IN THE MATTER OF PART 3 OF THE
***LEGAL PROFESSION ACT*, RSA 2000, c. L-8**

AND

IN THE MATTER OF A HEARING REGARDING
THE CONDUCT OF MICHAEL MCHENRY
A MEMBER OF THE LAW SOCIETY OF ALBERTA

Hearing Committee
Jim Lutz, KC – Chair and Bencher
Grace Brittain – Adjudicator
Robert Philp, KC – Former Bencher

Appearances
Karl Seidenz – Counsel for the Law Society of Alberta (LSA)
Christa Nicholson, KC – Counsel for Michael McHenry

Hearing Date
February 15, 2024

Hearing Location
Virtual Hearing

HEARING COMMITTEE REPORT

Overview

1. The following citation was directed to hearing by the Conduct Committee Panel on March 14, 2023, and amended on December 19, 2023:

> It is alleged Michael P. McHenry altered a transaction document by adding in handwriting a client's signature to it and that such conduct is deserving of sanction.

2. Specifically, Mr. McHenry is alleged to have signed a document using his clients name in the presence of his legal assistant to avoid delays in a commercial transaction.

3. Mr. McHenry was admitted to the Alberta Bar in 2012. He was corporate counsel in a firm in Calgary at the relevant time.

4. On February 15, 2024, a Hearing Committee (Committee) convened a hearing into the conduct of Mr. McHenry on the above citation.

5. After reviewing all the evidence and hearing submissions from the counsel for Mr. McHenry, for the reasons set out below, the Committee finds Mr. McHenry guilty of conduct deserving of sanction on the citation pursuant to section 71 of the *Legal Professions Act* (*Act*).

6. The Committee also finds the appropriate sanction to be a suspension of 30 days plus one day in accordance with section 72 of the *Act.* The remaining one-day suspension was ordered effective as of February 15, 2024.

7. Pursuant to section 72(2) of the *Act*, the Committee orders Mr. McHenry to pay costs in the amount $4,000.00, reduced from $10,762.25, payable on or before February 14, 2025.

Preliminary Matters

8. There were no objections to the constitution of the Committee or its jurisdiction and no request for a private hearing, so a public hearing into Mr. McHenry's conduct proceeded.

Agreed Statement of Facts/Background

9. Counsel jointly presented a Statement of Admitted Facts, Exhibits, and Admission of Guilt (Agreed Statement) establishing the essential elements of the citation and facts necessary to support a finding of guilt pursuant to section 60 of the *Act*. The Committee accepted the Agreed Statement and admitted it at the Hearing.

10. The Committee confirmed on the record that Mr. McHenry, with the advice from counsel, acknowledged:

    a) The admissions were made voluntarily and free of undue coercion;

    b) Mr. McHenry unequivocally admitted his guilt;

    c) Mr. McHenry understands the nature and consequences of the admissions;

    d) The Committee is not bound by any joint submission on sanction.

11. Mr. McHenry's guilt was accepted by the Committee.

12. Counsel for the LSA was asked to make submissions on sanction.

13. The LSA sought a 30-day suspension with credit for the self-imposed withdrawal from the practice of law during which Mr. McHenry improved his mental health.

14. Counsel noted the fundamental purpose of the sanction is protection of the public and the reputation of the profession. Mr. Seidenz urged the Committee to adopt a purposeful approach and consider the relevant facts which included:

    a) Specific deterrence;

    b) General deterrence;

    c) Denunciation of the misconduct.

15. Mitigating factors included entering the Agreed Statement, cooperating with LSA investigators, an absence of personal gain, and Mr. McHenry's decision to remove himself from the practice of law for a three-year period.

16. Aggravating factors included involving a legal assistant in the misconduct (who reported it to his principal) and delay in self-reporting his misconduct to the LSA after being confronted by the principal who told him to do so on two separate occasions.

17. Taking all of the factors into account, LSA counsel submitted that a suspension of one to two months would be an appropriate disposition. Counsel pointed out that other cases with lengthier suspensions for similar conduct are distinguishable on their facts.

18. Counsel for Mr. McHenry endorsed the position advanced by the LSA, highlighting mitigating factors which distinguish Mr. McHenry's case from other sanction decisions. Ms. Nicholson asked the Committee to consider Mr. McHenry's physical injury to his eye, ongoing pain, and high anxiety manifest at the time he signed the document, and that his intention was to expedite his client's transaction. Ms. Nicholson describes her client's misconduct as a misjudgment.

