

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

## FEBRUARY 2013

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## RECENT PUBLICATIONS AND NEWS RELEASES

### **Summary of FINA Report on Tax Incentives for Charitable Giving**

Terrance S. Carter and Karen J. Cooper in *Charity Law Bulletin* No. 301, February 27, 2013.

On February 11, 2013, the House of Commons Standing Committee on Finance (“FINA” or the “Committee”) released a report entitled *Tax Incentives for Charitable Giving in Canada* (the “Report”). The Committee was mandated by a House of Commons motion to study “current tax incentives for charitable donations with a view to encouraging increased giving, including but not limited to i) reviewing changes to the charitable tax credit amount, ii) reviewing the possible extension of the capital gains exemption to private company shares and real estate when donated to a charitable organization, and iii) considering the feasibility of implementing these measures.”

In conducting its study, the Committee met eight times and heard statements from 36 organizations and five individuals. This *Charity Law Bulletin* provides a brief summary of the Committee’s Report.

#### **Read More:**

[PDF] <http://www.carters.ca/pub/bulletin/charity/2013/chylb301.pdf>

[WEB] <http://www.carters.ca/pub/bulletin/charity/2013/chylb301.htm>

### **CRA News**

Karen J. Cooper.

#### **New T3010 Forms Released**

The Canada Revenue Agency (“CRA”) released new T3010 forms for charities with fiscal periods ending **on or after January 1, 2013**. The new legislative measures requiring charities to give more details about their political activities have resulted in these changes, and charities must ensure that they submit the proper form to CRA or it will be returned to them to refile.

In addition to the new T3010(13), CRA also released the new guide T4033(13) “Completing the Registered Charity Information Return” and the following accompanying forms.

- Form T1235(13), Directors/Trustees and Like Official Worksheet
- Form T1236(13), Qualified Donees Worksheet/Amounts Provided to Other Organizations

See separate *Charity Law Bulletin No. 305* by Terrance Carter on the new T3010(13) later in this Update for more details.

The new forms and guides can be found online at: <http://www.cra-arc.gc.ca/E/pbg/tf/t3010/>

## **CRA Revocation**

The Voice of the Cerebral Palsied of Greater Vancouver had its charitable status revoke effective February 9, 2013. A CRA audit of the organization found that the organization failed to devote its resources to charitable activities. In the period under review, CRA determined that approximately 93% of funds raised by a third party fundraiser remained with the fundraiser, with the organization seeing a return of only 7.5% of the amounts raised. The organization's filed information returns also indicated that they devoted less than 50% of their annual gross income to their own charitable activities.

Registered charities have an obligation under the *Income Tax Act* to devote their resources to charitable purposes and activities. Reasonable administrative and fundraising expenditures are allowed, but when they become unreasonable or unacceptable, charities may face serious consequences.

For more information, see online at: <http://www.cra-arc.gc.ca/nwsrm/rlss/2013/m02/nr130208-eng.html>

## **CRA Identifies Key Non-Compliance Issues**

Through their auditing process, CRA has identified some key non-compliance issues of which charities should be aware. CRA is reminding charities to never lend their registration number to other organizations, to keep adequate books and records, to be mindful of not producing inflated receipt amounts, to not issue receipts with inaccurate or missing information and to not participate in abusive tax shelter gifting arrangements. Charities that are found to be non-compliant can have their receipting privileges suspended and/or lose their registered status.

For more information, see online at: [http://www.cra-arc.gc.ca/chrts-gvng/chrts/dtng/nn\\_cmplnc-eng.html](http://www.cra-arc.gc.ca/chrts-gvng/chrts/dtng/nn_cmplnc-eng.html)

## **CRA Promotes Compliance**

CRA is educating charities on their obligations under the *Income Tax Act* to ensure only those organizations that qualify as charities under the common law are registered; that the operations of the registered charities fall within the limits of the Act; that official donation receipts are issued properly; and that revoked charities pay their revocation tax. CRA is ensuring compliance by educating charities through their website, their outreach programs (Charities Information Sessions and webinars), their client services program and their audit program. For more information on CRA's efforts, see online at: [http://www.cra-arc.gc.ca/chrts-gvng/chrts/dtng/prmt\\_cmplnc-eng.html](http://www.cra-arc.gc.ca/chrts-gvng/chrts/dtng/prmt_cmplnc-eng.html)

## **CRA Website Updates**

CRA has updated its website in order to further aid Canadians in searching for information on registered or revoked charities. The “*How to get information about a charity*” page outlines the different methods the public may use in their search for information. Canadians are encouraged to search for charities on the CRA’s Charities Listing site, or to contact the charity directly. Information not available through these methods may be requested by informal or formal request from CRA; however, only certain information about registered or revoked charities is available to the public. For more information, see online: <http://www.cra-arc.gc.ca/chrts-gvng/chrts/cntct/nfrmtn-eng.html>.

