

CARTERS

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THE 24TH ANNUAL *Church & Charity Law*TM Seminar Thursday, November 9th, 2017

“RECENT DEVELOPMENTS IN THE LAW”

WELCOME

Welcome to the 24th Annual *Church & Charity Law*TM Seminar, which is designed to assist churches and charities in understanding developing trends in the law in order to reduce unnecessary exposure to legal liability. Although the topics presented are directed at churches and charities, many aspects of the presentations will also be of interest to other not-for-profits. This seminar is eligible for **5 substantive hours CPD credits** with the Law Society of Ontario and CPA PD requirements.

The Annual *Church & Charity Law*TM Seminar, held every year since 1994, is presented by **Carters Professional Corporation (Carters)**, a law firm with offices in the Toronto and Ottawa areas, experienced in advising churches, charities and not-for-profits across Canada, as well as internationally. The firm is assisted by various expert speakers this year.

CHECK-IN

If you have REGISTERED AND PAID the registration fee, please obtain your name tag and/or pre-paid handout package at the “Information Centre” on the main level and then help yourself to complimentary coffee and muffins in the Gym.

If you NEED TO PAY the registration fee, please proceed to the “UNPAID AND NEW REGISTRATION” desk as you enter the building. The registration fee can be paid by cash or cheque payable to *Carters Professional Corporation*. Please obtain a handout package from one of our greeters for more information.

LUNCH

While complimentary coffee and tea is provided throughout the day and muffins in the morning, lunch is not included unless shown on your name tag. Our caterer will have assorted sandwiches, salads, assorted cookies, fruit, coffee, tea, water, pop and juice for those who have purchased tickets. The Church has requested that **food and beverages** be consumed only in the Gym, Foyers and overflow areas, **not** in the Auditorium please.

REMINDERS

Please silence all cell phones and electronic devices. We ask that no photos or videos be taken during the seminar as per our Privacy Policy. For re-cycling purposes, please return your name tag (after removing your receipt), along with your Evaluation Form, before you leave.

RESOURCE MATERIALS

Included in this handout package are copies of today's presentation materials. These materials, along with numerous other articles, seminar materials, and newsletters of interest to churches and religious charities, including back issues of *Charity Law Bulletins*, *Church Law Bulletins*, and *Charity & NFP Law Updates* are available free of charge at our websites at www.charitylaw.ca, www.churchlaw.ca, www.carters.ca, and www.antiterrorism.ca. Copies of *Church Law* and *Charity Law Bulletins* are on display at the Carters booth in the entrance Foyer.

Copies of the booklet entitled “**2017 Legal Risk Management Checklist for Charities**” are available for \$2.00 during breaks, and at no charge on our website at <http://www.carters.ca/pub/checklst/CRMchklstNov17.pdf>.

CHARITY & NFP LAW UPDATE

To receive the monthly Charity & NFP Law Update, e-mail us at info@carters.ca with “mailing list” in the subject line. Alternatively, please add your name and email address to our Sign-Up List at the Carters booth indicating your consent to receive firm newsletters and information about future seminars. A limited number of copies of the [October 2017 edition](#) of the Charity & NFP Law Update are available at the Carters booth today.

QUESTION PERIOD

Questions are encouraged and will be answered at the end of both the morning and afternoon sessions. A question sheet is provided at the back of this handout and should be left at the front podium in the Auditorium. Unfortunately, not all questions can be answered due to time constraints.

ACKNOWLEDGEMENTS AND THANKS

We gratefully acknowledge and thank the pastors, leadership, and congregation of the **PORTICO Community Church** for the use of their facilities. We would like to also acknowledge and thank Tony Manconi and the Honourable Justice David Brown for their contribution as our guest speakers at this year's seminar. All lawyers and guest speakers have volunteered their time for this event. We also wish to thank our many sponsors listed below who help to keep the cost of this seminar as low as possible.

