CARTERS
BARRISTERS
SOLICITORS
TRADEMARK AGENTS

CHARITY LAW UPDATE

SEPTEMBER 2014

EDITOR: TERRANCE S. CARTER

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

SEPTEMBER 2014

SECTIONS

Recent Publications and News Releases 2
In the Press 19
Recent Events and Presentations 19
Upcoming Events and Presentations 20
Contributors 21
Acknowledgements, Errata and other Miscellaneous Items 23

HIGHLIGHTS

Draft *Income Tax Act* Changes Proposed for Consultation
CRA News
CRA Releases Guidance on Ineligible Individuals
Corporate Update
CASL Amendments to Canada's *Competition Act*
Tax Court Disallows Charitable Donation Tax Credits
Can a Fossil Donation Be a Gift for Tax Purposes?
Ontario *Retail Sales Tax Act* Exemption of Prepared Foods
Court Permits Pastor's Wrongful Dismissal Lawsuit to Proceed
Imagine Canada Report on Canada's Grantmaking Foundations
Supreme Court to Hear Appeal on Assisted Suicide
New Ontario *Employment Standards Act*, *2000* Leaves of Absence
Ensure Proper "Use" of Trade-marks to Avoid Losing Them
Employers must Accommodate Legal Parental Obligations
No Assessment Exemption in Special Legislation
OFAC Expands Due Diligence Responsibilities for Charities
EU Court Confirms Freedoms of Religion and Association

21st Annual *Church & Charity Law*™ Seminar

Hosted by Carters Professional Corporation in Greater Toronto, Ontario, on **November 13, 2014**.
Details and online registration available at http://www.carters.ca/pub/seminar/chrchlaw/2014/brochure.htm.

Get on Our Mailing List: To automatically receive the free monthly *Charity Law Update*, click here or send an email to info@carters.ca with "Subscribe" in the subject line. Please feel free to forward this Update to anyone (internal or external to your organization) who may be interested in being put on our monthly mailing list.

RECENT PUBLICATIONS AND NEWS RELEASES

Draft *Income Tax Act* Changes Proposed for Consultation

By Theresa L.M. Man

On August 29, 2014, the Department of Finance released draft proposed amendments to the *Income Tax Act* (ITA) for consultation. The proposed changes would implement tax measures from the 2014 Federal Budget and other additional proposed changes. Interested parties are invited to provide comments on the draft legislative proposals by September 28,

2014.

Some of the changes proposed in the 2014 Federal Budget affecting charities have already been implemented by way of Bill C-31, which received Royal Assent on June 19, 2014. Changes implemented in June include extending the carry-forward period from 5 years to 10 years with respect to certain donations of ecologically sensitive land for donations made after February 10, 2014; and allowing the Minister of National Revenue to refuse to register, or revoke the registration of, a charity or Canadian amateur athletic association that accepts a donation from a state supporter of terrorism after February 10, 2014.

In the August 2014 proposed changes, one the most notable changes proposed is allowing greater flexibility in the income tax rules for recognizing charitable donations made by will or on death.

Currently under subsection 118.1(5) of the ITA, a gift made by an individual's will is deemed to have been made by the individual immediately *before* he/she died. Subsection 118.1(4) of the ITA provides that a gift made in the year of death is deemed to have been made in the year immediately prior to death to the extent that the tax credit for the gift has not been claimed in the year of death. This would allow the donation tax credit to be claimed in the individual's terminal tax return or in the year immediately prior to death. Similar provisions apply where an individual designates, under a Registered Retirement Savings Plan (RRSP), Registered Retirement Income Fund (RRIF), Tax-Free Savings Account (TFSA) or life insurance policy, a qualified donee as the recipient upon the individual's death of the proceeds of the plan or policy. On the other hand, tax credit for a gift made by the estate of a deceased person can only be claimed by the estate.

In accordance with the proposals in the 2014 Federal Budget, for deaths that occur on or after January 1, 2016, donations made by will and designation donations will be deemed to have been made by the estate, at the time at which the property that is the subject of the donation is transferred to a qualified donee. These donations will no longer be deemed to have been made by the testator immediately before death. To provide additional flexibility of the tax treatment of these gifts, the estate trustee will be able to allocate the donation made by will among any of the following: (a) the taxation year of the estate in which the donation is made; (b) an earlier taxation year of the estate; or (c) the last two taxation years of the deceased person. A qualifying donation will be a donation effected by a transfer within the first 36 months after the individual's death of property to a qualified donee. In the case of a transfer from an RRSP, RRIF, TFSA or insurer, the existing rules for determining eligible property for designation donations will apply. In any other case, the donated property will be required to have been acquired by the estate on and as a consequence of the death (or to have been substituted for such property). An estate will continue to be able to claim a donation tax credit in respect of other donations in the year in which the donation is made or in any of the five following years.

Specifically, subsections 118.1 will be amended to effect these new rules. As well, paragraphs 38(a.1)(ii), 38(a.2)(ii) and 39(1)(a)(i.1) will also be amended in relation to gifts of securities, ecological gifts and gifts of cultural property. These changes are coupled with the new rules effective in 2016 that only "graduated rate estates" will be entitled to current tax treatment for testamentary trusts, while other testamentary trusts will be taxed like inter vivos trusts.