19. Ms. Nicholson distinguished Mr. McHenry's act from *Law Society of Upper Canada v. Irene Mary Kimberley,* 2009 ONLSHP 11 where the signed documents were acted upon, which justified a lengthier suspension. Ms. Nicholson joined Mr. Seidenz in seeking a one-month suspension with credit for Mr. McHenry's voluntary absence from the practice of law, reducing the prospective suspension to one day.

Time Credited

20. Counsel asked the Committee to grant credit towards the proposed one-month suspension in light of the proceeding three years during which Mr. McHenry voluntarily removed himself from the practice of law. Counsel referenced jurisprudence from other jurisdictions which endorse retroactive suspensions as a legitimate consideration is

assessing a sanction.

21. The following decisions are instructive, but there is a critical distinction between the governing legislation in those jurisdictions as compared with Alberta. Ontario's *Law Society Act*, RSO 1990, Chapter L 8 does not contain the prospective wording of section 50(2) of the *Act,* which provides that:

> If an order is made under this Part for the suspension of the membership of a member, the suspension commences when the order is made unless a future effective date is specified in the order.

22. Credit for time accrued during an interlocutory suspension or while undertaking not to practice- "giving that new suspension retroactive effect" - was endorsed in *Law Society of Ontario v. Gupta,* 2022 ONLSTH 14 at paragraph 88. In that case, the panel endorsed a parity argument that a licensee suspended voluntarily or involuntarily ought not be in a worse position than a licensee who has engaged in the same conduct in the same circumstances but who had not been subject to an interlocutory suspension or an undertaking not to practice.

23. The Committee struggled with the reasoning in *Gupta*, in light of paragraph 89 which reads:

> On the other hand (and not relevant here), it is not obvious why a past suspension or undertaking not to practice for other reasons should effectively reduce the effect of a penalty suspension.

24. Counsel referred the Committee to *Law Society of Ontario v. Cengarle*, 2022 ONLSTH 114 at paragraphs 79-81 which adopted the reasoning in *Gupta* that a suspension must be considered because of its significant impact on the licensee's ability to practice.

25. Nova Scotia's *Legal Profession Act*, S.N.S. 2004 c. 28 provides in section 45(d)(i) that a hearing panel in Nova Scotia may suspend a member "for any period of time" without restricting how a suspension must be served. Thus, the decision in *Nova Scotia Barristers' Society v. Peter Van Feggelen*, 2010 NSBS 2, does not specifically address the issue of credit for a prior suspension. The panel simply noted Mr. Van Feggelen had been suspended for almost nine months before imposing conditions for reinstatement and costs without imposing a further suspension.

26. Likewise, sections 38(5)(d) or 39(2)(b) of British Columbia's *Legal Profession Act,* do not contain restrictive language comparable to section 50(2) the *Act*.

27. Counsel cited the *Law Society of British Columbia v. Sumit Ahuja,* reported as *Ahuja (Re),* 2021 LSBC 44*,* in which the panel decided in paragraph 50, stating that "[w]e find

that it is appropriate in this matter to take into account the two-month aggregate suspension that was already ordered in the two 2016 citations." During that time, the "Respondent had … undergone rehabilitation, acknowledged his addiction and been a model case." Notably, however, the hearing committee specifically stated, at paragraph 51: "[w]e do not find that the period of voluntary withdrawal, however, should similarly be taken into account."

28. There are sanction decisions from Alberta relevant to the issue of retroactive credit.

29. In *Law Society of Alberta v. Prithipaul,* 2018 ABLS 17, the panel imposed a 12-month suspension after acknowledging that the member had already been subject to a 12-month "statutory automatic suspension" arising from criminal charges which rendered him ineligible to practice under the Rules of the LSA. The panel did not address retroactive suspensions, credit for pre-sanction custody, nor section 50(2) of the *Act.*

30. In *Law Society of Alberta v. Rasmusen,* 2011 ABLS 4 the panel gave effect to section 50(2) *Act* by imposing a one-day suspension, acknowledging that a further suspension would have the effect of doubly punishing the member who served a six-month suspension during the same period as set out in the citation.

