

# Approved Benchers Public Minutes

Public Minutes of the Five Hundred and Seventh Meeting of the Benchers of the Law Society of Alberta (the “Law Society”)

February 24, 2022

Videoconference

8:30 am

## ATTENDANCE

### Benchers:

Darlene Scott, Outgoing President  
Ken Warren, President  
Bill Hendsbee, President-Elect  
Lou Cusano  
Ted Feehan  
Corie Flett  
Kene Ilochonwu  
Cal Johnson  
Jim Lutz  
Barb McKinley  
Bud Melnyk  
Sandra Petersson  
Sanjiv Parmar  
Stacy Petriuk  
Deanna Steblyk  
Margaret Unsworth  
Moira Váně  
Grant Vogeli  
Salimah Walji-Shivji  
Louise Wasylenko

### Executive Leadership Team:

Elizabeth Osler, CEO and Executive Director  
Cori Ghitler, Deputy Executive Director and Director, Policy and Education  
Nadine Meade, Chief Financial Officer  
Andrew Norton, Chief Information Officer and Director, Business Operations  
Nancy Carruthers, General Counsel and Director, Regulation



### ATTENDANCE

<p><b>Staff:</b></p>	<p>Sharon Allard, Executive Assistant to the Deputy Executive Director and Director, Policy and Education          Susannah Alleyne, Equity, Diversity &amp; Inclusion Counsel          Ryan Ancona, Business Technology          Barbra Bailey, Manager, Education          Nancy Bains, Tribunal Counsel and Privacy Officer          Catherine Bennett, Executive Assistant to the CEO and Executive Director          Colleen Brown, Manager, Communications and Stakeholder Engagement          Ruth Corbett, Governance Administrator          Shabnam Datta, Manager, Policy          John Eamon, General Counsel and Senior Manager, Risk, Alberta Lawyers Indemnity Association (“ALIA”)          Kate Fiori, Governance Assistant          Jennifer Freund, Policy &amp; Governance Counsel          Sharon Heine, Senior Manager, Regulation          Amanda Miller, Policy Counsel          Kendall Moholityn, Senior Manager, Professionalism          Len Polsky, Manager, Legal Technology and Mentorship, Policy and Education          Christine Schreuder, Governance Coordinator          Chioma Ufodike, Senior Manager, Trust Safety and Compliance          Rebecca Young, Education Counsel</p>
<p><b>Guests:</b></p>	<p>Glen Buick, Public          Loraine Champion, Executive Director, Alberta Lawyers’ Assistance Society          Carsten Jensen, Law Society of Alberta representative to the Federation of Law Societies of Canada          Amanda Lindberg, Vice-President, Canadian Bar Association Alberta          Nonye Opara, Executive Director, Pro Bono Law Alberta          Robert Philp, Indigenous Advisory Committee Bencher Liaison          Kathleen Ryan, Chair, Equity Diversity and Inclusion and Lawyer Competence Advisory Committees          Christine Sanderman, Executive Director, Legal Education Society of Alberta          Dale Spackman, Corporate Secretary, ALIA</p>
<p><b>Regrets:</b></p>	<p>Sony Ahluwalia          Ryan Anderson</p>

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

#### Item

**Call to Order**

**Mr. Warren called the meeting to order at 8:30 a.m. and welcomed everyone, particularly new Bencher, Mr. Parmar. Mr. Warren delivered the Indigenous land acknowledgement statement for Alberta.**