Because of the additional tax benefits of gifts made by a will that are currently available under subsection 118.1(5), determining whether a gift qualifies as a gift made by a will has been a key consideration in estate planning in order to obtain the desired tax results. Due to the lack of case law, the interpretation of this subsection has been, in the most part, in accordance with the positions taken by the Canada Revenue Agency in its various interpretation bulletins, technical interpretations and rulings. Since the proposed changes do not appear to provide any clarity on this issue, such a determination may still be necessary. As well, only gifts made within 36 months after death will be eligible for these additional benefits. In practice, there are many situations where a gift may not be able to be made within this period. This new rule will likely make the administration of estates more pressing.

Another interesting change related to charitable gifts is widening the definition of "total charitable gift" to include gifts made by an individual's spouse or common-law partner. Doing so reflects current practice at Canada Revenue Agency; however, the proposals would move this practice towards becoming law. This same change is also proposed for the definitions of "total ecological gifts" and "total charitable gifts," which refer to charitable gifts of qualifying land and cultural property. These changes are set to apply as of 2016 and in subsequent taxation years.

Draft proposed changes are available for review on Department of Finance's website at http://www.fin.gc.ca/n14/14-113-eng.asp. For more details on the above provisions as proposed in Budget 2014, see *Charity Law Bulletin No. 330, Budget 2014: Impact on Charities* online at:

http://www.carters.ca/pub/bulletin/charity/2014/chylb330.pdf

CRA News

By Terrance S. Carter

New Guidance CG-024 on Ineligible Individuals Released

On August 29, 2014, CRA added a new Guidance, CG-024, to its website. CG-024 clarifies how CRA will interpret and enforce the ineligible individual provisions in the *Income Tax Act*. The Guidance outlines the possible, discretionary sanctions that CRA can use to enforce the provisions. It also clarifies that charities are not required to proactively determine whether an individual is an ineligible individual. It also provides instructions on how a charity can respond to a CRA letter about an ineligible individual being involved in its activities. The Guidance can be accessed at: http://www.cra-arc.gc.ca/chrts-gvng/chrts/plcy/cgd/cg-024-eng.html. For further information, see *Charity Law Bulletin No. 350, CRA Releases Guidance on Ineligible Individuals*, by Ryan M. Prendergast and Terrance S. Carter, included in this *Charity Law Update*.

CRA Revokes Friends and Skills Connection Centre Charitable Registration

CRA has revoked the registration of the Friends and Skills Connection Centre (the "Centre"), effective September 13, 2014. CRA's decision was based on a finding that the Centre did not maintain adequate books and records, failed to file accurate T3010 information returns, and failed to operate within the Centre's charitable mandate. CRA also found that the Centre underreported the value of receipts it issued relative to amounts claimed by taxpayers. Finally, CRA cited the fact that one of the Centre's directors was an "ineligible individual" as defined in the *Income Tax Act* (the "Act") because during the

audit it was determined that he was previously a director of another charity that engaged in conduct that constituted a serious breach for registration under the Act.

CRA Releases Guidance on Ineligible Individuals

By Ryan M. Prendergast and Terrance S. Carter in *Charity Law Bulletin* No. 350, September 25, 2014

On August 27, 2014, the Canada Revenue Agency ("CRA") released CG-024, its Guidance on how the ineligible individual provisions in the *Income Tax Act* (ITA) should be interpreted and enforced ("Guidance" or "CG-024"). The provisions were introduced in the 2011 Federal Budget and came into force January 1, 2012. They provide that CRA can refuse to register an applicant for charitable registration or suspend receipting privileges or revoke the registration of a charity or a Registered Canadian Amateur Athletic Association if an ineligible individual is on the board or part of senior management of a charity, or is in a position to control or manage the organization. The Guidance emphasizes that CRA intends to enforce the provisions in a balanced way and that the sanctions are discretionary. CG-024 also provides some relief to charities in that it states that the legislation does not require charities to search or proactively determine, through criminal record or background checks, whether an ineligible individual is involved in the charity. Further, the Guidance acknowledges that individuals with "lived experience," such as an assault charge, can be an ineligible individual but also benefit a charity. In this regard, the Guidance provides guidelines about how a charity can respond to a CRA letter about an ineligible individual. In an FAQ on the CRA website dated August 10, 2011, CRA indicated that it would be "developing detailed administrative guidance on how these new rules will be applied." The length of time that it has taken to produce the Guidance is an indication of the complexities involved in the issues that it addresses. This *Charity Law Bulletin* provides an overview of the more important aspects of the Guidance.

Read More:

[PDF] http://www.carters.ca/pub/bulletin/charity/2014/chylb350.pdf

Corporate Update

By Theresa L.M. Man

Canada Not-for-Profit Corporations Act

As summer has come to an end, the number of corporations incorporated under Part II of the *Canada Corporations Act* (CCA) that have continued under the new *Canada Not-for-profit Corporations Act* (CNCA) grew from 5,419 at by the end of July to 6,504 by September 19, 2014. This still leaves 10,496, i.e., 62%, of approximately 17,000 corporations that have not continued. Failure to continue under the CNCA by the deadline may result in those corporations being dissolved. However, dissolution is not automatic. See *Charity Law Bulletin* No. 336 (http://www.carters.ca/pub/bulletin/charity/2014/chylb336.pdf) for an overview of the dissolution process and how to revive such dissolved corporations.

