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[482]

**APPROVED Public Minutes**  
**of the Four Hundred and Eighty-Second Meeting**  
**of the Benchers Board of the Law Society of Alberta (Law Society)**  
**Jasper Park Lodge, Edmonton, Alberta**  
**June 10, 2017**

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**Benchers present:**

Anthony Young, President  
Donald Cranston, President-Elect  
Robert Armstrong  
Glen Buick  
Robert Dunster  
Dennis Edney\*  
Fred Fenwick  
Robert Harvie  
Cal Johnson  
Sarah King-D'Souza  
Adam Letourneau  
Walter Pavlic  
Corinne Petersen  
Kathleen Ryan  
Darlene Scott  
Hugh Sommerville  
Kent Teskey  
Margaret Unsworth  
Louise Wasylenko

**Regrets:**

Arman Chak  
Brett Code  
Sandra Corbett  
Nancy Dilts  
Amal Umar

**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  
David Weyant, Chief Operating Officer, ALIA\*

**Staff present:**

Tina McKay, Manager, Membership  
Chioma Ufodike, Manager, Trust Safety  
Shabnam Datta, Policy Counsel  
Jennifer Freund, Policy Counsel  
Ruth Corbett, Governance Administrator  
Avery Stodalka, Communications Advisor  
Stephen Ong, Business Technology

**Guests and Observers present:**

Maurice Piette, President, Federation of Law  
Societies of Canada \*  
Jonathan Herman, CEO, Federation of Law  
Societies of Canada\*  
Jenny McMordie, Vice-President, CBA Alberta  
Branch  
Steve Raby, Federation of Law Societies of Canada  
Representative

*\*Secretary's Note: The arrival and/or departure of participants during the meeting are recorded in the body of these minutes.*

The public meeting was called to order at 8:35 am on June 10, 2017.

**1 Welcoming Remarks from the Chair**

Anthony Young

The Chair opened the meeting and welcomed Benchers, staff and guests. The Chair introduced Monsieur Piette and invited him speak.

**2 Greetings from Maurice Piette, President,  
Federation of Law Societies of Canada (the “Federation”)**

Maurice Piette

M. Piette commended the Law Society for the Retreat’s success in providing opportunities to discuss big ideas and difficult issues, and to imagine a better future for law societies to fulfil their role to regulate the profession in the public interest. The program reflected what law societies need to do to keep up with rapid change.

The Federation’s key objectives - to be a knowledge leader; to identify and promote best practices in professional regulation; and to demonstrate excellence in governance and service delivery – are advanced through a number of ongoing initiatives including the development and maintenance of the Model Code of Conduct, monitoring National Discipline Standards, being the keeper of the National Mobility Agreement and the owner of CanLII. Additional priorities for 2018 are to support the newly-established Truth and Reconciliation Commission Calls to Action Advisory Committee; to review the Model rules on money-laundering; to ensure consistent and effective enforcement of those rules; and to implement the recommendations arising from the National Committee on Accreditation’s program review.

M. Piette thanked the Law Society for its leadership and support of the Federation and its ideals. M. Piette commended Mr. Raby for his dedication and service to the Federation and its committees and initiatives on Alberta’s behalf. M. Piette also recognized Mr. Thompson, Ms. Osler, Ms. Ghitter, Ms. Carruthers and Mr. Norton for their contributions to the work of the Federation.

M. Piette and Mr. Herman left the meeting.

**3 Consent Agenda Item - Rescind Procedural Guideline for Formal Reviews  
Under Rule 87.1**

Documentation for this item was circulated with the meeting materials.

**Motion:**

**To rescind the Procedural Guideline for Formal Reviews Under Rule 87.1.**

**Seconded  
Carried**

**4 Committee Appointment Recommendations**

Elizabeth Osler

A recommendation from the Nominating Committee was circulated in advance of the meeting. Management outlined the proposed committee appointments and changes to the Committees List required as a result of Mr. Hawkes' judicial appointment and Ms. Petersen's appointment to the Board. A correction was required to the Committees List to remove Ms. Petersen as a volunteer now that she is a Bencher.

**Motion:**

- 1. To appoint Sarah King-D'Souza as Chair of the Appeal Committee to replace the Honourable Judge Josh Hawkes;**
- 2. To appoint Sarah King-D'Souza as vice-Chair of the Conduct Committee to replace the Honourable Judge Josh Hawkes; and**
- 3. To approve the *2017 Committees List Approved February 3, 2017 revised June 10, 2017*, subject to the correction noted in these minutes.**

**The appointments and decisions will take effect immediately.**

**Seconded  
Carried**

Management advised the Board that a recommendation to appoint lawyer volunteers to the Assurance Fund Adjudications (Finance) Committee to facilitate hearing panels will be circulated electronically for approval later in the summer.

