

*Updating Charities and Not-For-Profit Organizations on recent legal developments and risk management considerations.*

## APRIL 2013

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### **Working With the CNCA – Tough Questions**

Imagine Canada's FREE Charity Tax Tools Webinar to be held on **May 7, 2013**.

Details and registration available at <http://www.imaginecanada.ca/civicrm/event/info?reset=1&id=161>.

### **2013 National Charity Law Symposium**

Hosted by the Canadian and Ontario Bar Associations in Toronto, ON, on **May 10, 2013**.

Details and online registration available at [http://www.cba.org/pd/details\\_en.aspx?id=NA\\_Char13](http://www.cba.org/pd/details_en.aspx?id=NA_Char13).

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## RECENT PUBLICATIONS AND NEWS RELEASES

### **Ontario's *Not-for-Profit Corporations Act* Update**

Theresa L.M. Man and Terrance S. Carter.

#### **ONCA Proclamation Postponed**

In March 2013, the Ontario Ministry of Consumer Services announced that the proclamation of the Ontario *Not-for-Profit Corporations Act, 2010* (ONCA) will be delayed to January 2014 at the earliest. In a letter dated March 27, 2013, from the Minister of Consumer Services, Tracy MacCharles, to the Ontario Nonprofit Network, and a memorandum dated March 28, 2013, from the Assistant Deputy Minister, Frank Denton, to the Advisory Committee Members for the ONCA, they stated that the reason for the delay is to allow more time for the sector to prepare for transition. The ONCA was originally targeted to be proclaimed on July 1, 2013.

Both the letter and the memorandum indicate that the Ministry is committed to reviewing the ONCA following proclamation based on experience in the sector, including issues raised by the Ontario Nonprofit Network on behalf of its members.

The memorandum further indicates that the government is “exploring the possibility of holding back from proclamation the provisions of the ONCA giving voting rights to non-voting members in certain limited circumstances.” However, the letter from the Minister indicates that she will be “recommending that these provisions not come into force for at least three years following proclamation.” The Minister also indicates that she intends to “undertake a thorough consultation across the sector to assess how this issue should be addressed.”

The Minister's announcement is available online at: [http://www.theonn.ca/wp-content/uploads/2011/06/Ministers-letter-to-ONN\\_Mar\\_28.pdf](http://www.theonn.ca/wp-content/uploads/2011/06/Ministers-letter-to-ONN_Mar_28.pdf).

The ONCA proclamation date can be monitored at the Ministry website: [www.sse.gov.on.ca/mcs/en/Pages/not\\_for\\_profit.aspx](http://www.sse.gov.on.ca/mcs/en/Pages/not_for_profit.aspx).

#### **Draft Organizational By-Law Released**

On April 22, 2013, the Ministry of Consumer Services released a draft organizational by-law, which Ontario's not-for-profit corporations may adopt or use as a guide when drafting a by-law that is compliant with the ONCA. Newly incorporated corporations under the ONCA that do not adopt an organizational by-law within 60 days of incorporation will be deemed to have adopted this default

organizational by-law. These corporations may amend or repeal and replace the default by-law at a later date if they wish. However, the default by-law does not apply to corporations incorporated under the Ontario *Corporations Act* prior to the proclamation of the ONCA, even if they have never adopted any organizational by-law.

Existing not-for-profit corporations may refer to the default by-law for language and content when reviewing and amending their own by-laws. However, it is important to be aware that the default by-law is intended to apply to the most common corporate events. However, this by-law is not a complete codification of the ONCA and therefore the corporation would need to make frequent reference to the ONCA and other applicable laws to ensure it remains compliant.

The draft by-law is available at: <http://www.sse.gov.on.ca/mcs/en/Pages/onca6.aspx>

## **CRA News**

Karen J. Cooper.

### **CRA Updates GST/HST Information Guides**

CRA has updated its publications “RC4081: GST/HST Information for Non-Profit Organizations” and “RC4082: GST/HST Information for Charities”. New changes to the guides are based on amendments to the *Excise Tax Act* and related *Regulations*. Along with changes related to the purchasing and selling of real property, online business services have been added, and the goods and services tax/harmonized sales tax (GST/HST) streamlined accounting thresholds have increased for certain non-profit organizations. For more information on these important guides, see online at:

RC4081: GST/HST Information for Non-Profit Organizations Guide: <http://www.cra-arc.gc.ca/E/pub/gp/rc4081/rc4081-e.html>