As mentioned in the August *Charity Law Update*, Corporations Canada continues to actively remind Part II CCA corporations of the need to continue by the deadline. With less than one month left before the deadline, time is fast running out to complete the continuance process, let alone time to hold two separate meetings to collapse membership classes in order to avoid class approval. As well, registered charities that want to revise their corporate objects may want to consider first continuing using the same objects and then revising the objects afterwards.

The Canada Revenue Agency is also sending notices to registered charities reminding them of the need to continue under the CNCA on time. However, it appears that charities that are incorporated under the CNCA, or incorporated provincially, or incorporated under the CCA that have already continued under the CNCA have also received this notice.

As the deadline is fast approaching, a question that often comes up is whether it is wise to file the articles first in order to meet the October 17, 2014, deadline, and then work on the by-law later to have it filed within one year.

The approach of filing the articles first with the by-law to be finalized at a later time is fraught with problems. First, once a corporation has continued under the CNCA, it is not appropriate to operate under the old CCA by-law. After filing the articles of continuance, Corporations Canada will issue a certificate of continuance in a few days, which is generally dated back to the date of filing. The corporation would be under the new CNCA on that date. Most, if not all, current by-laws of CCA corporations do not comply with the rules in the CNCA because they were prepared with the CCA rules in mind. To continue operating under the old by-law after continuance will risk the corporation not complying with the legal requirements in the CNCA and will create a governance nightmare for the corporation. Second, provisions in the articles have to go hand in hand with the provisions in the by-law. The by-law should

be prepared at the same time as the articles. If the by-law was left to be drafted at a later time, the provisions in the articles of continuance may need to be amended. Third, working with a deadline in mind is a great incentive for corporations to have their by-laws completed. If they were to file the articles first, some corporations may leave the by-laws to be completed at a much later date or not even finalize them at all, and continue operating under their old by-laws.

The best approach is to file the articles when the new CNCA by-law is ready. The one year filing timeline is only a filing obligation of by-laws, it has nothing to do with the timing of the CNCA continuance process. Since dissolution for not meeting the October 17, 2014, deadline is not automatic, corporations that have not continued should press on to finalize their by-laws as soon as possible in the next few months and file the articles and by-laws at the same time.

Ontario *Not-for-Profit Corporations Act*

We provided an update on the status of the Ontario *Not-for-Profit Corporations Act, 2010* ("ONCA") in our August 2014 *Charity Law Update*. There are no new updates on the progress of the ONCA at this time. As reported in August, Bill 85 amending portions of the ONCA died on the Order Paper as a result of the calling of the provincial election on May 2, 2014. The government had previously indicated that the ONCA would not be proclaimed until at least 6 months after the enactment of Bill 85 in order to allow not-for-profit corporations to prepare for the transition. At this time, we are waiting for a new bill to be re-introduced. The Ontario Ministry of Government and Consumer Services' website still indicates that the ONCA is not expected to come into force before 2016. With the Ontario Liberal Party, which originally introduced the ONCA, winning the election, many in the sector are cautiously hopeful that there might be an earlier proclamation date, possibly late summer of 2015, if Bill 85 is reintroduced into the Legislature by fall 2014.

As explained in our August 2014 *Charity Law Update*, corporations that are interested in collapsing its membership classes, the delay in the proclamation of the ONCA will give more time for corporations to amend their by-laws to do so, in particular in relation to collapsing voting membership classes. The following is the link to our comments on the ONCA from our August 2014 *Charity Law Update*: http://www.carters.ca/pub/update/charity/14/aug14.pdf.

Those interested in the progress of the ONCA are encouraged to monitor the Ministry's website for updates at http://www.sse.gov.on.ca/mcs/en/pages/not_for_profit.aspx.

CASL Amendments to Canada's *Competition Act*

By Ryan M. Prendergast in *Charity Law Bulletin* No. 348, September 25, 2014

As many readers may know, Bill C-28, commonly referred to as "Canada's Anti-Spam Legislation" (CASL) came into force On July 1, 2014. While the focus of several *Charity Law Bulletins* and *Charity Law Updates* has been on CASL's direct impact to charities and non-profit organizations, CASL also makes amendments to several pieces of existing federal legislation including the *Competition Act*, the *Telecommunications Act*, and the *Personal Information Protection and Electronic Documents Act*. This *Charity Law Bulletin* focuses on the amendments made to the *Competition Act* (the "Act") that are relevant to charities in Canada, particularly in relation to fundraising. Of specific importance is the creation of sections 52.01, 52.02, 74.011, and 74.012.

The Act maintains and encourages competition in Canada in order to promote the efficiency and adaptability of the Canadian economy. The amendments made to the Act under CASL extend the powers of the Competition Bureau and the Commissioner of Competition to investigate and enforce CASL's anti-spam provisions by adding electronic mailing activity to the Act's regime regulating misleading and deceptive practices.

Read More:

[PDF] http://www.carters.ca/pub/bulletin/charity/2014/chylb348.pdf

Tax Court Disallows Charitable Donation Tax Credits

By Linsey E.C. Rains

Five recent Tax Court of Canada (the "Court") decisions illustrate the importance of submitting documentary evidence and providing credible witness testimony when appealing Canada Revenue Agency's (CRA) disallowance of charitable donation tax credits to the Court. The individual taxpayers involved in *Akinbo v The Queen*, *Ampomah v The Queen*, *McCalla v The Queen*, *Imoh v The Queen*, and *Bello v The Queen* (the "Appellants"), had each claimed charitable donation tax credits of varying amounts under section 118.1 of the *Income Tax Act*.