	Item
1	<p><b>Remarks from Outgoing President</b></p> <p>Ms. Scott provided her final remarks as President, reflecting on her years as a Bencher and President. She highlighted the Board's accomplishments and unceasing progress on initiatives in pursuit of the Law Society's strategic goals, particularly in the face of the pandemic. Ms. Scott thanked the Benchers, the Executive Leadership Team and Law Society staff for their hard work and support.</p>
2	<p><b>Opening Remarks from the President</b></p> <p>Mr. Warren provided his opening remarks, expressing his appreciation to Ms. Scott on behalf of the Benchers for her leadership through difficult times and for her mentorship during his term as President-Elect. Mr. Warren highlighted the importance of the Law Society's strategic goals as the focus of the Board's work and the importance of working together to achieve those goals with the overall mandate to protect the public interest.</p> <p>Ms. Scott left the meeting. Mr. Buick and Ms. Moholitny left the meeting.</p>
3	<p><b>Leadership Report</b></p> <p>Documentation for this item was circulated with the materials prior to the meeting. Ms. Osler provided comments on the following:</p> <ul style="list-style-type: none"><li>- The materials included a link to the 2021 Year in Review Report, which highlighted some of the Law Society's most impactful projects. Ms. Osler thanked the Benchers for their commitment and engagement, and ELT and staff for their work.</li><li>- The Return to Office plan commences on March 1 for managers and March 7 for employees on a temporary voluntary basis.</li><li>- Plans are underway for the April Bencher meeting to be held at the office in person.</li><li>- A special Bencher education session on Complaint Dismissal Appeals facilitated by Jim Casey will take place on April 8.</li></ul>
4	<p><b>Board Relations Guideline and In Camera Guideline Annual Review</b></p> <p>Documentation for this item was circulated with the materials prior to the meeting. Mr. Hendsbee provided introductory remarks on the history of the Board Relations Guideline and the In Camera Guideline and outlined each Norm and its purpose.</p> <p>Ms. Flett joined the meeting at 9:30 a.m.</p>
5	<p><b>ALIA Memorandum and Articles Amendments</b></p> <p>Documentation for this item was circulated with the materials prior to the meeting. Mr. Spackman and Mr. Eamon presented the proposal for amendments to modernize the ALIA Memorandum of Association and Articles as outlined in the materials and responded to questions. Mr. Spackman emphasized that the amendments do not change the relationship</p>



**Item**

between the Law Society and ALIA and do not attempt to broaden ALIA's powers with respect to the provision of products to members.

**Motion: Melnyk/Cusano**

**That the Benchers approve the Resolutions set out in Attachment 5 to the briefing memorandum provided for this item.**

**Carried unanimously**

Mr. Spackman and Mr. Eamon left the meeting at 9:38 a.m.

**6 2022 Committees, Advisory Committees, Liaisons and Other Bodies**

Documentation for this item was circulated with the materials prior to the meeting. Mr. Warren advised that the high level of interest from the profession in serving on committees means that there are a number of people who could not be appointed or reappointed.

A correction was noted to add the Chair of the Credentials and Education Committee to the membership slate for the Viscount Bennett Scholarship Committee. The amendment to the motion was accepted by the mover and seconder and is reflected in italics in the motion below.

**Motion: Ilochonwu/Melnyk**

**To appoint the 2022 Bencher committees, advisory committees, liaisons and representatives to "other bodies" as set out in the 2022 Committees, Advisory Committees, Liaisons and Other Bodies list, *subject to adding the Chair of the Credentials and Education Committee to the membership slate for the Viscount Bennett Scholarship Committee*; and**

**To continue the term of appointment for any person on a 2021 committee involved in any ongoing adjudicative matter until such time as a report or decision is rendered on the matter in which they are involved.**

**Carried unanimously**

**7 Statement of Investment Policies and Goals Amendments**

Documentation for this item was circulated with the materials prior to the meeting and revised documents were added on February 23. Ms. Meade presented the proposed amendments and the additional changes that were made to the documents that were circulated initially. Ms. Meade highlighted the process that was followed for the investment review of the ALIA and the Law Society's portfolios and their Statement of Investment Policies and Goals ("SIP&G"). The Audit and Finance Committee ("AFC") considered a balanced approach to the asset mix, with the goal of achieving diversity and growth while preserving capital. The proposed revised SIP&G recommends a gradual transition to 15% in alternative investments such as infrastructure and real estate.



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Ms. Petriuk, Chair, AFC, thanked AFC members for their thorough review of the asset mix and SIP&G and to the Finance department team for their hard work. Ms. Meade responded to questions from the Benchers and provided clarification on a few points.

**Motion: Petriuk/Petersson**

**That the Benchers approve the revised Statement of Investment Policies and Goals as presented.**

**Carried unanimously**

The Chair called for a recess at 10:00 a.m. and reconvened the meeting at 10:15 a.m. Ms. Ufodike and Ms. Bailey joined the meeting at 10:15 a.m.

**8 Strategic Committee Priorities**

Documentation for this item was circulated with the materials prior to the meeting. Ms. Osler advised that this agenda item forms part of efforts to increase transparency of budget processes and ensure the Board's fiduciary duty and oversight of strategic work are fully supported. Priorities identified for 2022 will inform the 2023 budget and resource allocation.

Ms. Ghitter presented the Strategic Committee Priorities, highlighting that the priorities and resources anticipated need to be revisited later in the year when the budget process begins. In response to a question, Ms. Ghitter confirmed that the Policy and Regulatory Reform Committee's priority for a status review will incorporate a review of all statuses, including inactive maternity leaves. The Benchers also asked whether the *Legal Profession Act* amendments are still a priority and Ms. Osler outlined the challenges associated with getting the government to prioritize legislative amendments to the Act. In the meantime, the Law Society continues to utilize the Rules to advance its work where the legislation is outdated.