Carters Professional Corporation

Toronto (416) 675-3766 Ottawa (613) 235-4774 Mississauga (416) 675-3766 Orangeville (519) 942-0001

www.carters.ca Toll Free / Sans frais: 1-877-942-0001 www.charitylaw.ca

THE 24TH ANNUAL
Church & Charity Law™ Seminar
Thursday, November 9th, 2017

AGENDA

7:30 a.m.	Check-In (Coffee, Tea, Juice and Muffins provided)	
8:30 a.m.	Opening Remarks and National Anthem	
8:40 a.m.	Essential Charity & NFP Law Update	Jacqueline M. Demczur
9:10 a.m.	Direction and Control: What It is and How to Comply	Theresa L.M. Man
9:40 a.m.	Critical Privacy Issues Involving Children's Programs	Esther Shainblum
10:10 a.m.	Morning Break (Coffee and tea provided) (30 minutes)	
10:40 a.m.	Remuneration of Directors of Charities: What's New?	Ryan M. Prendergast
11:05 a.m.	Changes and Developments in Employment Law	Barry W. Kwasniewski
11:30 a.m.	Governance Disputes Involving Charities and Not-for-Profits: The View from the Bench	The Honourable Justice David M. Brown
12:15 p.m.	Questions for the Honourable Justice David M. Brown	
12:30 p.m.	Lunch Break (55 minutes)	
1:25 p.m.	Acknowledgements (And a Few After Lunch Jokes)	
1:30 p.m.	Corporate Documents and Procedures to Help Avoid Governance Disputes	Esther S.J. Oh
2:00 p.m.	The Investment Spectrum for Churches & Charities	Terrance S. Carter
2:30 p.m.	Challenges in Regulating the Charitable Sector: Looking Back and Going Forward	Tony Manconi Director General
3:10 p.m.	Question Period	
3:30 p.m.	Program Ends	

Please see **Speaker Biographies** on the following pages. Please take a moment to complete the **Evaluation Form** included at the back of this handout to help us make the next Annual *Church & Charity Law™* Seminar even better.

SEMINAR HOSTS

Carters Professional Corporation is a law firm with expertise in the area of church, charity and other not-for-profits and is committed to assisting clients in avoiding legal problems before they occur through effective legal risk management advice, including assistance with:

- Anti-bribery Compliance
- Anti-terrorism Policy Statements
- CRA Charity Audits
- Charitable Organizations & Foundations
- Charitable Incorporation & Registration
- Charitable Trusts
- Church Discipline Procedures
- Church Incorporation
- Corporate Reorganization
- Continuance Under the CNCA
- Corporate Record Maintenance
- Director and Officer Liability
- Dissolution and Wind-Up
- Employment Issues
- Endowment Agreements
- Foreign Charities Commencing Operations in Canada
- Fundraising and Gift Planning
- Gift Acceptance Policies
- Human Rights Compliance and Litigation
- Incorporation and Organization
- Insurance and Risk Management
- CRA Sanctions and Penalties
- International Trade-mark Licensing
- Investment Policies and Opinions
- Legal Risk Management Assessments
- Litigation and Mediation Counsel
- National and International Structures
- Privacy Policies and Audits
- Religious Denominational Structures
- Sexual Abuse Policies
- Special Incorporating Legislation
- Tax Compliance
- Tax Opinions and Appeals
- Trade-mark and Copyright Protection
- Transitioning Under the ONCA

PROTECTION FROM REGULATORY OFFENCES FOR CHURCHES AND CHARITIES

Churches and charities often face significant liability and financial challenges due to increasing enforcement of federal and provincial regulatory legislation dealing with such matters as water, working conditions and environmental issues. Carters is able to provide advice and assistance at all stages from an initial investigation through to a full defence at a trial. For more information, contact Sean Carter at Carters (1-877-942-0001).

SEMINAR SPONSORS

Carters would like to thank the following companies for their sponsorship of the Annual *Church & Charity Law*[™] Seminar that helps to keep the registration fee to a minimum:

- **BDO Canada LLP**, Natalie G. Saarimaki, 519-941-0681, www.bdo.ca
- **Colliers International**, 416-643-3739, <http://www.collierscanada.com/en/services/not-for-profit-advisory-group>
- **LexisNexis Canada Inc.**, 1-800-668-6481, <https://store.lexisnexis.ca/en>
- **RLB Chartered Professional Accountants**, 519-822-9933, <http://www.rlb.ca/>
- **Thomson Reuters**, 1-800-387-5164, <http://store.thomsonreuters.ca/>
- **GMS Chartered Professional Accountants Professional Corporation**, 905-919-3543, www.gmscpa.ca
- **Abundance Canada**, 1-888-212-7759, www.abundance.ca

SEMINAR RESOURCE EXHIBITORS

We are pleased to make resource materials from the following organizations available in the Foyer.