Section 118.1 allows individual taxpayers to claim a tax credit for total charitable gifts made to registered charities and other qualified donees. Subsection 118.1(2) requires the individual donor to provide proof of gift in the form of a receipt containing "prescribed information," as defined in Regulation 3501 of the *Income Tax Regulations*. The issues in these cases were twofold: first, whether

each of the Appellants had discharged the onus of showing, on a balance of probabilities, that they had actually made the charitable gift and second, whether the receipts were issued in accordance with Regulation 3501.

None of the Appellants provided sufficient and credible evidence to meet the onus and demonstrate they made donations in the amounts claimed on their tax returns. The Court cited a host of evidentiary problems for the Appellants including: failing to call a witness with knowledge of events (*Akinbo*, *Imoh*); strength of CRA's audit evidence (*McCalla*, *Imoh*); improbability of donation amounts based on net income (*Ampomah*); lack of connection to the donee charity (*Akinbo*); inconsistent statements; and general lack of documentary evidence to corroborate claims.

The Court held it did not need to address the second issue in *Akinbo*, *Imoh*, and *Bello*, because the cases were dismissed based on the first issue. However, the appellants in *Ampomah* and *McCalla* argued that their good faith should negate the donees' receipting deficiencies. The Court rejected these arguments because "it is not a matter of fault, responsibility, good faith or bad faith," but rather a mandatory requirement that receipts be issued properly.

Although these judgments result from Informal Procedure appeals, i.e. the decisions hold no precedential value, they are useful insofar as they demonstrate how the Court prioritizes properly issuing receipts in accordance with Regulation 3501. It would also be interesting to see how the Court would treat receipting deficiencies in circumstances where the appellants could provide sufficient and credible evidence to meet the onus of showing they had made donations in the amounts claimed on their tax returns.

Can a Fossil Donation Be a Gift for Tax Purposes?

By Jacqueline M. Demczur

On June 11, 2014, the Canada Revenue Agency ("CRA") released a technical interpretation (#2014-052613) of its views on the eligibility of claiming a donation tax credit for the donation of a fossil. More specifically, CRA addressed whether the value of the custody of a fossil transferred to a qualified donee could be considered a charitable gift under the *Income Tax Act* ("ITA").

Section 118.1 of the ITA permits individual taxpayers to claim a credit for the eligible amount of a gift made to a qualified donee if supported by an official receipt. In making its technical interpretation, CRA relied on the common law definition of gift. CRA also stated that sections 248(30) to (32) of the ITA

recognize gifts for tax purposes where a non-arm's length qualified donee receives consideration for transferred property.

In this technical interpretation, CRA focused on the fact that a gift requires the transfer of property. In this regard, it stated that the definition of "property" under section 248(1) of the ITA is broad, including a right of any kind whatever. As such, whether the custody of a fossil or other property is considered a right is a question of law, based on legal agreements, provincial legislation, and case-specific facts.

In order for an individual to claim a donation tax credit, section 118.1(2) of the ITA requires a receipt issued in the prescribed form. In respect of a fossil or other non-cash gift, section 3501 of the *Income Tax Regulations* provides that the official receipt must specify "the amount that is the fair market value of the property at the time the gift was made". However, in this interpretation, CRA pointed out that qualified donees are restricted from issuing donation receipts where they cannot reasonably determine the value of the gifted property that they received. Accordingly, whether the value of a fossil can be considered a charitable gift is, therefore, dependent on if its value can be reasonably assessed. If this cannot be done, then a donation receipt cannot be issued.

Ontario *Retail Sales Tax Act* Exemption of Prepared Foods

By Linsey E.C. Rains

On August 6, 2014, the Ontario Superior Court of Justice (the "Court") allowed the appeal of The Princess Margaret Hospital Foundation (the "Appellant") from the Ontario Minister of Revenue's (the "Respondent") refusal to refund the full amount of retail sales tax paid by the Appellant for prepared food products it purchased for use at its fundraising and other events. At issue was "[w]hether the prepared food products provided by the Appellant to others in the circumstances [in which the refund was denied] were 'without specific charge' and thus exempt from retail sales tax under section 12 of Regulation 1102" of the *Retail Sales Tax* Act (the "RTA").

Section 12 of Regulation 1102 exempts, among others, charitable organizations "from tax with respect to their consumption of prepared food products where the prepared food products are provided by them to others without specific charge." In the Appellant's case, prepared food products were distributed to attendees of fundraising events, recognition dinners, board meetings, committee meetings, and volunteer appreciation events. The Respondent allowed the refund for events where no fee was charged, but refused where attendees were charged a fee. The Appellant argued that where the charge for food, e.g. at

a fundraising dinner, was not itemized or otherwise distinguished from other services or goods provided, the food should be considered exempt.