RC4082: GST/HST Information for Charities Guide: <http://www.cra-arc.gc.ca/E/pub/gp/rc4082/rc4082-e.html>

### **CRA Launches New Series of Publications**

In order to improve web functionality, CRA is introducing new technical publications called income tax folios. These folios will replace the current income tax interpretation bulletins. The folios will be organized into seven series, with each series subdivided into topic-specific chapters to better enable users to locate the information they need. Chapters will be published as their content is updated and will include material from income tax interpretation bulletins and information currently contained in the

income tax technical news (ITTNs). All interpretation bulletins and ITTNs updated by a folio chapter will be cancelled. CRA expects the update process to occur over the next several years. For more information, see online: <http://www.cra-arc.gc.ca/tx/tchncl/ncmtx/ntrfls-eng.html>

CRA has also cancelled all archived income tax interpretation bulletins and ITTNs along with nine of the current income tax interpretation bulletins, effective September 30, 2012. For more information see online: <http://www.cra-arc.gc.ca/tx/tchncl/ncmtx/cncltchpbs-eng.html>

### **CRA Releases Information on the First-Time Donor's Super Credit**

CRA has released information related to the non-refundable First-Time Donor's Super Credit (FDSC) which was proposed in the 2013 Budget. The FDSC will supplement the non-refundable charitable donations tax credit (CDTC) for individuals who donate after March 20, 2013. This temporary supplement to the CDTC will be available to all first time donor's and can be claimed once between the 2013 and 2017 taxation years. This new credit effectively adds 25% to the rates used in the calculation of the CDTC for up to \$1,000 of monetary donations. As a result, a first-time donor will be allowed a 40% federal credit for donations of \$200 or less, and a 54% federal credit for the portion of donations over \$200, but not exceeding \$1,000. For details about the 2013 Budget see *Charity Law Bulletin* No. 306 online at: <http://www.carters.ca/pub/bulletin/charity/2013/chylb306.htm>.

For the CRA Release, see online at: <http://www.cra-arc.gc.ca/gncy/bdgt/2013/qa01-eng.html>

### **Federal Legislation Update**

Terrance S. Carter.

A number of important Federal government legislative measures over the last month continue to have an impact on the charity and not-for-profit sector. A brief update on some of these measures is set-out below:

#### **Notice of Ways and Means Motion**

On April 22, 2013, a detailed Notice of Ways and Means Motion was tabled to implement certain tax measures in the Economic Action Plan 2013, including changes to the *Income Tax Act* to implement the non-refundable First-Time Donor's Super Credit proposed in the 2013 Budget (See CRA News above). For more information, see <http://www.fin.gc.ca/n13/13-062-eng.asp>.

## **Bill C-48, Technical Tax Amendments Act 2012**

The House Standing Committee on Finance has presented its report on *Bill C-48, Technical Tax Amendments Act 2012* and the Bill will now proceed to third reading. The Bill includes proposed amendments to the *Income Tax Act* on various matters, including split receipting, that were first proposed back in December of 2002, but have not been passed to date.

More commentary of the proposed amendments can be found in the October 2012 *Charity Law Update*:  
<http://www.carters.ca/pub/update/charity/12/oct12.pdf>.

The Bill can be accessed online at:

<http://www.parl.gc.ca/HousePublications/Publication.aspx?Language=E&Mode=1&DocId=5852716>

## **Bill S-14, Fighting Foreign Corruption Act**

*Bill S-14, Fighting Foreign Corruption Act* received third reading in the Senate on March 26, 2013 and first reading in the House of Commons on March 27. The Bill now awaits second reading in the House of Commons.

For information on how this legislation could hinder charities and not-for-profits that deliver humanitarian aid in foreign countries, see the February 2013 *Charity Law Update*:  
<http://www.carters.ca/pub/update/charity/13/feb13.pdf>.

Status of the Bill can be monitored at:

<http://www.parl.gc.ca/LegisInfo/BillDetails.aspx?Language=E&Mode=1&Bill=S14&Parl=41&Ses=1>

## **Bill C-458, the National Charities Week Act**

*Bill C-458, the National Charities Week Act*, is yet to receive second reading but was debated in the House of Commons on March 19, 2013, with parties from both sides of the House showing support. The Bill proposes making the last week of February each year National Charities Week and amending Canada's *Income Tax Act* to extend the deadline for people claiming charitable gifts for tax purposes by 60 days from year end to match the deadline for RRSP contributions.