31. The panel in *Law Society of Alberta v. Ralh* 2023 ABLS 9, also imposed a prospective suspension, commencing at the date the sanction hearing was completed, reduced by the duration of the automatic suspension triggered by his criminal conviction.

32. Similarly, in the *Law Society of Alberta v. Juneja,* 2011 ABLS 1, a prospective sanction was imposed, but that suspension likely would have been longer if the member had not already been suspended.

33. The same principle was endorsed in the unreported decision of *Law Society v. Juneja*, 2014 ABLS 32, with the panel there stating as follows at paragraph 37:

> The Hearing Committee is of the view that the behavior of the Member cannot be countenanced. As such, the Hearing Committee imposed a suspension for a period of one day. The suspension was imposed on the Member, keeping in mind that the Member has been effectively suspended for 33 months. But for the effective suspension 33 months the suspension imposed would have been much greater. A suspension of this nature is necessary to demonstrate that conduct of the Member cannot be excused. The preservation of the reputation of the profession also demands a substantial suspension as a sanction.

34. Despite Mr. Seidenz's able argument of none of the Alberta authorities allowing a retrospective suspension in light of section 50(2), it is nonetheless apparent that the prospective duration of the sanction may be significantly curtailed in light of pre-sanction suspension.

Citation

35. Mr. McHenry acted for a client in a purchase and loan transaction in December 2020. He met with the client December 1, 2020 to review and execute a series of transaction documents. After a few delays the documents were registered at Land Titles, following which Mr. McHenry's firm was eligible to request mortgage funds from the bank.

36. While preparing the materials to request funding, a then-legal assistant noticed the client's signature was missing from one of the documents presented to the client two and half weeks earlier. Mr. McHenry was cognizant that the transaction was already delayed, so to avoid further delay, he signed the client's name on the document (Document) in the presence of the legal assistant, who was instructed to process the Document.

37. On December 22, 2020 a different transaction was delayed, which caused Mr. McHenry to lose his composure in the office. He threw a coffee mug with enough force to embed it into a wall. Mr. McHenry then announced to those present that he quit and left the office. That incident is not the subject of proceedings, but it illustrates Mr. McHenry's level of frustration at the time.

38. The next day, the then legal assistant reported to the Managing Partner that Mr. McHenry added the client's signature to the Document. The Managing Partner told Mr. McHenry to report himself to the LSA.

39. On January 8, 2021, the legal assistant noticed a second document that appeared to have the client's signature added to it. That document is not part of the citation.

40. The Managing Partner warned Mr. McHenry a second time that he needed to self-report, following which, on January 29, 2021, Mr. McHenry self-reported his conduct to the LSA.

41. The firm asked the client to sign a new version of the Document and the original was secured in a safe. The second document was not utilized.

42. Mr. McHenry acknowledged to the LSA investigators that he made a poor choice to add his client's signature for the sake of expedience. Despite his intention to close the transaction his client already approved, he agreed that he should not have signed the Document for his client.

43. Mr. McHenry voluntarily left the practice of law.

44. During the three years in which Mr. McHenry was away from the practice of law, he engaged in psychotherapy to address his outstanding mental health issues.

45. Reports from a general practitioner doctor, specialist eye surgeon, psychologist and psychiatrist documented the following issues.

46. Mr. McHenry suffered a severe eye injury in 2019. [Detailed medical background]. He took a four-month leave of absence to heal.

47. The eye injury continued to cause Mr. McHenry chronic pain, light sensitivity, headaches, and nausea. Although he had been advised by his physician to take time off work to heal, Mr. McHenry instead returned to work in February 2020, which was sooner than advised. He did so because of the high volume of work and acute shortage of lawyers and staff at the firm.

48. Despite his partial loss of vision, Mr. McHenry did not receive any workplace modifications nor additional assistance or resources. He resumed his normal work schedule wearing two pairs of sunglasses to combat light sensitivity from his computer. His medical condition was further complicated by leakage of eye fluid, soreness, headaches, constant pain, irritability, extreme fatigue and nausea. He required constant eye drops for pain and lubrication and was only able to read for short periods of time, which further reduced his ability to focus, diminished by his productivity, and increased his level of stress.

49. By the fall of 2020, Mr. McHenry was unable to keep up with the demands of the practice of law. The workload was overwhelming. Mr. McHenry suffered exhaustion, anxiety and frustration. He sought professional advice from his family physician in October 2020 and was advised to take another leave of absence from work for 13-14 weeks away to focus on healing.