## **CRA Releases New T3010(13)**

Terrance S. Carter in *Charity Law Bulletin* No. 305, February 27, 2013.

CRA released on January 24, 2013, a new T3010(13) *Registered Charity Information Return*, along with updated schedules and other forms. Revision of the T3010 was necessary following legislative changes in Bill C-38, *An Act to Implement Certain Provisions of the Budget Tabled in Parliament on March 29, 2012 and Other Measures* (“Budget 2012”) pertaining to charities carrying out political activities. Registered charities will need to complete the new T3010(13) when filing for years ending **on or after January 1, 2013**. CRA has also revised the accompanying Guide T4033, *Completing the Registered Charity Information Return* (“the Guide”).

This *Charity Law Bulletin* provides a brief summary of the background to the changes made in Budget 2012 that necessitated the new T3010(13), a description of the changes in the T3010(13), how CRA recommends that the new portions of the form be completed, as well as a few general observations about T1030(13) in the concluding comments.

### **Read More:**

[PDF] <http://www.carters.ca/pub/bulletin/charity/2013/chylb305.pdf>

[WEB] <http://www.carters.ca/pub/bulletin/charity/2013/chylb305.htm>

## **Voluntary Gift and No Obligation to Issue Donation Receipts**

Theresa L.M. Man.

CRA recently released its view on whether the gifting of property would be considered voluntary if, prior to the making of the gift, an individual had to go to Court to prove ownership of the property (Document #2012-0469971E5).

The term “gift” is not defined in the *Income Tax Act* and therefore assumes its common law meaning. Under the common law, a gift is a voluntary transfer of property from a donor to a donee. The donor must freely dispose of the property and the donee must receive the property given (with no rights, privileges, material benefits or advantages conferred on the donor or any person designated by the donor in exchange for the gift). Whether a transfer of property has been made voluntarily, is a question of fact; however, there must be no obligation to make such a transfer.

CRA was of the view that the act of going to court to establish ownership of a property prior to making a gift would not generally, in and by itself, create an obligation to make a gift. Whether any other agreement or settlement decided in the court process could create an obligation to transfer a property is a question of fact which would be considered on a case by case basis.

CRA also commented that there are no provisions in the Act requiring a donee to issue a receipt, but section 3501 of the Regulations of the Act states that for a gift of property other than cash, “the amount that is the fair market value of the property at the time that the gift was made” must be stated on the official receipt. If a qualified donee cannot reasonably determine the fair market value of the gift, then it cannot issue a donation receipt.

Technical interpretations are only available by subscription or written request to CRA.

## **Court Denies Application to Delay Revocation**

Karen J. Cooper.

The Federal Court of Appeal recently released its judgment in *Glooscap Heritage Society v. The Minister of National Revenue* (2012 FCA 255), continuing the trend in the case law against registered charities in this situation. This judgment relates to an application by Glooscap to delay the revocation of its charitable status until the Court heard its appeal. Although the Minister conceded that Glooscap had an arguable case against the revocation, the Court held that Glooscap did not satisfy the balance of the three-part test for granting stays and injunctions.

The Court noted that Glooscap had been warned by the CRA, their lawyer and their auditor, about the risks of associating with a tax shelter, yet they chose to continue their association and risk losing their charitable status. Given they had not been oblivious to the risk, and that “mistaken advice, mistake as to the facts, trickery, duress or unauthorized conduct by someone wrongly purported to act for Glooscap” did not occur, Glooscap’s argument that it would suffer irreparable harm if its status was revoked did not hold. The harm that was caused was not due to revocation, but due to association with the tax shelter.

Regarding the question of balance of convenience, the Court determined that the public interest in enforcement has significant weight in all of these types of applications when organizations, such as Glooscap, wish to prevent the Minister from carrying out his statutory duties. The Court noted that the public has “a legitimate interest in the integrity of the charitable sector” and the Minister’s factual allegations, even untested, will always be sufficiently serious enough to “outweigh any advantage [the charity] might derive from an order deferring the revocation of its registration as a charity.”

For more information, see online: <http://canlii.ca/t/fvpcn>.

## Charity Law 2012 – Year in Review

Terrance S. Carter, Karen J. Cooper and Theresa L.M. Man in *Charity Law Bulletin* No. 304, February 27, 2013.