For more information on the Bill, see the November/December 2012 *Charity Law Update*:  
<http://www.carters.ca/pub/update/charity/12/novdec12.pdf>

The Bill's status can be monitored at:

<http://www.parl.gc.ca/LegisInfo/BillDetails.aspx?Language=E&Mode=1&billId=5794262>

**Report on Canada's Anti-Money Laundering and Anti-Terrorism Regime**

The Senate Standing Committee on Banking, Trade and Commerce released in March 2013, its report on the five year Parliamentary review of the *Proceeds of Crime (Money Laundering) and Terrorist Financing Act*. The Committee's report is entitled *Follow the Money: Is Canada Making Progress in Combating Money Laundering and Terrorist Financing? Not Really* and includes 18 recommendations on how to improve Canada's anti-money laundering and anti-terrorism regime.

The report is available at: <http://www.parl.gc.ca/Content/SEN/Committee/411/banc/rep/rep10mar13-e.pdf>

**Bill S-7, Combating Terrorism Act**

*Bill S-7, Combating Terrorism Act* received third reading in the House of Commons on April 24, 2013 and received Royal Assent on April 25, 2013. The Act will make leaving Canada to commit a terrorist crime in another country a criminal offence, grants extra power to the police by permitting law enforcement agencies to preventatively detain suspects for up to 72 hours to avoid an imminent terrorist attack, and allows the courts to order the arrest of a witness who refuses to provide information about a potential terrorist attack, even if the witness has not been charged. Although the Act does not directly impact charities and not-for-profits, it does have the potential to affect those organizations working in conflict areas abroad and even some charities and not-for-profits in Canada which work in high risk areas or activities.

For more analysis of the Bill, see the March 2012, Charity Law Update:

<http://www.carters.ca/pub/update/charity/12/mar12.pdf>.

The new Act is available online at: [http://www.parl.gc.ca/content/hoc/Bills/411/Government/S-7/S-7\\_4/S-7\\_4.PDF](http://www.parl.gc.ca/content/hoc/Bills/411/Government/S-7/S-7_4/S-7_4.PDF)

**Working With The CNCA: Incorporation and Continuance**

Presented by Theresa L.M. Man at the Ontario Bar Association Health Law Section CLE on Not-For-Profit and Charitable Organizations in the Health Sector: Evolving Governance & Compliance Issues in Toronto, Ontario, on April 8, 2013.

It has been a year and a half since the coming into force of the *Canada Not-for-profit Corporations Act* ("CNCA") on October 17, 2011. All federal incorporation of non-share capital corporations must do so under the CNCA. As well, all non-share capital corporations incorporated under Part II of the *Canada Corporations Act* ("CCA") have three years, until October 17, 2014, to continue under the CNCA.

These corporations are required to continue under the CNCA by completing a continuance process. Failure to continue within this time frame will result in dissolution of the corporation. While many CCA Part II corporations have taken steps to continue under the CNCA, the vast majority of them have not yet done so. Up to March 12, 2013, only 763 of approximately 17,000 corporations had continued under the CNCA.

This paper reviews essential concepts of the new rules under the CNCA, the steps involved in incorporating under the CNCA, the steps involved in the process for CCA Part II corporations to continue under the CNCA, as well as relevant issues to consider when drafting articles (both articles of incorporation and articles of continuance) and by-laws that comply with the CNCA.

**Read More:**

[PDF] <http://www.carters.ca/pub/article/charity/2013/tlm0408.pdf>

## **Clergy Residence Deduction – Ministry Must Be Integral Part of Employment Responsibilities**

Jennifer M. Leddy.

In order to qualify for the clergy residence deduction, an individual must satisfy both a status and function test. The status test requires the individual to be one of (i) a member of the clergy; (ii) a member of a religious order; or (iii) a regular minister of a religious denomination. The function test requires the individual to: (i) be in charge of or ministering to a diocese, parish or congregation, or (ii) be engaged exclusively in full-time administrative service by appointment of a religious order or religious denomination.

On February 5, 2013, CRA released a technical interpretation (document no. 2012 0447881E5) on the application of paragraph 14 of its Interpretation Bulletin, IT-141R, “Clergy Residence Deduction”, which provides that individuals who meet the status test and minister on a part-time or assistant basis also meet the function test provided that “ministering to congregations is an integral part of their employment responsibilities and expectations.”