In its analysis, the Court contrasted section 12 with Regulation 3501 of the *Income Tax Act Regulation*s (the "Regulations") and the definition of "advantage" set out at subsection 248(32) of the *Income Tax Act* (the "ITA") to show that section 12, as submitted by the Appellant, did not require each product, service, or donation that is bundled together and subject to one event fee, to be separately itemized. Moreover, the Court rejected the Respondent's argument that the Appellant was required to break down or itemize the prepared food component in order to comply with the ITA and the Regulations regarding advantages and split-receipting. Here the Court distinguished between the RTA's exemption of prepared foods applying to the amounts paid by the Appellant to purchase food as opposed to the ITA's legal requirement to have the Appellant identify the value of the advantage received by the attendees of its events.

This case is interesting because it suggests federally registered charities operating in Ontario can claim an exemption from retail sales tax for prepared food they provide to attendees of their meetings, fundraising events, etc. where they do not specifically charge for the food without compromising their receipting obligations under the ITA.

Court Permits Pastor's Wrongful Dismissal Lawsuit to Proceed

By Barry W. Kwasniewski in *Church Law Bulletin* No. 46, September 25, 2014

In July 2014, the British Columbia Supreme Court ("BC Supreme Court") decided that it had jurisdiction to hear a pastor's wrongful dismissal claim. In *Kong v Vancouver Chinese Baptist Church* (2014 BCSC 1424), the Reverend Alfred Yiu Chuen Kong ("Rev. Kong") claimed that he was wrongfully dismissed by the Vancouver Chinese Baptist Church ("VCBC"). The VCBC sought by motion to have Rev. Kong's claim dismissed, arguing that the removal of a spiritual leader was purely an ecclesiastical issue and therefore beyond the jurisdiction of the civil courts. The BC Supreme Court, in dismissing VCBC's motion, concluded that assessing whether an individual is an "employee", and therefore whether church procedures or the civil law should be applicable, is a fact-based analysis. This decision is important for religious organizations which may seek to apply ecclesiastical law or principles in dealing with their employees who perform religious or spiritual functions, to the exclusion of civil law. This *Church Law Bulletin* reviews and discusses this decision.

Read More:

[PDF] http://www.carters.ca/pub/bulletin/charity/2014/chchlb46.pdf

Imagine Canada Report on Canada's Grantmaking Foundations

By Terrance S. Carter in *Charity Law Bulletin* No. 349, September 25, 2014

On September 4, 2014, Imagine Canada and Philanthropic Foundations Canada released their first report about the assets and giving trends of Canada's largest grantmaking and community foundations. The report, *Assets and Giving Trends of Canada's Grantmaking Foundations* (the "Report"), aims to increase the understanding of the size, scope, and role of Canadian foundations. The Report draws attention to trends based on the 150 largest grantmaking foundations and the ten largest community foundations in Canada. It focuses on the value of assets held by these foundations and the value of gifts these foundations make to qualified donees. The report covers the period 2002 to 2012 and is timely because there has been a significant increase in the number of Canadian foundations over the past two decades. Foundations are significant funders to the charitable sector and in many cases function as long-term supporters and partners of charities. This *Charity Law Bulletin* highlights some of the key findings in the Report, which illustrate the impact of large grantmaking and community foundations on the charitable sector and how the size, scope, and role of these foundations has grown over the past decade and will likely continue to grow in the coming years.

Read More:

[PDF] http://www.carters.ca/pub/bulletin/charity/2014/chylb349.pdf

Supreme Court to Hear Appeal on Assisted Suicide

By Jennifer M. Leddy

On October 15, 2014 the Supreme Court of Canada will hear an appeal from the B.C. Court of Appeal majority decision in *Carter v. Canada* (2013 BCCA 435), which upheld the *Criminal Code* provisions against assisted suicide in accordance with the Court's previous decision in the *Sue Rodriguez* case of twenty years ago. The trial judge, instead of following the *Sue Rodriguez* case, had held that the ban on physician-assisted suicide infringed the Canadian *Charter of Rights and Freedoms* by discriminating against disabled persons who are denied access to the assistance they need to commit suicide while able bodied individuals can commit suicide without assistance. The trial judge also held that prohibiting

physician assisted suicide breached the *Charter* right to life because some people would end their lives sooner than they might wish at a time when they would not need assistance.

Should the Supreme Court of Canada revisit the *Rodriguez* case, the Court of Appeal offered some brief comments, in a "by the way" fashion, on the remedy of a constitutional exemption as an alternative to striking down the *Criminal Code* prohibition of assisted suicide. The Court of Appeal suggested that a constitutional exemption could be granted to a person on whom the "otherwise sound" law, which is intended to protect those who are vulnerable, has an "extraordinary and even cruel effect." The constitutional exemption would require court approval, two medical opinions and the request of a rational applicant free of outside influence. In the Court of Appeal's view, a court of law would be better equipped to assess individual cases from a "perspective outside the (often overstressed) health care regime."

This case has been widely anticipated by people on all sides of the issue because it involves important legal questions and profound questions about the meaning of human life and human dignity and will no doubt have a significant impact upon many health care and faith based charities in Canada.

New Ontario *Employment Standards Act, 2000* Leaves of Absence

By Barry W. Kwasniewski

On October 29, 2014, the Ontario *Employment Standards Act, 2000* (the "ESA") will include three new job-protected leaves of absence: "family caregiver leave," "critically ill child care leave," and "crime-related death and child disappearance leave." Charities and not-for-profits should be aware of the scope of these leaves. The three new job-protected leaves of absence are in addition to the existing seven job-protected leaves under the ESA.