During 2012, Canada’s charitable sector experienced a number of important regulatory and common law developments at the federal and provincial level that will significantly impact how charities operating in Canada and abroad. The purpose of this *Charity Law Bulletin* is to provide a brief overview of some of the more important developments in the last year, including changes to the *Income Tax Act* (“ITA”), new publications from the Charities Directorate of the Canada Revenue Agency (“CRA”), corporate updates under the *Canada Not-for-Profit Corporations Act* and the *Ontario Not-for-Profit Corporations Act*, and court decisions.

### Read More:

[PDF] <http://www.carters.ca/pub/bulletin/charity/2013/chylb304.pdf>

[WEB] <http://www.carters.ca/pub/bulletin/charity/2013/chylb304.htm>

## Private School Not Qualifying as an NPO

Theresa L.M. Man.

CRA recently released its view on whether a private school qualified as a non-profit organization (NPO) under paragraph 149(1)(l) of the *Income Tax Act* (Document #2012-0458491I7). In order for the private school in question (Academy) to qualify as an NPO, it had to show that it operated exclusively for a purpose other than profit. The Academy was affiliated with a for-profit independent private high school.

CRA reviewed four characteristics that might indicate that an activity is a trade or business and therefore could not qualify for NPO status: 1) It is a trade or business in the ordinary meaning, that is, it is operated in a normal commercial manner; 2) Its goods or services are not restricted to its members and

their guests; 3) It is operated on a profit basis rather than a cost-recovery basis; and 4) It is operated in competition with taxable entities carrying on the same trade or business.

After reviewing the Academy's operations, CRA determined that the Academy met all of these characteristics and therefore did not qualify as an NPO because 1) it operated in a normal commercial manner because it habitually engaged in an activity that was capable of producing a profit; 2) the Academy did not restrict the supply of education services to members and their guests, rather any student could be admitted to the Academy if they were accepted for admission to the high school and met the eligibility requirements; 3) the Academy operated on a for-profit rather than cost-recovery basis with its tuition fee structure being identical to its affiliated for-profit high school; and 4) the Academy was run in exactly the same manner as the affiliated for-profit high school which operated in competition with other private high schools. CRA also determined that the Academy had accumulated profits in its bank accounts and had no specific plans for their use. Furthermore, the Academy's articles of incorporation and day-to-day activities had no connection with any other non-profit or exempt purposes.

Technical interpretations are only available by subscription or written request to CRA.

## **Improper Tax Receipting Results in Denial of Charitable Donation Tax Credits**

Karen J. Cooper.

The Tax Court of Canada recently released their judgment in *Sklodowski v. The Queen* (2013 TCC 37). This case concerned an appeal by two taxpayers of the Minister of National Revenue's denial of charitable donation tax credits.

In 2007, Mr. Sklodowski claimed to have made cash donations of \$9,250 to The Christ Healing Church, a registered charity. In 2005, Mr. Ashbert claimed he made \$6,000 worth of cash donations to another registered charity, The Redemption Power International Ministry, and in 2007, \$8,000 worth of cash donations to The Christ Healing Church. Both charities subsequently had their registered status revoked. The Minister argued that both individuals were not entitled to their credits due to the fact that the receipts provided to CRA did not contain the prescribed information and neither individual was able to prove they made the cash donations. The Court agreed with the Minister that the receipts did not contain the required information, and stated that even if the donor was unaware of what information was required on a receipt, it still did not relieve the donor of his duty to support his claim with an official receipt containing the prescribed information.

Although the Court could have dismissed the case simply on those grounds, it also chose to address the issue of whether or not the cash donations were made as Mr. Sklodowski and Mr. Ashbert were unable to verify the amounts they donated to the organizations and did not present any evidence in their favour. The Court held that although it did not believe that the whole situation was a sham, it was unlikely, given the incomes of the two individuals, that they donated such a large amount of money to the charities.

For more information, see the decision online at: <http://canlii.ca/t/fw107>.

## **Going Mobile: Legal Considerations for Mobile App Development**

Colin J. Thurston in *Charity Law Bulletin* No. 302, February 27, 2013.

Canadian charities and not-for-profit organizations have by now fully realized that developing a strong online presence, including a modern and attractive website, is a crucial factor in an organization's continued success. Moreover, the internet has presented a cost-effective opportunity that has been embraced for advertising and promoting an organization and its goals to a global audience. More recently, many charities and not-for-profits have begun to venture into the world of mobile applications ("apps") for smartphone and tablet devices. This now well-established online marketplace allows for-profit enterprises, as well as charities and not-for-profits, to offer digital goods and services to millions of Canadians through their mobile devices at any time and in any place. As more charities and not-for-profits begin taking advantage of this new and innovative platform for connecting with the public, there are a number of legal and practical considerations which need to be kept in mind.