The facts considered in the technical interpretation concerned an ordained priest, ordinarily resident and employed in Canada, who was also assigned by his employer to work for some months of the year in another country, during which time his employer provided him with a monthly stipend to assist with his living expenses. The number of months spent in Canada and the other country, as well as, the nature of the priest’s employment responsibilities in the other country were blacked out of the version released to the public.

The question put to CRA was whether occasional liturgical services performed by the priest at parishes in the other country that were in addition to his other employment responsibilities would satisfy the function test. CRA replied that the phrase in paragraph 14 of its Interpretation Bulletin of “minister on a part-time or assistant basis” referred to whether the individual’s employment is part-time in nature not to the amount of ministering. To qualify under the function test, the ministry must be integral to the individual’s employment responsibilities whether the employment is full or part-time. In this case, the priest could not qualify for the deduction because the occasional liturgies were incidental not integral to his employment responsibilities.

### **Court Intervenes in Church Dispute to Ensure Fairness in Membership Admission**

Ryan M. Prendergast.

On March 7, 2013, the Ontario Superior Court of Justice released its decision in *Diaferia et al. v. Elliot et al.*, an application for an interlocutory injunction preventing a membership meeting. The decision involved the Nashville Road Community Church (the “Church”) in Kleinburg, Ontario, a registered charity operating as an unincorporated association. While over one hundred individuals attended the Church, the voting membership consisted of 60 people admitted into membership in accordance with the Church’s written constitution. In this regard, the constitution required potential members to complete a three-step process, that is: being interviewed by an elder of the Church; being baptized by immersion; and confirmation by a vote of the Church membership.

The dispute leading to the intervention of the court arose when the elders of the Church announced on February 10, 2013, that a meeting of members would be held on March 3, 2013 to discuss whether or not the pastor of the Church would be dismissed. The pastor, with the support of 5 members, announced that a meeting would be held on February 24, 2013, at which he would ask the elders to consider admitting into membership those who supported him. The elders, however, decided that only those who had met the qualification requirements for membership as of February 10, 2013 would be recommended for admission into membership. As such, the elders decided that only the twelve applicants who had been interviewed by an elder and the membership administrator would be presented for admission into membership, despite the general practice of only admitting members at the annual meeting. As a result, at the meeting held by the pastor on February 24, 2013, the elders refused to admit 14 individuals who had not met the qualification requirements for membership as of February 10, 2013 but who supported the pastor.



As such, three members of the Church brought an application seeking an injunction to prevent the meeting called for March 3, 2013 to consider the pastor's employment. The court granted the injunction, and also permitted a group of 12 individuals, who had applied for membership after a lunch meeting with the pastor on February 3, 2013, to have their names considered for membership. The court stressed that it had no intention of getting involved in whether the pastor of the Church should remain or if any additional individuals should be granted membership in the Church. The court primarily sought to ensure that ultimately there was a level playing field for both sides of the dispute concerning the employment of the pastor. Although the elders may have had the best of intentions when they created an arbitrary cut off point for the admission of new members, the court ruled the process unfair, but intervened as minimally as possible to avoid limiting the ultimate jurisdiction of the Church membership. The decision is a reminder for both incorporated and unincorporated religious, as well as non-religious, organizations that if a procedure for admitting members is in the governing documents of the organization, this procedure should not only be followed, but should also be well known to those who want to become members. If there is not procedure for admitting members, a fair process must be used. Otherwise, there is a risk that the court could intervene.

The decision can be found online at: <http://canlii.ca/t/fwg6k>

## **Terminating Probationary Employees**

Barry W. Kwasniewski in *Charity Law Bulletin* No. 309, April 25, 2013.

Many employees are hired subject to the successful completion of a probationary period. However, courts have ruled in several decisions that the right to terminate a "probationary employee" without notice or compensation is not absolute. Therefore, it is important that employers, including charities and not-for-profits, are aware that the assessment of and, if necessary, the termination of probationary employees is something that must be handled diligently and with care. The recent decision of the Ontario Superior Court of Justice in *Cao v. SBLR LLP*, 2012 O.J. No. 3328, has confirmed that an employee may be found to have been wrongfully dismissed if the employer did not act in good faith during the probationary employee's employment and termination process. Although the Ontario *Employment Standards Act, 2000* ("ESA") does not provide for a notice period to be given to employees who have been employed for less than three months, courts are not prohibited from applying common law reasonable notice periods when appropriate. This *Charity Law Bulletin* discusses this decision, and analyzes how it may affect Ontario employers.