- **Abundance Canada**, www.abundance.ca
- **BDO Canada LLP**, Natalie G. Saarimaki, 519-941-0681, www.bdo.ca
- **Canadian Council of Christian Charities**, <https://www.cccc.org/>
- **Christian Legal Fellowship**, www.christianlegalfellowship.org
- **Colliers International**, <http://www.collierscanada.com/en/services/not-for-profit-advisory-group>
- **GMS Chartered Professional Accountants Professional Corporation**, www.gmscpa.ca
- **LexisNexis Canada Inc.**, <https://store.lexisnexis.ca/en>
- **RLB Chartered Professional Accountants**, <http://www.rlb.ca/>
- **Robertson Hall Insurance**, www.robertsonhall.com
- **Thomson Reuters**, <http://store.thomsonreuters.ca/>

GENERAL DISCLAIMER

Please note the following Disclaimer that applies to all presentations: This handout is provided as an information service by Carters Professional Corporation. It is current only as of the date of the handout and does not reflect subsequent changes in the law. This handout is distributed with the understanding that it does not constitute legal advice or establish a solicitor/client relationship by way of any information contained herein. The contents are intended for general information purposes only and under no circumstances can be relied upon for legal decision-making. Readers are advised to consult with a qualified lawyer and obtain a written opinion concerning the specifics of their particular situation. © 2017 Carters Professional Corporation

SPEAKER BIOGRAPHIES



The Honourable Justice David M. Brown was appointed to the Court of Appeal of Ontario in December, 2014, after sitting as a judge of the Superior Court of Justice of Ontario in the Toronto Region since September, 2006, including several years on the Toronto Region Commercial List. Immediately prior to his appointment to the Court of Appeal, Justice Brown was serving as the President of the Ontario Superior Court Judges' Association. Before his appointment to the Bench, he was a partner with Stikeman Elliott LLP (Toronto) in its Litigation and Energy Groups. He served as an Adjunct Professor of Law at Osgoode Hall Law School teaching Energy Law from 2004 until 2006, and a Sessional Lecturer at Queen's University Law School from 1990 to 2002 teaching Trial Advocacy. Justice Brown writes on a number of legal topics, including civil procedure reform and Newfoundland legal history.



Terrance S. Carter, B.A., LL.B., TEP, Trade-mark Agent – Managing Partner of Carters, Mr. Carter practices in the area of charity and not-for-profit law, and is counsel to Fasken Martineau on charitable matters. Mr. Carter is a co-author of *Corporate and Practice Manual for Charitable and Not-for-Profit Corporations* (Thomson Reuters), a co-editor of *Charities Legislation and Commentary* (LexisNexis Butterworths, 2018), and co-author of *Branding and Copyright for Charities and Non-Profit Organizations* (2014 LexisNexis Butterworths). He is recognized as a leading expert by *Lexpert* and *The Best Lawyers in Canada*, and is a Past Chair of the Canadian Bar Association and Ontario Bar Association Charities and Not-for-Profit Law Sections. He is editor of www.charitylaw.ca, www.churchlaw.ca and www.antiterrorism.ca.



Jacqueline M. Demczur, B.A., LL.B. – A partner with the firm, Ms. Demczur practices in charity and not-for-profit law, including incorporation, corporate restructuring, and legal risk management reviews. Ms. Demczur has been recognized as a leading expert in charity and not-for-profit law by *Lexpert* and *The Best Lawyers in Canada*. She is a contributing author to Industry Canada's *Primer for Directors of Not-For-Profit Corporations*, and has written numerous articles on charity and not-for-profit issues for the *Lawyers Weekly*, *The Philanthropist* and *Charity & NFP Law Bulletin*, among others. Ms. Demczur is also a regular speaker at the annual *Church & Charity Law*TM Seminar.



Barry W. Kwasniewski, B.B.A., LL.B. – Mr. Kwasniewski joined Carters' Ottawa office in 2008, becoming a partner in 2014, to practice in the areas of employment law, charity related litigation, and risk management. After practicing for many years as a litigation lawyer in Ottawa, Barry's focus is now on providing advice to charities and not-for-profits with respect to their employment and legal risk management issues. Barry has developed an expertise in insurance law, and provides legal opinions and advice pertaining to insurance coverage matters to charities and not-for-profits.