This *Charity Law Bulletin* outlines some of these considerations in relation to information security, privacy and the protection of an organization's intellectual property, which matters will be relevant to the development and operation of virtually any new mobile application.

### **Read More:**

[PDF] <http://www.carters.ca/pub/bulletin/charity/2013/chylb302.pdf>

[WEB] <http://www.carters.ca/pub/bulletin/charity/2013/chylb302.htm>

## **B.C. Community Contribution Companies and Non-Profit Status**

Theresa L.M. Man.

CRA recently released its view on whether a British Columbia Community Contribution Company (C3) can qualify as a non-profit organization (NPO) under paragraph 149(1)(l) of the *Income Tax Act* and whether an NPO can hold shares of a C3 (Document #2012-0456071E5).



In May 2012, the British Columbia amended its provincial *Business Corporations Act* to allow for C3s - a new hybrid type company that primarily benefits the community and provides limited investor returns. C3s accomplish this by capping the dividends paid to the investors and ensuring profits are either retained by the C3 or directed towards community benefit. CRA is of the view that C3s do not qualify as NPOs but are subject to be taxed as a regular corporation because they provide profit to investors and social benefits. However, if an NPO incorporates and holds the shares of a C3, this will not necessarily cause the organization to lose its NPO status.

## **Police Checks and Child Protection**

Esther S.J. Oh in *Charity Law Bulletin* No. 303, February 27, 2013.

While every organization hopes it will never have to encounter any incidents of child abuse occurring through one of its programs, a number of tragic, high-profile incidents of child abuse that were committed at various charitable and not-for-profit organizations, as well as developing case law, have made child protection issues now a primary concern. As a result, all organizations that carry out programs involving children should implement a child protection policy which includes a requirement for police checks.

This *Charity Law Bulletin* will provide a general discussion on the issue of police checks, with a focus on the programs in place in the Greater Toronto Area.

### **Read More:**

[PDF] <http://www.carters.ca/pub/bulletin/charity/2013/chylb303.pdf>

[WEB] <http://www.carters.ca/pub/bulletin/charity/2013/chylb303.htm>

## **Elder Care and Family Status Discrimination Ontario Ruling**

Barry W. Kwasniewski in *Charity Law Bulletin* No. 300, February 27, 2013.

With Canada's aging population, the care of aging parents or relatives has become an important societal issue. Because the care of aging relatives may require absence from the workplace, elder care responsibilities are also becoming an employment issue, with important human rights implications for employers, including charities and not-for-profit organizations. The recent decision of the Ontario Human Rights Tribunal (the "Tribunal"), *Devaney v. ZRV Holdings Limited*, 2012 HRTO 1590, confirmed that an employer's failure to reasonably accommodate an employee's elder care responsibilities may result in a finding of a unlawful discrimination on the basis of family status. This

*Charity Law Bulletin* discusses this important decision and analyzes how it may affect Ontario employers.

**Read More:**

[PDF] <http://www.carters.ca/pub/bulletin/charity/2013/chylb300.pdf>

[WEB] <http://www.carters.ca/pub/bulletin/charity/2013/chylb300.htm>

## **Court Upholds Termination for Misapplying Charitable Funds**

Ryan M. Prendergast.

On January 17, 2013, the Ontario Superior Court of Justice released its decision in *English v. Travel Centres Canada*. The decision involved an employee of a for-profit business, a multi-service centre (the “Centre”), bringing a wrongful dismissal suit against her employer. Justice Grace had to decide whether the employee, in using the proceeds of fundraising activities for the business, rather than charitable purposes, constituted misconduct, and whether the misconduct was sufficient to warrant her dismissal. The Centre shared space with an insurance business which decided to raise funds for a children’s charity, Make-a-Wish Foundation (the “Foundation”). The employee, who acted as general manager of the Centre, decided that the Centre would also raise funds for the Foundation. Accordingly, the Centre raised approximately \$1,500 through donation boxes placed around the Centre, candle sales, and a garage/yard sale, all of which the employee supervised.

Emboldened by the success of these initial fundraising efforts, the employee agreed to commit the Centre to assisting the insurance business with a fundraising event for the Foundation at a truck show. The employee suggested that the Centre would support the event by providing chicken wings and vegetables for sale at the truck show. Unfortunately, the employee ordered far more chicken wings for the event than was necessary, resulting in a large amount of unsold product. As a result, the Centre had a large invoice to pay down concerning the unsold product, and the employee decided to use the \$1,500 raised for the foundation to pay down the chicken wing vendor’s invoice.