**Read More:**[PDF] <http://www.carters.ca/pub/bulletin/charity/2013/chylb309.pdf>[WEB] <http://www.carters.ca/pub/bulletin/charity/2013/chylb309.htm>

## Trademark Clearinghouse to Provide Essential Domain Name Protection

Colin J. Thurston.

In previous *Charity Law Updates* of January and June 2012, it was reported that the Internet Corporation for Assigned Names and Numbers (ICANN) plans to increase the number of generic top-level domains (internet address endings, or “gTLDs”) from the current 22, which includes such gTLDs as *.com*, *.org* and *.net*. Over the course of the next year and beyond, it is anticipated that hundreds of new gTLDs will launch. In order to assist brand owners in protecting their trade-marks during this time, ICANN has announced the creation of the new Trademark Clearinghouse service, which charities and not-for-profits should consider as a way of protecting their online presence.

Generally, it is recommended that organizations register as many variations of their key domain names as possible, in order to protect their presence on the internet (for example, the *.com*, *.ca*, *.net*, *.org* versions should all be registered). With the launch of so many possible new gTLDs, (including *.charity*, *.academy*, *.bible*, *.cancerresearch*, *.church*, *.education*, *.foundation*, *.healthcare*, *.health*, *.hiv*, *.islam*, *.kids*, *.quebec* and *.trust*, among others) it will be impractical or impossible for most organizations to monitor and register in each desirable new domain that becomes available. Recognizing this, ICANN has set out mandatory launch processes for all new gTLDs (described below), during which certain rights and advantages will be provided to anyone who has registered their trade-mark with the Trademark Clearinghouse. During the initial launch period for a new gTLD, each new gTLD registry must provide:

**Sunrise Period:** a minimum 30 day opportunity during the pre-launch phase during which trade-mark owners who have registered with the Trademark Clearinghouse may seek registration of their trade-mark as a domain name under the new gTLD before registration is open to the general public; and,

**Trade-mark claims Period:** for at least the first 60 days that general registration for the domain is open, the registry must provide notice to any registrant attempting to register a domain name which matches a trade-mark registered with the Trademark Clearinghouse. If the registrant proceeds to register the domain name, then the registry will promptly notify the trade-mark owner.

These launch-period advantages provide a unique form of protection for an organization's trade-marks on a worldwide basis, and specifically address the concerns of many brand owners in relation to the pending tidal wave of new gTLDs expected to launch beginning this year. Organizations which have registered their trade-marks should take advantage of this unique opportunity so that they might avoid situations in the coming years in which domain names relevant to their organization are registered by other third parties. This can include targeted misappropriation by domain "squatters" or others who engage in online extortion techniques, who will undoubtedly look to profit from unprepared organizations during new gTLD launches. Advice should be sought from legal counsel in this regard. Further information regarding the Trademark Clearinghouse can be found online at <http://trademark-clearinghouse.com/>.

## **FATF Issues New Risk Assessment Guidelines**

Terrance S. Carter and Nancy E. Claridge.

The Financial Action Task Force (FATF), an intergovernmental policy making body that sets anti-terrorist financing and anti-money laundering standards, has recently published a new "National Money Laundering and Terrorist Financing Risk Assessment" guidance. The focus of the updated assessment criteria in the guidance is on "areas of higher risk" – places where illicit arms trafficking, bribery and corruption have been found to be present. The new guidance will help countries calculate these risks by assessing both terrorist and criminal threats in their system and aid them in determining the impact or consequences of any of these vulnerabilities.

The guidance places a focus on charities and not-for-profits and listed the "presence of NPOs active in overseas conflict zones" as a factor that should be flagged by evaluators as a risk. Also, the guidance states that charities and not-for-profits that "disburse large sums for unspecified projects" should be flagged, but it does not make clear on how much money is considered to be "large." There are some concerns in the charitable sector with regard to how this new guidance will affect charities and not-for-profits, due to the possibility of governments using these comments to disproportionately target the legitimate activities of charities and not-for-profits that send money overseas for aid and development operations.

For the new FATF documents see online at: [http://www.fatf-gafi.org/media/fatf/content/images/National ML TF Risk Assessment.pdf](http://www.fatf-gafi.org/media/fatf/content/images/National_ML_TF_Risk_Assessment.pdf)

<http://www.fatf-gafi.org/media/fatf/documents/methodology/FATF%20Methodology%2022%20Feb%202013.pdf>

## IN THE PRESS

**GST/HST, tax shelters, and other provisions affecting charities** by Terrance S. Carter, Karen J. Cooper & Ryan M. Prendergast.