Family Caregiver Leave

This leave entitles employees to up to eight weeks of unpaid leave per calendar year to provide care and support to a family member if a qualified health practitioner issues a certificate stating that the family member (as defined in the ESA) has a serious medical condition, which can be chronic or episodic. There is no limit on how long an employee must be employed before claiming this leave.

Critically ill child care leave

This leave entitles employees who have been employed by the same employer for at least six months to up to thirty-seven weeks leave to provide care or support to a critically ill child of the employee. A qualified health practitioner must first issue a certificate which states that the child is critically ill and how long the child will require care. A "critically ill child" is any child, step-child, foster child, or child under legal guardianship under 18 years of age whose baseline health has significantly changed and whose life is at risk because of illness or injury.

Crime-related child death or disappearance leave

This leave entitles employees who have been employed by the same employer for at least six months to up to fifty two weeks of unpaid leave if a child of the employee disappears and up to one hundred and four weeks of unpaid leave if the child dies and it is probable that the death occurred because of a crime. A "crime" means any offense under the *Criminal Code*. An employee can only take this leave in a single period.

Ontario employers, including charities and not-for-profits, should consider how these new leaves are reflected in their workplace policies, handbooks, and employment contracts.

Ensure Proper "Use" of Trade-marks to Avoid Losing Them

By Sepal Bonni

Charities and not-for-profits need to proactively ensure that they use their trade-marks in accordance with the Canadian *Trade-marks Act* (RSC, 1985, c T-13) (the "Act") or they risk losing their marks. The Act contains a summary proceeding with a mechanism for removing marks from the Trade-mark Register if they are not being used by the owner of the mark. Some important issues that trade-mark owners should consider to ensure that they are properly using their mark in accordance with the Act are:

- A trade-mark is deemed to be used in association with goods if, at the time of the transfer of the good, the trade-mark is affixed to the good itself, or clearly marked on the packaging for the receiving individual to see in the normal course of trade. Invoices therefore must show a clear component of the transaction involving payment or exchange for goods supplied;
- For services, the trade-mark should be displayed in the performance or the advertising of the service, and the service should be available for individuals in Canada;

- If the mark is displayed on a website, it must be prominently displayed on the page. Simply including a mark as part of a domain name may not be sufficient evidence of use;
- Trade-mark owners should retain evidence of use in the form of brochures, invoices, newsletters, telephone directories, and photographs of the mark as it appears to the public;
- Evidence should be retained for each and every good or service listed in a trade-mark registration, as a challenge to the trade-mark will require furnishing evidence of use in association with each good or service; and
- Trade-marks have been found not to be in use when the mark is altered, such that it is no longer the registered trade-mark that is being used, but a different variation of the mark.

When managing trade-mark rights it is important to ensure that the rights are not lost due to non-use. In this regard, charities and not-for-profits should obtain assistance to ensure correct use of their trade-marks in accordance with the Act and to ensure continued proper use against possible cancellation.

Employers must Accommodate Legal Parental Obligations

By Kristen D. van Arnhem

On May 2, 2014, the Federal Court of Appeal (the "FCA") released its decision in *Canada (Attorney General) v. Johnstone* (2014 FCA 110) ("*Johnstone*") confirming that employers, including charities and not-for-profits, must accommodate employees with legal parental obligations. The Court in *Johnstone* confirmed that "family status" includes childcare obligations and clarified the test for a duty to accommodate on the ground of family status. On July 17, 2014, this test was adopted by the Alberta Human Rights Tribunal in *Clark v Bow Valley College* (2014 AHRC 4). Together, these cases underline that employers must consider whether accommodation amounts to undue hardship and make efforts to consider accommodation options.

In *Johnstone*, the complainant was an Officer with Canada Border Services Agency ("CBSA"). She was required to work a variable shift that left her unable to reasonably arrange for child care. Johnstone asked to have regular static shifts while maintaining her full-time status, but CBSA refused this request and claimed that it had no legal duty to accommodate her needs. Johnstone filed a human rights complaint alleging discrimination on the basis of family status.

In his decision, Justice Mainville concluded that childcare obligations that are contemplated under family status in the *Canadian Human Rights Act* (R.S.C., 1985, c H-6) should be those that have undeniable characteristics; for example, the childcare obligations in Johnstone's case are those which she could not neglect without engaging her legal liability by leaving her young child without supervision at home in order to work, thus exposing herself to a form of child neglect.

Justice Mainville also rejected the previous standard that an employer had to "seriously interfere" with family obligations. Instead he held that the threshold for family status discrimination should be the same as the threshold for any other ground. He emphasized that to hold otherwise would create a hierarchy of human rights. The new test is flexible and fact based. It requires that (i) a child is under the individual's care and supervision; (ii) the childcare obligation engages the individual's legal responsibility for the child, as opposed to a personal choice; (iii) the individual has made reasonable efforts to meet the childcare obligations; and (iv) the impugned workplace rule interferes in a manner that is more than trivial or insubstantial with the individual's ability to fulfill childcare obligations.

The full case can be found online at: http://canlii.ca/t/g6sdn.

No Assessment Exemption in Special Legislation

By Nancy E. Claridge

In a decision focusing on the interpretation of an assessment exemption clause in special legislation, the Ontario Superior Court of Justice has confirmed that leased property of a charity is not exempt from paying municipal property taxes. While Justice Paul Perell's decision in *Young Men's Christian Association of Greater Toronto v. Municipal Property Assessment Corp.* (2014 ONSC 3657) is specific to the YMCA, the decision may have repercussions for other charities that derive their powers from special incorporating legislation.