50. Mr. McHenry declined to take time off from work right away and decided to wait until the

new year when he believed the workload at the firm would settle down. Unfortunately, his pain and stress reached a crescendo in the interim.

51. After the events in December, Mr. McHenry advised the firm he would not be returning to work. He voluntarily left the practice of law to focus on healing his eye injury, regain his mental health and adjust to the challenges of life with impaired vision and chronic pain.

52. Over the course of the next three years, Mr. McHenry improved his physical, spiritual and mental health, pursing counselling and psychological treatment, joined a men's spiritual group, and began taking medication for ADHD.

53. As a result, Mr. McHenry became more mindful of and attentive to prioritizing his mental and physical health. He has learned to ignore unfounded concerns about perceptions and stigmas associated with taking leaves of absences and gained appreciation of the need to advocate on his own behalf by seeking assistance for physical and mental health associated to the practice of law.

54. Mr. McHenry's recovery and attention to mental health will enable him to be a better practitioner, contributing to the profession by embracing what is now codified in the Strategic Plan of the LSA's core value of competence though mental wellness.

55. Counsel jointly submit that the goals of sanction were achieved in this instance during Mr. McHenry's voluntary removal from practice. Although it carried a significant financial burden, it was a necessary step in his professional development.

56. Counsel jointly seek a one-day suspension with costs of $4,000.00. The parties diverge on the issue of the appropriateness of a referral to the Attorney General.

Retroactive and Prospective Suspensions Under Section 50(2) of the *Act*

57. Counsel for the LSA urged the Committee to recognize the principle that good faith efforts by members proactively removing themselves from the practice of law, preventing potential harm to clients, merits credit at the sanctioning phase of proceedings. Mr. Seidnez submits these steps are consistent with three aspects of the Strategic Plan: effective regulation; competence; and public confidence. Ms. Nicholson joins in these submissions.

58. Counsel agree that a 30-day suspension is an appropriate sanction but ask that it be made retroactive in acknowledgement of the time Mr. McHenry voluntarily refrained

from the practice of law.

59. The LSA is bound by its governing legislation. A plain reading of the section and the sanction decisions from the *Act* have recognized the prospective nature of suspension imposed by hearing committees. The governing provision is as follows:

> 50(2) – If an order is made under this Part for the suspension of the membership of the member, the suspension commences when the order is made unless a future effective date is specified in the order.

60. Section 50(2) provides that a suspension commences when the order is made unless a future effective date is specified. It does not require a minimum or maximum time component. Thus, it does not preclude credit for time a member voluntarily withdraws from practice to reduce an appropriate sanction. As long as there is a nominal prospective recognition of the order of suspension, i.e. one (1) day, the sanction may be reflected pre-sanction non-practicing time.

61. The wording of this section of the *Act* does not restrict the manner in which credit may be allocated in determining a just suspension. The language of section 50(2) contemplates adjudicative flexibility in the sanctioning process that allows delaying the commencement of a suspension ("future effective date"). Inherently, the legislation must have chosen to not restrict a hearing committee's ability to consider the period of time pre-sanction in assessing the appropriate sanction.

62. The Pre-Hearing and Hearing Guideline (Guideline) at paragraph 191 recognizes a suspension effects a temporary removal of a lawyer from practice that will result in compliance with professional standards in the future. Nowhere is it expressed the temporary removal cannot happen before the sanctioning process as long as it recognizes the limitation of section 50(2) and the prospective sanction which as noted has neither a minimum nor maximum length.

63. Neither section 50(2) nor the *Act* as a whole precludes a purposeful interpretation which would enable a hearing committee to give credit for a pre-sanction voluntary withdrawal from the profession devoted to rehabilitation or self-wellness. The mental health of a member has been recognized as an important determinant of a member's ability to practice law and is relevant in misconduct inquiry: *Ahmadian v. Law Society of British Columbia, 2023 BCCA 470* at paragraphs 37, 76, 86.

64. There is merit in extending credit at the sanctioning phase for time during which a member disengaged from the practice of law to devote to therapeutic treatment,

rehabilitative counselling or self wellness, particularly if it is commensurate with terms and conditions a sanction a hearing committee would otherwise impose.