*Hilborn eNews*, April 18, 2013.

[Link] <http://www.charityinfo.ca/articles/GST-HST-tax-shelters-and-other-provisions-affecting-charities>

**Canada—Budget 2013 with Fiscal Changes Announced** Terrance S. Carter, Karen J. Cooper and Ryan M. Prendergast.

*International Journal of Civil Society Law Newsletter*, Vol. 10, Iss. 4, April 2013.

[Link] [http://www.iccs1.org/pubs/13-04\\_IJCSL-N.pdf](http://www.iccs1.org/pubs/13-04_IJCSL-N.pdf)

**What's New in the Governance of Canadian Not-for-Profit Corporations?** by Terrance S. Carter.

*The International Journal of Not-for-Profit Law*, Vol. 15, Iss. 1, March 2013.

[Link] [http://www.icnl.org/research/journal/vol15iss1/special\\_3.htm](http://www.icnl.org/research/journal/vol15iss1/special_3.htm)

**Practical considerations involving the CRA Guidance on Fundraising** by Terrance S. Carter.

*Charity Talk*, Canadian Bar Association, February 2013.

[Link] [http://www.cba.org/CBA/sections\\_charities/newsletters2013/PrintHTML.aspx?DocId=50970](http://www.cba.org/CBA/sections_charities/newsletters2013/PrintHTML.aspx?DocId=50970)

**How to Get Ready For the New Ontario *Not-For-Profit Corporations Act, 2010*** by Theresa L.M. Man.

*Health Law in Canada*, Vol. 33, No. 3, February 2013.

[Link] [http://www.carters.ca/news/2013/TLM\\_HLiC33\\_3.pdf](http://www.carters.ca/news/2013/TLM_HLiC33_3.pdf)

## RECENT EVENTS AND PRESENTATIONS

**Canadian Society of Association Executives – Trillium Chapter (CSAE)** hosted a morning workshop presented by Theresa L.M. Man and Terrance S. Carter entitled “The New Ontario *Not-for-Profit Corporations Act, 2010*” on April 3, 2013.

[Web] <http://www.carters.ca/pub/seminar/charity/2013/tlmtsc0403.htm>

[PDF] <http://www.carters.ca/pub/seminar/charity/2013/tlmtsc0403.pdf>

**Ontario Bar Association Health Law Section CLE** on Not-For-Profit and Charitable Organizations in the Health Sector: Evolving Governance & Compliance Issues held in Toronto, Ontario, on April 8, 2013, included a presentation by Theresa L.M. Man on “Working With The CNCA: Incorporation and Continuance.”

[Web] <http://www.carters.ca/pub/seminar/charity/2013/tlm0408.htm>

[PDF] <http://www.carters.ca/pub/seminar/charity/2013/tlm0408.pdf>

[Paper] <http://www.carters.ca/pub/article/charity/2013/tlm0408.pdf>

**Institute of Corporate Directors – Peel Region** hosted an afternoon session on Legislative Changes Facing the NFP World in Mississauga, Ontario, on April 9, 2013, that included a presentation by Terrance S. Carter entitled “Reacting to Change: NFP Boards and New Corporate Legislation.”

[Web] <http://www.carters.ca/pub/seminar/charity/2013/tsc0409.htm>

[PDF] <http://www.carters.ca/pub/seminar/charity/2013/tsc0409.pdf>

**Imagine Canada’s Charity Tax Tools Webinar** on April 16, 2013, was a presentation by Terrance S. Carter on “Practical Implications of CRA’s New Community Economic Development Policy.”

[Webinar] [https://docs.google.com/file/d/0B\\_Y0ygc\\_-I1X1k4ZGtjMEtfOHM/edit?pli=1](https://docs.google.com/file/d/0B_Y0ygc_-I1X1k4ZGtjMEtfOHM/edit?pli=1)

[Handout] [http://charitytax.imaginecanada.ca/files/charitytax/imce/docs/CED\\_04%2016\\_Final.pdf](http://charitytax.imaginecanada.ca/files/charitytax/imce/docs/CED_04%2016_Final.pdf)

**Canadian Association of Gift Planners (CAGP) 2013 National Conference** held in the National Capital Region included the following presentations on April 17 and 18, 2013.