The YMCA is a registered charity under the *Income Tax Act* (YMCA of Greater Toronto) and was established in 1923 pursuant to an *Act to Incorporate the Toronto Young Men's Christian Association* ("YMCA Act"). The YMCA brought an application for an exemption from assessment for municipal property taxes on a number of properties, and a refund of taxes previously paid on some properties. All real property in Ontario is liable to assessment and taxation unless an exemption under the Assessment Act applies, or an exemption is otherwise provided through special legislation, which is the case in the YMCA Act.

This case turned on the statutory interpretation of the word 'of' in section 10 of the YMCA Act, which reads:

> The buildings, lands, equipment and undertaking **of** the said association so long as and to extent to which they are occupied by, used and carried on for the purposes of the said association are declared to be exempted from taxation except for local improvements.

MPAC and the City of Toronto argued that the YMCA's properties were only exempt if the properties were both occupied by the YMCA and "owned" by the YMCA, in fee simple, as opposed to by lease.

The court confirmed that there was no doubt that the leased premises were "occupied by, used and carried on for the purposes of the YMCA." However, uncertainty was raised about whether the YMCA's leased premises were caught by the words "buildings, lands, equipment, and undertaking of the said association."

Taking a literal view, the court decided that the YMCA held leasehold interests, but the land was not "land of the YMCA." Therefore, these leases did not entitle the YMCA to an exemption from property tax.

Other charitable organizations claiming similar exemptions through special legislation are advised to consider this precedent, and the fact that just because land is under an organization's control, this does not qualify the land as being "of" the organization.

The YMCA decision can be found at http://canlii.ca/t/g7g62.

OFAC Expands Due Diligence Responsibilities for Charities

By Sean S. Carter

The US Department of the Treasury, through the Office of Foreign Assets Control ("OFAC"), administers and enforces economic and trade sanctions based on US foreign policy against targeted foreign countries, regimes, and other threats to the national security, foreign policy, or economy of the United States. On August 13, 2014, OFAC issued "Revised Guidance on Entities Owned by Persons Whose Property and Interests in Property Are Blocked" (the "Guidance"), which expands the due diligence responsibilities for charities by banning transactions with entities beyond OFAC's *Specially Designated Nationals and Blocked Persons* ("SDN") list to include entities where ownership interests of blocked persons is aggregately 50 percent or more. The SDN list is a collection of individuals and

companies whose assets are blocked because they are owned, controlled, acting for or on behalf of, the above mentioned threats. Any U.S. person, or charity, may not engage in any transactions with an entity on the SDN list.

The Guidance provides that any entity owned aggregately 50 percent or more by one or more blocked persons is itself also considered to be a blocked person, whether ownership is direct or indirect. It is important to note however that this rule is based on ownership and not control by other means. Though charities do not have owners, this guidance can affect charity contracting processes as part of program implementation. All charities that operate in the US, including charities in located Canada but that do work in the US, are therefore advised to act with caution when considering any transaction with organizations with known or potential significant ownership interest held by blocked persons.

OFAC will incorporate the Guidance as it amends and implements regulations and programs.

The Guidance can be found online at:

http://www.treasury.gov/resource-center/sanctions/Documents/licensing_guidance.pdf

EU Court Confirms Freedoms of Religion and Association

By Esther S.J. Oh

On September 8, 2014, the European Court of Human Rights ("the European Court") rejected an appeal by the Hungarian government and upheld the European Court's earlier judgment from April 2014 that Hungary's Act CCVI of 2011, on the Right to Freedom of Conscience and Religion and the Legal Status of Churches, Denominations and Religious Communities (the "Act") breaches the right to freedom of assembly and association and the right to freedom of thought and religion protected under Articles 11 and 9 of the Convention for the Protection of Human Rights and Fundamental Freedoms (the "Convention").

The case originated with several applications lodged with the European Court under article 34 of the Convention by various religious organizations and others active in Hungary. In its decision, the European Court found that the Act was discriminatory and unnecessary. In arriving at its decision, the European Court underscored the importance of freedom of thought, conscience and religion as "one of the foundations of a 'democratic society'."

The Act, which came into force on January 1, 2012, initially limited the number of religious communities in Hungary that were legally recognized as "incorporated churches" to 14 churches. This was later increased to 32 churches as a result of amendments to the Act. Prior to 2011, there had been 406 recognized churches in Hungary. After the Act was passed in 2011, religious communities that had previously been registered as churches lost their registration as churches if they were not listed in the Appendix to the Act. In order to continue to operate as churches and receive the accompanying benefits, religious communities not listed in the Appendix to the Act needed to individually apply to Parliament to be recognized as a church. Several organizations that filed requests with the Hungarian government to be registered as churches had their requests denied on the basis that the Act did not allow those registrations. Such religious organizations could then only be recognized as "organizations performing religious activities," which could not obtain the benefit of advantages available to "incorporated churches," including preferential treatment with respect to their taxation, legal, and financial activities.

Despite this ruling, the European Court, as an international body, lacks the jurisdiction to compel a national government to act in respect of a matter relating to domestic national law. As such, the Hungarian parliament will need to initiate modifications the Act using its discretion, if at all.