65. This principle is commensurate with pre-sentence credit in criminal proceedings, recognized statutorily under section 719 of the Criminal Code and in numerous authorities, which enable credit for time served to be applied to reduce an appropriate disposition. Akin to the criminal sentencing provisions, the legislation excludes no particular circumstances from consideration: *R v Summers, 2014 SCC 26*, at paragraph 7.

66. Indeed, doing so in the case of *Law Society of Alberta v. Elgert*, 2012 ABLS 9 at paragraph 55 was recognized as "demonstrated self-awareness and attention to client interests, which serve to mitigate the need for a harsh sanction."

67. The voluntary removal of a member from practicing encourages the membership to contemplate the obvious benefits of self improvement and wellness. It avoids risk to the public and demonstrates a member has taken responsibility through proactive steps which enhance protection of the public and confidence in the profession. Crediting such conduct by reducing the duration or terms of a sanction is consistent with purposeful interpretation of the legislation and the modern sanction/sentencing model.

68. Focusing on member wellness is an ideal way to protect the public and increase public confidence and trust in the legal profession. It enhances the administration of justice and the Rule of Law. It also has the added benefit of reducing regulatory supervision of a member's progress, which meets important developmental goals set by the LSA.

69. Any sanction imposed must be proportionate to the harm caused. If the sanction is of undue severity and disproportionately greater than that which is appropriate, then it will dimmish rather than enhance respect for the hearing process.

70. The Committee agrees with counsel, Mr. McHenry self-imposed absence from practice and the steps he has taken towards rehabilitation and self-wellness satisfy the time sought by the LSA for a suspension. Efforts made by members to rehabilitate and address wellness issues diagnosed or not must be recognized at the sanction phase to do otherwise would be viewed by the members and the public who we protect as inconsistent with the core values of the LSA, which are integrity, transparency, fairness, and respect.

71. The Committee leaves for another day what credit, if any, may be applied to pre-sanction suspensions or statutorily prescribed non-practice orders.

Sanction

72. The Guideline sets out that the purpose of sanctions is to ensure the public is protected from acts of professional misconduct and to protect public confidence in the integrity of the profession. These are the core principles critical to an independent profession and publicly protected by the proper administration of justice.

73. As often noted, other purposes of sanctions include:

    a) specific deterrence directed toward a member;

    b) protecting the public by preventing lawyers from practicing law through disbarment or suspension where appropriate;

    c) general deterrence directed toward other lawyers;

    d) ensuing the LSA can effectively govern its members; and

    e) denunciation of the misconduct.

74. The sanctioning process must be purposeful. Factors that related most closely to the fundamental purposes outlined above carry more weight than others.

75. In considering the appropriate sanction, Gavin McKenzie in *Lawyers and Ethics: Professional Responsibility and Discipline*, Scarborough, Ontario, Carswell 1993 (looseleaf ed) noted:

> Although most participants in the discipline process might agree that similar penalties should be imposed for similar cases of misconduct, the penalties imposed for similar misconduct differ widely, both within and among jurisdictions. This is largely due to the fact that one of the main purposes of the process is to protect the public. It may be entirely appropriate that a lawyer who is proven to be incorrigible be disbarred for the same conduct for which a different lawyer is reprimanded if the disciple hearing panel is reasonably satisfied that the likelihood of recurrence is minimal in the latter case.

76. A broad range of sanctions that may be imposed in each particular hearing. The fact that penalties within a jurisdiction differ widely ensures each Committee is able to craft an appropriate sanction without being confined or bound by another Committee's decision even if the facts appear to be similar. The *Act* provides autonomy to each hearing committee.

77. The cases submitted were helpful in highlighting the types of sanctions available. To ensure maximum flexibility in the sanctioning process, so a just and proper sanction is imposed in an individual hearing, no sanction decision is determinative or binding.

78. The Committee is mindful of the significance of Mr. McHenry's conduct and the importance of preserving public confidence in the profession. There are instances where adding a signature to a document, well intended or not, may lead to a more severe sanction or even disbarment.

79. Taking into account the facts admitted in this matter, the Committee is satisfied by a one (1) day suspension, in recognition of 30 days of time already spent away from practice. Thus, time spent non-practicing plus one day gives effect to section 50(2) of the *Act*.