“Practical Implications of CRA New Governance Rules: Top Ten CRA Compliance Issues Gift Planners Need to Know” by Karen Cooper and Theresa Man;

[Web] <http://www.carters.ca/pub/seminar/charity/2013/kjctlm0418.htm>

[PDF] <http://www.carters.ca/pub/seminar/charity/2013/kjctlm0418.pdf>

“Drafting Issues for Donor Restricted Gifts” by Terrance S. Carter.

[Web] <http://www.carters.ca/pub/seminar/charity/2013/tsc0418.htm>

[PDF] <http://www.carters.ca/pub/seminar/charity/2013/tsc0418.pdf>

**Institute of Corporate Directors (ICD) – Southwestern Ontario Chapter** included Terrance S. Carter on a panel discussing “The Changing Landscape for Not-for-Profit in Canada” in London, Ontario, on April 23, 2013.

[Web] <http://www.carters.ca/pub/seminar/charity/2013/tsc0423.htm>

[PDF] <http://www.carters.ca/pub/seminar/charity/2013/tsc0423.pdf>

**Institute of Corporate Directors (ICD) – Southwestern Ontario Chapter** included Terrance S. Carter on a panel discussing “The Changing Landscape for Not-for-Profit in Canada” in Kitchener, Ontario, on April 25, 2013.

[Web] <http://www.carters.ca/pub/seminar/charity/2013/tsc0425.htm>

[PDF] <http://www.carters.ca/pub/seminar/charity/2013/tsc0425.pdf>

## UPCOMING EVENTS AND PRESENTATIONS

**Imagine Canada's Charity Tax Tools Webinar** on May 7, 2013, will be a presentation by Theresa L.M. Man on "Working With the CNCA – Tough Questions."

Information available at <http://www.imaginecanada.ca/civicrm/event/info?reset=1&id=161>.

**2013 National Charity Law Symposium** hosted by the Canadian and Ontario Bar Associations will include a presentation by Theresa L.M. Man entitled "An Overview of Community Economic Development (CED) Including Program Related Investments" on May 10, 2013.

Details at [http://www.cba.org/pd/details\\_en.aspx?id=NA\\_Char13](http://www.cba.org/pd/details_en.aspx?id=NA_Char13).

**Ontario Hospital Association's Workshop for Foundation Boards** will include Terrance S. Carter in a panel discussion entitled "Strengthening Foundation Governance: Current Issues, Challenges and Solutions" on May 27, 2013.

**Canadian Financial Administrators Conference** will include the following presentations by Terrance S. Carter, Jennifer M. Leddy and Barry W. Kwasniewski on May 29, 2013.

"Basic Corporate Compliance Issues for Diocesan Corporations,"

"Foreign Activities: How to Avoid Problems with CRA,"

"From Hiring to Firing: The Church as Employer," and

"Fiduciary Duties Relating to Charitable Property".

**NonProfit Centers Steering Committee** being held in Denver, Colorado, will include Theresa L.M. Man in a panel discussion entitled "Canadian Rules: Legal Structures, Taxation, and Financing" on June 4, 2013.

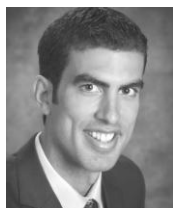
**Imagine Canada's Charity Tax Tools Webinar** on June 4, 2013, will be a presentation by Karen J. Cooper entitled "Update on Maintaining NPO Status - Revisited."

Information available at <http://www.imaginecanada.ca/civicrm/event/info?reset=1&id=162>.

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**Dean E. Blachford** – Mr. Blachford graduated from McGill University in 2012 with degrees in civil and common law. During his studies, Dean coordinated McGill’s High School Outreach Program which provides legal and civic education to underprivileged youth. He also proudly served on the board of directors for Montreal’s Mile End Community Mission. Prior to his legal studies, he spent two years teaching grade four in Inukjuak, Nunavik. Before leaving the North, he co-founded a summer program, called Proud Reunions, for children and youth in the region. Mr. Blachford continues to oversee the program, which has affected hundreds of young people.



**Tanya L. Carlton** – Ms. Carlton graduated from the University of Ottawa, Faculty of Law in 2011. Prior to attending law school, Tanya earned a B.Sc. (Hons.) in Biochemistry from Bishops University and a B.Ed. from the University of Western Ontario. After teaching high school math and chemistry for several years, she took a hiatus and started a family. Throughout this time, she maintained her status as an Ontario Certified Teacher and served as an elected Municipal Councillor. Before articling with Carters, Ms. Carlton gained legal experience during the summers as a research assistant for several Ottawa-based teaching lawyers.