Justice Grace noted that in each fundraising activity, “representations were made to staff and members of the public that monies were being raised for the charity”. In addition, the advertisements for the yard sale, which the employee prepared, indicated that all proceeds would go to the Foundation. The court found that the employee “knew that donations of time, effort, money, and property were made by [the Centre’s] staff and members of the public on the basis that their contribution would go to [the Foundation]. Under [the employee’s] watch not a single penny found its way there.” Justice Grace concluded that paying the chicken wing invoice with these proceeds was more than an error in

judgment, and found that the employees conduct was dishonest and constituted misconduct that was adequate grounds for dismissal.

It is important to note that even though the amount in dispute was modest, i.e., \$1,500, Justice Grace stated that, “the seriousness of the transgression is not appropriately measured by the amount of money involved”. Furthermore, the employee subsequently tried to cover up what had occurred in order to protect her position. Employees with a business raising funds on behalf of a charity, or even employees of a charity responsible for raising funds, should be aware that misapplying those funds can constitute dismissal for cause, in addition to any other breach of trust allegations which were not alleged in this particular case.

The full text of the decision can be read online at: <http://canlii.ca/t/fvqmk>.

### **Kenneth Goodman Appointed Acting Public Guardian and Trustee for Ontario**

Terrance S. Carter.

Kenneth Goodman, who was previously Deputy Public Guardian and Trustee & Director Legal Services has also been appointed Acting Public Guardian and Trustee for Ontario “indefinitely.” Mr. Goodman brings a wealth of experience to the position, having been Director of Legal Services to the Office of the Public Guardian. Mr. Goodman’s significant legal background will no doubt serve him well in his new position. We wish him well in his new endeavour.

### **New Voluntary Workplace Psychological Health and Safety Standard**

Barry W. Kwasniewski.

In any given year, it is estimated that one in five Canadians experience some form of mental health problem or illness. To help Canadian workplaces develop best practices in addressing this issue, the Mental Health Commission of Canada (a not-for-profit organization created in 2007 and funded by Health Canada), and its partners, have developed and released a new standard for employers in Canada - “Psychological Health and Safety in the Workplace - Prevention, Promotion, and Guidance to Staged Implementation”. This voluntary standard provides employers with guidelines to aide them in their development and improvement of psychologically safe and healthy work environments. The purposes of the new Standard includes enabling employers to identify psychological hazards in the workplace, assessing and controlling workplace hazards that cannot be eliminated (e.g. stressors due to organizational changes or reasonable job demands), implementing practices that support and promote psychological health and safety in the workplace and fostering the growth of a workplace culture that

promotes psychological health and safety in the workplace. All employees, including charities and not-for-profits, have an interest in the mental health of their employees. The new standard will be a useful tool in promoting a safe and healthy workplace.

For more information, the Standard can be accessed for free at:

[http://www.mentalhealthcommission.ca/English/Pages/workplace\\_guide.aspx](http://www.mentalhealthcommission.ca/English/Pages/workplace_guide.aspx).

## **Proposed Amendments to Curb Corruption of Foreign Public Officials Could Hinder Humanitarian Efforts**

Terrance S. Carter.

Bill S-14, *Fighting Foreign Corruption Act*, which proposes significant amendments to the *Corruption of Foreign Public Officials Act* (“the Act”), received second reading in the Senate on February 27, 2013. While combating foreign corruption is obviously commendable and necessary, some of the proposed changes could seriously hinder charities and not for profits that deliver humanitarian aid in foreign countries.

There are two amendments in Bill S-14 that should be of concern to humanitarian organizations. The first amendment would remove the words “for profit” from the Act’s definition of “business.” This would mean that the prohibitions on bribery that are stipulated in the Act would apply to individuals or organizations that are involved in any business undertaking in a foreign country, regardless of whether or not that undertaking was actually conducted for a profit. The second proposed amendment would make it an offence to make facilitation payments to foreign officials. Currently, there is a provision in the Act which permits facilitation payments to be undertaken in order to assist in the performance of “any act of a routine nature that is part of the foreign public official’s duties or functions”, which is done by excluding these situations from the prohibition on bribery. However, the amendments propose repealing this provision.

Samuel Schwisberg, General Counsel and Corporate Secretary of the Canadian Red Cross, has raised concerns about these proposed amendments and illustrates his concerns through the following scenario: “A Canadian aid agency has a shipment of food that must be delivered within a few days to prevent death by famine. Port authorities in the subject state request additional “fees” to release the food promptly and allow it to be transported inland.” Under the proposed amending legislation, were the aid agency to pay these fees, it could expose itself to criminal prosecution.