Theresa L.M. Man, B.Sc., M.Mus., LL.B., LL.M. – A partner with Carters, Ms. Man practices in the area of charity and not-for-profit law and is recognized as a leading expert by *Lexpert* and *Best Lawyers in Canada*. In addition to being a frequent speaker, Ms. Man is co-author of *Corporate and Practice Manual for Charitable and Not-for-Profit Corporations* published by Thomson Reuters. She is an executive member of the Charity and Not-for-Profit Section of the OBA and the CBA Charities and Not-for-Profit Law Section. Ms. Man has also written articles for numerous publications, including *The Lawyers Weekly*, *The Philanthropist*, *Hilborn:ECS* and *Charity & NFP Law Bulletin*.



Tony Manconi, B.A. – Tony Manconi was appointed as Director General of the Charities Directorate with the Canada Revenue Agency (CRA) on July 25, 2016. He is responsible for the overall management of the federal regulation of registered charities under the *Income Tax Act*. Mr. Manconi began his career in the Public Service in 1988 at the Secretary of State. Prior to joining the Charities Directorate, Mr. Manconi served as the Director General of the Collections Directorate of the CRA. Mr. Manconi holds a Bachelor's degree from Carleton University with a combined major in Law and Economics.



Esther S.J. Oh, B.A., LL.B. – A partner with Carters, Ms. Oh practices in charity and not-for-profit law, and is recognized as a leading expert in charity and not-for-profit law by *Lexpert*. Ms. Oh has written numerous articles on charity and not-for-profit legal issues, including incorporation and risk management for www.charitylaw.ca and the *Charity & NFP Law Bulletin*. Ms. Oh is a regular speaker at the annual *Church & Charity Law*™ Seminar, and has been an invited speaker to the Canadian Bar Association, Imagine Canada and various other organizations.



Ryan M. Prendergast, B.A., LL.B. - Called to the Ontario Bar in 2010, Mr. Prendergast joined Carters with a practice focus of providing corporate and tax advice to charities and non-profit organizations. Ryan is a regular speaker and author on the topic of directors' and officers' liability and on the topic of anti-spam compliance for registered charities and not-for-profit corporations, and has co-authored papers for the Law Society of Upper Canada. In addition, Ryan has contributed to *The Lawyers Weekly*, *Hilborn:ECS*, Ontario Bar Association *Charity & Not-for-Profit Law Section Newsletter*, *Charity & NFP Law Bulletins* and publications on www.charitylaw.ca.



Esther Shainblum, B.A., LL.B., LL.M., CRM - From 2005 to 2017 Ms. Shainblum was General Counsel and Chief Privacy Officer for Victorian Order of Nurses for Canada, a national, not-for-profit, charitable home and community care organization. Before joining VON Canada, Ms. Shainblum was the Senior Policy Advisor to the Ontario Minister of Health. Earlier in her career, Ms Shainblum practicing health law and corporate/commercial law at McMillan Binch and spent a number of years working in policy development at Queen's Park. Ms. Shainblum practices in the areas of charity and not for profit law, health law, privacy law and lobbyist registration.

UPCOMING CARTERS' SEMINARS OF INTEREST

BDO Canada LLP – Dufferin Area will host a conference on November 30, 2017. Terrance S. Carter will present on the topic of “Duties and Liabilities of Directors and Officers of Charities and NFPs”.

COMING SOON – Thursday, February 15, 2018 - Ottawa Region *Charity & Not-for-Profit Law Seminar* hosted by Carters at the Centurion Conference Centre in Ottawa, Ontario. More details will be available soon at www.carters.ca.

Carters Webinars: 2018 Winter Series - Details to follow at www.carters.ca.

SAVE THE DATE 2018

The 25th Annual *Church & Charity Law*™ Seminar will tentatively be held on **Thursday November 8, 2018**. More details will be available in the New Year at www.carters.ca.

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Ottawa Office

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Mississauga Meeting Location

2 Robert Speck Parkway, Suite 750
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Toronto – November 9, 2017

LIST OF POWERPOINTS

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- ◆ **Essential Charity & NFP Law Update**
Jacqueline M. Demczur, B.A., LL.B.
- ◆ **Direction and Control: What Is It and How To Comply?**
Theresa L.M. Man, B.Sc., M.Mus., LL.B., LL.M.
- ◆ **Critical Privacy Issues Involving Children's Programs**
Esther Shainblum, B.A., LL.B., LL.M., CRM
- ◆ **Remuneration of Directors of Charities: What's New?**
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