**5 Bencher Vacancy Amendments – Rule 17**

Cal Johnson

A recommendation for amendments to rule 17, a new *Bencher Vacancy Guideline* and a sample competency matrix were circulated for this agenda item. The current legislation and the rules allow the Benchers to appoint to fill vacancies in the proposed manner; however, past practice has been to appoint the candidate who received more votes in the Bencher election than any of the other unsuccessful candidates, in accordance with rule 17 (1). Amendment of this rule is intended to allow gaps arising through vacancies to be addressed following a competency-based process. It was confirmed that the proposal was reviewed and supported by the Policy Committee.

The Vice-Chair of the Policy Committee introduced the proposal and presented feedback on behalf of a Bencher who could not be present at the meeting. The Board discussed the proposal and amendments were suggested.

**Motion:**

**To amend rule 17 as proposed and to approve and implement the *Rule 17 Bencher Vacancy Guideline*.**

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The mover proposed the following amended motion:

**Amended Motion:**

1. To amend the proposed rule 17 (1) to provide that the Benchers may establish a policy to govern the appointment of a replacement Bencher where a vacancy arises under Section 18 of the Act.
2. To amend the proposed rule 17 (2) to clarify that the policy referenced in (1) may permit an application process that considers skills, district representation and diversity.
3. To rename the *Bencher Vacancy Guideline* the *Bencher Vacancy Policy* and to approve the policy in principle with a mandate for specific amendments to the policy; i.e., that the policy would be supported by a Bencher-approved skills matrix, and to be consistent regarding the criteria for appointment in sections 19-23 of the policy in terms of factors that will and may be considered.

**Seconded**

The amended motion was put and voted on. The Chair announced that the vote was null and void because the rule changes require a two-thirds majority vote; however, the policy requires a simple majority. The Chair advised the Board that the motion will be bifurcated and the vote retaken.

Mr. Edney left the meeting.

*Secretary's Note: the President presented the amended motions following agenda item 6; however, it is recorded here for convenience.*

**Motion:**

To amend rule 17 subject to the amendments proposed.

**Seconded**

**Defeated**

**Motion:**

To rename the *Bencher Vacancy Guideline* the *Bencher Vacancy Policy* and approve it in principle, and to direct the Policy Committee to make further amendments regarding the skills matrix and the criteria, for the Board's consideration.

**Seconded**

**Carried**

Documentation for this item was circulated with the meeting materials. The Board received an in-depth presentation on the proposed changes and strategies for continuous improvement to the Trust Safety Program. The proposed uniform annual report filing date and late filing fee are intended to improve the assessment and management of the increasing risk associated with trust funds.

The main points of the Board's questions and discussion included the following:

- Criminal lawyers are the most prevalent for non-compliance; however, they are not the highest risk group. The question was asked as to whether this is indicative of a regulatory burden problem rather than a risk issue. Management confirmed that while this group of lawyers may not be the highest for financial risk they do represent a reputational risk in terms of customer identification verification. Also, criminal practice has been signaled as an area of risk by the Financial Action Task Force on Money Laundering. However, the question of regulatory burden for this group bears further analysis.
- The benefits of a uniform report filing date include improved efficiencies in data analytics. It was noted that as a report type, accountants' reports produce limited data compared to the electronic trust transaction upload; however, exceptions are scrutinized against a risk matrix and the law firm's self-report to determine the risk profile. Currently 30% of firms are submitting an accountant's report and 70% are doing an electronic upload.

**Motion:**

**To amend rules 119.1, 119.3 , 119.30, 115, 165.1 and 167 as proposed in Appendix B of the meeting materials.**

**Seconded  
Carried**

**7 President's Report**

Anthony Young

The President's Report was circulated with the meeting materials.

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

Anthony Young

This report was circulated with the meeting materials for information.

**9 Policy Committee – Active Policy Inventory**

Anthony Young

The Active Policy Inventory was circulated with the meeting materials for information.

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**10 Alberta Law Reform Institute Report**

This report was circulated with the meeting materials for information.

**11 Alberta Lawyers Assistance Society Report**

Nancy Dilts

This report was circulated with the agenda for information.

**12 Alberta Law Foundation Report**

Darlene Scott

This report was circulated with the agenda for information.

**13 Canadian Bar Association (CBA) Alberta Report**

Jenny McMordie

This report was circulated with the agenda. Ms. McMordie advised the Benchers that David Hiebert was recently elected as Branch Secretary of the CBA Alberta branch for a 5-year term.

**14 Federation of Law Societies of Canada Report**

Steve Raby

This report was circulated with the agenda. Mr. Raby highlighted the Federation's draft budget, which includes a slight increase to law society levies. The budget will require approval by all 14 law societies and Mr. Raby recommended that Alberta approve the budget. A second matter relating to proposed changes to the National Requirement will also require approval by all law societies if it is supported by the Federation Council.

**15 Pro Bono Law Alberta Report**

Robert Dunster

This report was circulated with the agenda for information.

**16 Real Estate Practice Advisory Committee Report**

Darlene Scott

This report was circulated with the agenda for information.

**17 Adjournment**

Anthony Young

There being no further business the Chair adjourned the public meeting at 11:25 am.