Given that these amendments could cause Canadian charities and not for profits that deliver foreign humanitarian aid to be exposed to possible criminal prosecution, it is hoped that the government will carefully consider the potential consequences of these changes prior to proceeding further with Bill S-14.

Bill S-14 is available online at:

<http://www.parl.gc.ca/HousePublications/Publication.aspx?Language=E&Mode=1&DocId=5960861>

The *Corruption of Foreign Public Officials Act* can be found online at: <http://laws-lois.justice.gc.ca/eng/acts/C-45.2/FullText.html>

## **Ottawa Region Charity & Not-for-Profit Law Seminar Materials Now Available**

The Ottawa Region *Charity & Not-for-Profit Law* Seminar, hosted by Carters Professional Corporation in Nepean, Ontario, on February 7, 2013, was attended by more than 400 leaders from the sector, including directors of charities, government officials, accountants and lawyers. Designed to provide practical information to assist charities and not-for-profits in understanding and complying with recent developments in the law, the related *Church & Charity Law* seminar has been held annually in Toronto since 1994, with an Ottawa seminar first added in 2008. All handouts and presentation materials are now available at the links below in the order as presented, with the web links being Power Point slide shows.

### **Seminar and Speaker Details and Acknowledgements**

[PDF] <http://www.carters.ca/pub/seminar/chrchlaw/ott/13/handout.pdf>

### **2012 Essential Charity and Not-for-Profit Law Update**

*Jennifer M. Leddy, Carters Professional Corporation, Ottawa*

[WEB] <http://www.carters.ca/pub/seminar/charity/2013/jml0207.htm>

[PDF] <http://www.carters.ca/pub/seminar/charity/2013/jml0207.pdf>

### **How to Get Ready for the New Ontario *Not-for-Profit Corporations Act***

*Theresa L.M. Man, Carters Professional Corporation, Orangeville*

[WEB] <http://www.carters.ca/pub/seminar/charity/2013/tlm0207.htm>

[PDF] <http://www.carters.ca/pub/seminar/charity/2013/tlm0207.pdf>

### **Use It or Lose It: How Charities and NPOs Can Protect Their Brand, Name and Other Trademarks**

*Colin J. Thurston, Carters Professional Corporation, Orangeville*

[WEB] <http://www.carters.ca/pub/seminar/charity/2013/cjt0207.htm>

[PDF] <http://www.carters.ca/pub/seminar/charity/2013/cjt0207.pdf>

### **Playing by the Rules: Political Activities Fair Game for Charities**

*Karen J. Cooper, Carters Professional Corporation, Ottawa*

[WEB] <http://www.carters.ca/pub/seminar/charity/2013/kjc0207a.htm>

[PDF] <http://www.carters.ca/pub/seminar/charity/2013/kjc0207a.pdf>

## **The Do's and Don'ts of Employee Terminations for Charities and Not-for-Profits**

*Barry Kwasniewski, Carters Professional Corporation, Ottawa*

[WEB] <http://www.carters.ca/pub/seminar/charity/2013/bwk0207.htm>

[PDF] <http://www.carters.ca/pub/seminar/charity/2013/bwk0207.pdf>

## **Challenging Issues Under the Canada Not-for-Profit Corporations Act – Panel Discussion**

*Jane Burke-Robertson, Theresa L.M. Man and Karen J. Cooper, Carters Professional Corporation*