80. The Committee finds this to be a just and appropriate sanction recognizing other sentencing factors such as:

a) Prior discipline record – there is none alleged;

b) Length of time lawyer has been in practice – Mr. McHenry was admitted to the Alberta Bar in 2012;

c) Acknowledgement of wrongdoing, including self-reporting and acknowledgment of guilt – Mr. McHenry admitted his wrongdoing, self-reported and went inactive to improve his wellness, took responsibility for the citation, and avoided further damage to his practice or danger to the public;

d) Level and expression of remorse – both are present, with a high degree of remorse;

e) Level of cooperation – after the initial delay in self-reporting, Mr. McHenry cooperated with all facets of the proceedings and investigation;

f) Medical, mental health, substance abuse or other personal circumstances that impact the lawyers conduct – as noted above, Mr. McHenry's wellbeing was a key component to the sanctioning process;

g) Restitution – not applicable;

h) Rehabilitation since the time of misconduct – Mr. McHenry recognized the misconduct, took a voluntary leave from the practice of law to address personal wellbeing for more than three years;

i) Extent to which the lawyer benefitted from the misconduct – the only benefit was expedience in closing the transaction;

j) Whether the misconduct involved taking advantage of vulnerable parties – Mr. McHenry's client was fully informed of the transaction and signed his name to all but one line in the agreement.

Costs

81. Counsel jointly submits there should be an order for cost in the amount of $4,000.00 payable one year from the Hearing date, February 14, 2025. The Committee so orders.

Referral to Attorney General

82. Counsel for the LSA advocated in favour of a referral to the Attorney General for forgery, pursuant to section 366 of the *Criminal Code*. Mr. Seidenz argues that the facts establish the *mens rea*, of knowingly signing the Document with the intent it be acted upon as if were genuine, and the *actus reus,* making the Document false by signing his clients name to it.

83. Ms. Nicholson concedes that there are reasonable and probable grounds that a criminal offence occurred but submits that the Committee has a discretion to decline making a referral to the Attorney General, citing *Law Society of Alberta v Doucet, 2023 ABLS 12* at paragraph 54. In that decision, Mr. Johnson, KC, on behalf of the Committee, held at paragraph 50 that the *Act* requires a hearing committee "to engage in a substantial consideration of the issues of assessing reasonable and probable grounds and that it retained a significant element of discretion on its assessment and application to that part of the test."

84. The Committee agrees this is the correct interpretation of its obligation under the *Act*. Thus, the Committee must be satisfied there are reasonable and probable grounds to believe that a member has committed a criminal offence before it is without any discretion to refer the matter to the Attorney General.

85. The Committee is of the view Mr. McHenry's actions falls below the threshold of intending to deceive given the Document in question was prepared at his client's request, reviewed entirely by his client, and signed by his client albeit with the exception of one missing signature line. Moreover, Mr. McHenry's evidence shows a lack of intention to deceive his client.

86. In reviewing the relevant authorities, the Committee agrees that it needs to be satisfied that not only was the Document false, which on the evidence before us it was not, but also false in relation to the purpose it was created, which again, this is not the case in the facts before us. *R v Benson (M.) et al., 2012 MBCA 94, R c Ogilvie, 1993 CanLII*

3510 (QC CA).

87. Having considered the submissions of counsel and the test to be applied, we are not satisfied reasonable and probable grounds exist to show Mr. McHenry committed a criminal offence. This Committee therefore has to decide whether to refer the matter to the Attorney General.

88. We decline to do so.

Concluding matters

89. Counsel each advanced different positions on the Notice to the Profession.

90. Counsel for the LSA indicated given there was suspension, albeit only one day, that notice under section 85(1) of the *Act* is required.

91. Ms. Nicholson asked for the opportunity to review the contents of the proposed Notice on behalf of Mr. McHenry and provide input.

92. The Committee agreed the contents of the Notice to the Profession were solely within the purview of the Committee and would issue one in the normal course without the input of counsel. The Committee thus directs a Notice to the Profession of Mr. McHenry's suspension.

93. The exhibits, other hearing materials and this report will be available for public inspection, including the provision of copies of exhibits for a reasonable copy fee, except that identifying information in relation to persons other than Mr. McHenry will be redacted and further redactions will be made to preserve client confidentiality and solicitor-client privilege (Rule 98(3)).

Dated July 12, 2024.

_____

Jim Lutz, KC

_____

Grace Brittain

Robert Philp, KC