**Terrance S. Carter** – Managing Partner of Carters, Mr. Carter practices in the area of charity and not-for-profit law, is counsel to Fasken Martineau DuMoulin LLP on charitable matters, is a member of the Technical Issues Group of Canada Revenue Agency’s (CRA) Charities Directorate representing the Canadian Bar Association (CBA), a past member of CRA’s Charity Advisory Committee, Past Chair of the CBA National Charities and Not-for-Profit Section, is recognized as a leading expert by *Lexpert* and *The Best Lawyers in Canada*, is consulting editor of *Charities Legislation and Commentary* (LexisNexis, 2013), and editor of [www.charitylaw.ca](http://www.charitylaw.ca), [www.churchlaw.ca](http://www.churchlaw.ca) and [www.antiterrorism.ca](http://www.antiterrorism.ca).



**Nancy E. Claridge** – Called to the Ontario Bar in 2006, Ms. Claridge is a partner with Carters practicing in the areas of charity, anti-terrorism, real estate, corporate and commercial law, and wills and estates, in addition to being the firm’s research lawyer and assistant editor of *Charity Law Update*. After obtaining a Masters degree, she spent several years developing legal databases for LexisNexis Canada, before attending Osgoode Hall Law School where she was a Senior Editor of the *Osgoode Hall Law Journal*, Editor-in-Chief of the *Obiter Dicta* newspaper, and was awarded the Dean’s Gold Key Award and Student Honour Award.



**Karen J. Cooper** – A partner with the firm, Ms. Cooper is recognized as a leading expert by *Lexpert* and *Best Lawyers* practicing charity and not-for-profit law with an emphasis on tax issues at Carters’ Ottawa office, having formerly been a Senior Rulings Officer with the Income Tax Rulings Directorate of Canada Revenue Agency, as well as former counsel for the Department of Justice in tax litigation. Ms. Cooper also has considerable teaching experience, including as part-time professor at the University of Ottawa, Faculty of Common Law, and is a contributing author to *The Management of Charitable and Not-for-Profit Organizations in Canada* (LexisNexis Butterworths).



**Barry W. Kwasniewski** - Mr. Kwasniewski joined Carters’ Ottawa office in October 2008 to practice in the areas of employment law, charity related litigation, and risk management. Called to the Ontario Bar in 1990, Barry has a wide range of litigation experience, including in commercial disputes, personal injury, long-term disability, employment, insurance defence, and professional liability. Barry is a volunteer lawyer at Reach Canada, is on the Board of directors of the Vista Centre, and has assisted in several United Way campaigns.



**Jennifer Leddy** – Ms. Leddy joined Carters’ Ottawa office in March 2009 to practice charity and not-for-profit law following a career in both private practice and public policy. Ms. Leddy practiced with the Toronto office of Lang Michener prior to joining the staff of the Canadian Conference of Catholic Bishops (CCCCB). In 2005, she returned to private practice until she went to the Charities Directorate of the Canada Revenue Agency in 2008 as part of a one year Interchange program, to work on the proposed “Guidelines on the Meaning of Advancement of Religion as a Charitable Purpose.”



**Ryan Prendergast** –Called to the Ontario Bar in 2010, Mr. Prendergast joined Carters to practice in the areas of charity and not-for-profit law, corporate and commercial law, and human rights law. A graduate of the University of Ottawa, Faculty of Law, Mr. Prendergast was a caseworker for the Criminal Division at the University of Ottawa Community Legal Aid Clinic, completed a research project for Ecology Ottawa on municipal by-laws, and worked for the Crown Attorney’s Office in Toronto as a summer student. During his articles, he acquired experience in charity and not-for-profit law, and contributed to several *Charity Law Bulletins* and other publications.



**Colin Thurston**- Called to the Ontario Bar in 2011, Mr. Thurston joined Carters to practice in the area of intellectual property. A graduate of Queen’s University, Faculty of Law, Mr. Thurston volunteered at the Queen’s Legal Aid clinic throughout his years at Queen’s and his responsibilities grew from hands-on legal research, writing, and litigation, to supervision and training of his fellow law students, to input on clinic operations from a policy level. Mr. Thurston has litigation experience before numerous courts and tribunals and received numerous awards, including the Sabbath Prize in Wills and Estate Planning from Queen’s Faculty of Law.

## **ACKNOWLEDGEMENTS, ERRATA AND OTHER MISCELLANEOUS ITEMS**

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