[WEB] <http://www.carters.ca/pub/seminar/charity/2013/jbrpanel0207.htm>

[PDF] <http://www.carters.ca/pub/seminar/charity/2013/jbrpanel0207.pdf>

## **Update on NPO Issues**

*Karen J. Cooper, Carters Professional Corporation, Ottawa*

[WEB] <http://www.carters.ca/pub/seminar/charity/2013/kjc0207b.htm>

[PDF] <http://www.carters.ca/pub/seminar/charity/2013/kjc0207b.pdf>

## **Recent Judicial Developments in Fiduciary Duties for Charities**

*Kenneth R. Goodman, Acting Public Guardian & Trustee - Director Legal Services*

[WEB] <http://www.carters.ca/pub/seminar/charity/2013/kg0207.htm>

[PDF] <http://www.carters.ca/pub/seminar/charity/2013/kg0207.pdf>

## **Practical Implications of CRA's New Community Economic Development Policy**

*Terrance S. Carter, Carters Professional Corporation, Orangeville*

[WEB] <http://www.carters.ca/pub/seminar/charity/2013/tsc0207.htm>

[PDF] <http://www.carters.ca/pub/seminar/charity/2013/tsc0207.pdf>

## **CRA and Registered Charities: What You Need to Know**

*Cathy Hawara, Director General, Charities Directorate, Canada Revenue Agency*

[WEB] <http://www.carters.ca/pub/seminar/charity/2013/ch0207.htm>

[PDF] <http://www.carters.ca/pub/seminar/charity/2013/ch0207.pdf>

## **IN THE PRESS**

**Revised anti-spam rules clearer for nonprofits; not so for others** by Ryan M. Prendergast.

*Hilborn eNews, February 21, 2013.*

[Link] <http://www.charityinfo.ca/articles/Revised-anti-spam-rules-clearer-for-nonprofits-not-so-for-others>

**Avoiding Mission Drift: A Due Diligence Approach** by Theresa L.M. Man.

*The Philanthropist, Vol. 25, No. 1, February 2013.*

[Link] <http://www.thephilanthropist.ca/index.php/phil/article/view/954>

**New CRA Guidance Facilitates Program Related Investments** by Terrance S. Carter and Theresa Man.

*Lawyers Weekly, November 30, 2012 (LexisNexis).*

## RECENT EVENTS AND PRESENTATIONS

**The Ottawa Region Charity & Not-for-Profit Law™ Seminar** was held in the Ottawa Region on Thursday, February 7, 2013.

Materials are now available at <http://www.carters.ca/pub/seminar/chrchlaw/ott/index.htm>.

**The Third Annual CSAE Trillium Chapter Winter Summit** included the following presentations on February 8, 2013:

“The New Ontario *Not-for-Profit Corporations Act* (ONCA) and Why You Need to Get Ready Now” by Theresa L.M. Man, and

[Web] <http://www.carters.ca/pub/seminar/charity/2013/tlm0208.htm>

[PDF] <http://www.carters.ca/pub/seminar/charity/2013/tlm0208.pdf>

“Digging for Dirt – Accessing Corporate Records” by Terrance S. Carter.

[Web] <http://www.carters.ca/pub/seminar/charity/2013/tsc0208.htm>

[PDF] <http://www.carters.ca/pub/seminar/charity/2013/tsc0208.pdf>

**Imagine Canada’s Strengthening Organizations Webinar Series for Charities and Nonprofits** included a presentation by Barry W. Kwasniewski on February 20, 2013, entitled “Staff and Volunteer Policies that Protect Your People and Your Organization.”

## UPCOMING EVENTS AND PRESENTATIONS

**2013 FEO Conference (Festivals & Events Ontario)** will include a presentation by Terrance S. Carter on March 1, 2013, entitled “Not-for-Profit Law Potpourri – Key Issues to Consider.”

Link: <http://www.cvent.com/events/celebrating-cultures-2013-feo-annual-conference/event-summary-bb2f61c6b9b74c64bf1628a2d3f04f71.aspx>

**Canadian Society of Association Executives – Trillium Chapter (CSAE)** is hosting a morning workshop being presented by Terrance S. Carter and Theresa L.M. Man entitled “Getting Ready for the ONCA – An In-depth Review” on April 3, 2013.

Link: <http://www.csae.com/CoursesEvents/Details/tabid/176/ArticleId/1856/Getting-Ready-for-the-ONCA---An-In-Depth-Review-Workshop.aspx>

**Ontario Bar Association Health Law Section CLE** on Not-For-Profit and Charitable Organizations in the Health Sector: Evolving Governance & Compliance Issues being held in Toronto, Ontario, on April 8, 2013, will include Theresa L.M. Man as co-presenter on the topic of “Current Issues in the Governance of NFP Health Care Organizations.”

Link: [http://www.cba.org/pd/details\\_en.aspx?id=ON\\_13HEA0408C](http://www.cba.org/pd/details_en.aspx?id=ON_13HEA0408C)

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

[http://www.icd.ca/source/Meetings/cMeetingFunctionDetail.cfm?section=Upcoming\\_Events1&PRO DUCT\\_MAJOR=ONPM130409](http://www.icd.ca/source/Meetings/cMeetingFunctionDetail.cfm?section=Upcoming_Events1&PRO DUCT_MAJOR=ONPM130409)

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

“Practical Implications of CRA New Governance Rules” by Karen J. Cooper;

“Top Ten CRA Compliance Issues Gift Planners Need to Know” by Theresa L.M. Man; and