**Motion: Cusano/Wasylenko**

**That the Benchers approve the priorities as set out in the attached Lawyer Competence Committee, Equity, Diversity and Inclusion Committee and Policy and Regulatory Reform Committee memorandums.**

**Carried unanimously**

**9 Innovation Sandbox Update**

Documentation for this item was circulated with the materials prior to the meeting. Ms. Ufodike and Mr. Polsky presented the update, which included a refresher on the Innovation Sandbox; outreach and key FAQs; and applications in the pipeline.

The Benchers discussed the following:

- It was suggested that the Law Society's mandate to protect the public interest should be emphasized.



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	<ul style="list-style-type: none"><li>- All proposals assessed by the Law Society’s Innovating Regulation Group are risk rated according to the established Benchers criteria. Approved applicants in the Sandbox must enter into an agreement with the Law Society.</li><li>- Issues relating to questions such as overlapping jurisdictions, for example, form part of the risk assessment of all applications on a case-by-case basis. Providers will be monitored on an ongoing basis and will be required to report regularly.</li><li>- In response to a question about the risk of complaints in relation to services, Ms. Ufodike and Mr. Polsky provided information from the Utah Legal Sandbox program which experienced an extremely low ratio of harm-related complaints to services being provided.</li><li>- The Law Society plans to publish all approved providers and the Benchers will receive regular updates.</li></ul> <p>Ms. Ufodike left the meeting at 11:30 a.m.</p>
<b>10</b>	<b>Access to Justice Update</b> Ms. Ghitter provided an oral report, highlighting the following: <ul style="list-style-type: none"><li>- Improvements to access to justice can seem intangible; however, almost all the Law Society’s strategic work is viewed through the lens of access to justice, in accordance with the Strategic Plan.</li><li>- The Lawyer Referral Service review is in the process of collecting data and developing options for improvements.</li><li>- There have been six Access to Justice ebulletins since October 2020 and the Law Society is exploring ways to implement regular communications. Ms. Ghitter advised that the Law Society can assist clinics with request for volunteers; however, it cannot provide help with fundraising.</li></ul>
<b>11</b>	<b>Audit and Finance Committee Report</b> Documentation for this item was circulated with the materials prior to the meeting.
<b>12</b>	<b>Equity, Diversity and Inclusion Committee Update</b> Documentation for this item was circulated with the materials prior to the meeting. Ms. Wasylenko, Equity, Diversity and Inclusion Committee Chair, and Ms. Ghitter, responded to questions about the Continuing Professional Development Profile and confirmed a guide and education will be available to support lawyers.
<b>13</b>	<b>Lawyer Competence Committee Update</b> Documentation for this item was circulated with the materials prior to the meeting.



	Item
<b>14</b>	<b>Tribunal Office Update</b> Documentation for this item was circulated with the materials prior to the meeting.
<b>15</b>	<b>CONSENT AGENDA</b> Documentation for this item was circulated with the materials prior to the meeting. There were no requests to remove any items from the consent agenda and the items were approved concurrently.  <div style="border: 1px solid black; padding: 5px;"><p><b>Motion: Melnyk/Steblyk</b> <b>15.1 To approve the December 2, 2021 Public Bencher Meeting Minutes;</b> <b>15.2 That the Benchers approve the date and time of the 2022 Annual General Meeting of the Law Society of Alberta to be December 1, 2022 at 4:00 p.m. at the offices of the Law Society, or such other date and time and place (or means) as the CEO and Executive Director of the Law Society may determine in their discretion; and</b> <b>15.3 That the Benchers re-appoint PricewaterhouseCoopers (PwC) as auditors for the Law Society of Alberta for the fiscal year ending December 31, 2022.</b></p><p style="text-align: right;"><b>Carried unanimously</b></p></div>
<b>16</b>	<b>AGENCY REPORTS</b> The following Agency reports were circulated with the materials prior to the meeting: 16.1 Alberta Law Foundation Report 16.2 Alberta Law Reform Institute Report 16.3 Alberta Lawyers' Assistance Society Report 16.4 Canadian Bar Association Report 16.5 Federation of Law Societies of Canada Report 16.6 Legal Education Society of Alberta Report 16.7 Pro Bono Law Alberta Report 16.8 Real Estate Practice Advisory Liaison Report
<b>17</b>	<b>Other Business</b> There being no further business, the public meeting was adjourned at 11:55 a.m.