2, 64 and 64.8, as proposed.**

**Seconded**

**Carried**

#### **5 President's Report**

Anthony Young

The President's Report was circulated with the meeting materials. In addition to the activities outlined in the report, the President highlighted the numerous swearing-in ceremonies that the President and President-Elect have attended since the last Board meeting. The President invited Benchers to put their names forward if they would like to represent the Law Society at ceremonies and events.

**6 Innovation in Regulation Task Force (IRTF) update**

Cori Ghitter

A written report from the IRTF was circulated with the meeting materials, highlighting the launch of the Law Firm Practice Management Assessment Pilot Project. Law Society staff will be reaching out and working closely with firms on the completion of the self-assessment tool.

Representatives from a number of law societies across the country met in March to exchange information and explore opportunities for collaboration on innovation in regulation. Although law societies are at different stages, there was general agreement to seek common ground in relation to the principles, technology, resources, compliance, and evaluation of assessment tools.

Engaging with the profession is important and it was confirmed that a plan is in place. Opportunities for discussions are already being utilized.

**7 Policy Committee – Active Policy Inventory**

Anthony Young

The Chair advised the Board that the Policy Committee will meet following the Board meeting to discuss the status of the Policy Inventory.

**8 Alberta Lawyers Assistance Society Report**

Nancy Dilts

This report was circulated with the agenda for information.

**9 Alberta Law Foundation Report**

Darlene Scott

This report was circulated with the agenda for information.

**10 Canadian Bar Association Report**

Jenny McMordie

This report was circulated with the agenda. Benchers were invited to attend the CBA West Conference in November 2017.

**11 Federation of Law Societies of Canada Report**

Steve Raby

This report was circulated with the agenda. Updates since the report was written included the following:

- The Federation has appointed Paul Okalik as the Inuit representative on the Advisory Committee for the Truth and Reconciliation Calls to Action.
- The Supreme Court of Canada upheld the right of the Law Society of Manitoba to administratively suspend a member for failure to comply with their Continuing Professional Development rule requirements. The Federation was an intervener in the matter.
- The Law Society of Upper Canada's continuing dispute with a member is going to the Supreme Court of Canada and the Federation has decided to intervene. This matter brings into question the regulation of the profession in the public interest in the context of a judicial hearing where the presiding judge did not make a formal complaint to the law society but made remarks during the case as to the lawyer's behaviour.

**12 Legal Education Society of Alberta Report**

Jennifer Flynn

This report was circulated with the agenda for information.

**13 Pro Bono Law Alberta Report**

Robert Dunster

This report was circulated with the agenda for information.

**14 Real Estate Practice Advisory Committee Report**

Darlene Scott

This report was circulated with the agenda for information.

**15 Reforming the Family Justice System (RFJS) Report**

Anthony Young

The Board was informed that the RFJS initiative will remain funded by the provincial government for at least one more year. The Board will be kept informed of any activities and updates.

**16 Other Business – ALIEX Board Report**

Steve Raby

Mr. Raby provided an oral update on the activities of the ALIEX Board, highlighting the following developments that will impact the levy-setting exercise:

- The ALIEX Board's levy decision has shifted to occur later in April because of challenges associated with the availability of information and the time required to create the reports and recommendations based on that information. The levy

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decision will be reported to the Benchers before the levy notices go to the membership in May.

- A re-evaluation of reserves in 2016 has resulted in an increase in reserves; however, process improvements have been implemented that will improve consistency going forward. The goal is to be within 90% of reserve estimates within 2 years of files opening.
- A number of new claim files were opened in the 2015-2016 claims year and initial trend indications are that these are not related to the economic environment.
- Payments on a number of old Assurance Fund claims in Part B are anticipated this year.
- Last year the levy was reduced as a result of the accumulation of investment income; however, the decline in bond yields in 2016 has resulted in a drop in investment income. It will be important to ensure clarity about the factors that go into levy-setting when communicating with insured members.

## **17 Adjournment**

Anthony Young

There being no further business the Chair adjourned the public meeting at 3:30 pm.

**CERTIFIED RESOLUTION OF THE BENCHERS OF THE LAW SOCIETY OF  
ALBERTA**

**RESOLVED THAT:**

1. **The number of Alberta Lawyers Insurance Exchange (“ALIEX”) Advisory Board members is increased from 9 to 10.**
2. **The following ALIEX Advisory Board members will complete their term effective June 10, 2017 and are not being re-appointed:**

**Anne Kirker;  
Douglas McKenzie; and  
Kathleen Waters.**

3. **The following persons are appointed to the ALIEX Advisory Board effective June 10, 2017 for a three year term, or their sooner resignation or removal from office:**

**Robert Armstrong;  
Diane Brickner;  
Michael Thompson; and  
Linda Vennard.**


4. **The following ALIEX Advisory Board members are reappointed effective June 10, 2017:**

**Nancy Dilts, for a term of one year;  
Carsten Jensen, for a term of one year;  
Dale Spackman, for a term of one year;  
Larry Ohlhauser, for a term of two years;  
Steve Raby, for a term of two years; and  
Don Thompson, for a term of two years.**

5. **This resolution shall be effective only if passed by the affirmative votes of at least 2/3 of the Benchers so voting and the Benchers so voting constitute a majority of the Benchers.**

The undersigned, President of The Law Society of Alberta, certifies the foregoing to be a true and correct version of a resolution passed by the Benchers of The Law Society of Alberta at a duly convened meeting of the Benchers held on April 6, 2017 by the affirmative votes of at least 2/3 of the Benchers so voting and the Benchers so voting constituted a majority of the Benchers.

DATED this 12th day of April, 2017.

  
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Anthony G. Young, QC