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

Details available at: <http://www.cagp-acdp.org/en/education/2013conf.aspx>

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

[http://www.icd.ca/source/Meetings/cMeetingFunctionDetail.cfm?section=Upcoming\\_Events1&PRO DUCT\\_MAJOR=SWPM130423](http://www.icd.ca/source/Meetings/cMeetingFunctionDetail.cfm?section=Upcoming_Events1&PRO DUCT_MAJOR=SWPM130423)

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

[http://www.icd.ca/source/Meetings/cMeetingFunctionDetail.cfm?section=Upcoming\\_Events1&PRO DUCT\\_MAJOR=SWPM130425](http://www.icd.ca/source/Meetings/cMeetingFunctionDetail.cfm?section=Upcoming_Events1&PRO DUCT_MAJOR=SWPM130425)

## CONTRIBUTORS

Editor: Terrance S. Carter

Assistant Editor: Nancy E. Claridge



**Dean E. Blachford** – Mr. Blachford graduated from McGill University in 2012 with degrees in civil and common law. During his legal studies, Mr. Blachford 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.





**Jane Burke-Robertson** – A partner with Carters’ Ottawa office, Ms. Burke-Robertson practices in the area of charity and not-for-profit law, is recipient of the 2011 AMS/John Hodgson Award, and has been ranked by *Lexpert* and *The Best Lawyers in Canada* as a leader in her field. She is co-author of *Non-Share Capital Corporations* published by Carswell, and a contributor to Industry Canada’s *Primer for Directors of Not-for-Profit Corporations*. Ms. Burke-Robertson is a frequent speaker and lecturer on charitable and not-for-profit matters and recently taught an advanced seminar on the law of charities and non-profit organizations at the Faculty of Law, University of Ottawa.



**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.antiterrorismlaw.ca](http://www.antiterrorismlaw.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.



**Theresa L.M. Man** – A partner with Carters, Ms. Man practices charity and not-for-profit law and is recognized as a leading expert by *Lexpert* and *Best Lawyers*. She is an Executive Member of both the Charity and Not-for-Profit Sections of the Ontario Bar Association (OBA) and the Canadian Bar Association (CBA). In addition to being a frequent speaker at seminars hosted by Carters, the CBA and the OBA, Ms. Man has also written articles for numerous publications, including *The Lawyers Weekly*, *The Philanthropist*, *Planned Giving Pulse*, *International Journal of Civil Society Law*, *The Bottom Line*, *Canadian Fundraiser*, and *Charity Law Bulletin*.



**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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**CARTERS PROFESSIONAL CORPORATION**  
**SOCIÉTÉ PROFESSIONNELLE CARTERS**

**PARTNERS:**

Terrance S. Carter B.A., LL.B.

tcarter@carters.ca

(Counsel to Fasken Martineau DuMoulin LLP)

Jane Burke-Robertson B.Soc.Sci., LL.B.

janebr@carters.ca

Mervyn F. White B.A., LL.B.

mwhite@carters.ca

Karen Cooper B.Soc.Sci., LL.B., LL.L., TEP

kcooper@carters.ca

Theresa L.M. Man B.Sc., M.Mus., LL.B., LL.M.

tman@carters.ca

Jacqueline M. Demczur B.A., LL.B.

jdemczur@carters.ca

Esther S.J. Oh B.A., LL.B.

estheroh@carters.ca

Nancy E. Claridge B.A., M.A., LL.B.

nclaridge@carters.ca

**ASSOCIATES:**

Jennifer M. Leddy B.A., LL.B.

jleddy@carters.ca

Barry W. Kwasniewski B.B.A., LL.B.

bwk@carters.ca

Sean S. Carter B.A., LL.B.

scarter@carters.ca

Ryan Prendergast B.A., LL.B.

rprendergast@carters.ca

Colin J. Thurston B.A., J.D.

cthurston@carters.ca

**COUNSEL:**

Bruce W. Long B.A., LL.B.

blong@carters.ca

211 Broadway, P.O. Box 440  
Orangeville, Ontario, Canada L9W 1K4  
Tel: (519) 942-0001  
Fax: (519) 942-0300

117 Centrepointe Drive, Suite 124  
Ottawa, Ontario, Canada K2G 5X3  
Tel: (613) 235-4774  
Fax: (613) 235-9838

2 Robert Speck Parkway, Suite 750  
Mississauga, Ontario, Canada, L4Z 1H8  
Tel: (905) 306-2791  
Fax: (905) 306-3434

TD Canada Trust Tower  
161 Bay Street, 27th Floor, PO Box 508  
Toronto, Ontario, Canada M5J 2S1  
Tel: 416-675-3766  
Fax: 416-576-3765