IN THE PRESS

Ontario's Mandatory Health and Safety Awareness Training, by Barry W. Kwasniewski
Hilborn Charity eNews, August 20, 2014
[Link] http://www.charityinfo.ca/articles/Ontarios-mandatory-Health-and-Safety-Awareness-Training-now-in-force

When is a Conditional Charitable Gift Effective? by Jacqueline M. Demczur
Hilborn Charity eNews, September 18, 2014
[Link] http://www.charityinfo.ca/articles/When-is-a-conditional-charitable-gift-effective

RECENT EVENTS AND PRESENTATIONS

What you Missed over the Summer: Recent Developments in Charity Law, Theresa L.M. Man was a speaker at this program
The Canadian Bar Association, September 9, 2014
[Link] http://www.cbapd.org/details_en.aspx?id=ON_14CHA0909V
(To view this program, a viewer needs to log-in with his/her CBA ID and purchase it.)

Political Activities by Charities: If you do it, do it smart! by Terrance S. Carter

Imagine Canada's Free Charity Tax Tools Webinar, September 23, 2014

[Link] http://sectorsource.ca/resource/video/political-activities-charities-if-you-do-it-do-it-smart

UPCOMING EVENTS AND PRESENTATIONS

St. Michael's College School and **Carters Professional Corporation** are hosting a half-day Seminar on September 29, 2014. The following topics will be presented:

- Anti-Spam Legislation: Practical Guidance for Compliance by Ryan M. Prendergast
- Legal Issues in Managing Endowment Funds by Terrance S. Carter
- Split Receipting Rule Pertaining to Special Events: A Refresher by Theresa L.M. Man
- CRA Fundraising Guidance: What You Need to Know by Terrance S. Carter

Registration available at https://www.mysmcs.com/event-registration----carters-professional-corporation-half-day-seminar-.

Brampton Arts Council is hosting an evening session on October 8, 2014, at the Brampton Golf Club with Terrance S. Carter presenting on the topic of "The Changing Landscape of Ontario Corporations".

CEO Forum will be held in Ottawa specifically for Healthcare CEO's on October 24, 2014 at the Royal College of Physicians and Surgeons of Canada. Terrance S. Carter will present on the topic of "Risk Management: Contract Legal Considerations".

Institute of Corporate Directors (ICD) Ontario Chapter (Peel Region) is hosting a seminar at the Credit Valley Golf Course on October 30, 2014 entitled "NFP Board's Role versus NFP C.E.O./Executive Director's Role" with Terrance S. Carter participating in the panel discussion.

Registration details can be found at http://www.icd.ca/getmedia/42d7e1cc-40ac-482e-a928-9e7686613d1c/20141030_PM_ON.aspx.

The 21st Annual *Church & Charity Law*™ Seminar will be held at Portico Community Church in Mississauga, Ontario, on Thursday, November 13, 2014.

Details and online registration available at:
http://www.carters.ca/pub/seminar/chrchlaw/2014/brochure.htm.

AFP Congress will be held at the Metro Toronto Convention Centre from November 24 to 26, 2014. On November 24, 2014, Terrance S. Carter will be presenting on the topic "What You Need to Know but Were Afraid to Ask about Managing Endowed Funds".

Registration is available at http://afptoronto.org/congress/registration-information/

The Ottawa Region *Charity & Not-for-Profit Law* Seminar will be held on Thursday February 12, 2015 at the Centurion Center, Nepean, Ontario. Watch for details on our website at www.carters.ca.

CSAE Trillium Chapter is offering a number of *Accessibility for Ontarians with Disabilities Act* (AODA) Workshops in various locations.

Details at: http://www.csae.com/Chapters/Trillium/AODAResourcesWorkshopsandWebinars.aspx.

CONTRIBUTORS

Editor: Terrance S. Carter
Assistant Editor: Nancy E. Claridge

Sepal Bonni - Called to the Ontario Bar in 2013, Ms. Bonni joined Carters' Ottawa office to practice intellectual property law after having articled with a trade-mark firm in Ottawa. Ms. Bonni has practiced in all aspects of domestic and foreign trade-mark prosecution before the Canadian Intellectual Property Office, as well as trade-mark portfolio reviews, maintenance and consultations, and is increasingly interested in the intersection of law and technology, along with new and innovative strategies in the IP world.

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 on charitable matters. Mr. Carter is a co-author of *Corporate and Practice Manual for Charitable and Not-for-Profit Corporations* (Carswell 2013), and a co-editor of *Charities Legislation and Commentary* (LexisNexis Butterworths, 2014). He is recognized as a leading expert by *Lexpert* and *The Best Lawyers in Canada*, and is Past Chair of the CBA National and OBA Charities and Not-for-Profit Law Sections. He is editor of www.charitylaw.ca, www.churchlaw.ca and www.antiterrorismlaw.ca.

Sean S. Carter – Called to the Ontario Bar in 2009, Sean practices general civil, commercial and charity related litigation. Formerly an associate at Fasken Martineau DuMoulin LLP, Sean has experience in matters relating to human rights and charter applications, international arbitrations, quasi-criminal and regulatory matters, proceedings against public authorities and the enforcement of foreign judgments. Sean also gained valuable experience as a research assistant at Carters, including for publications in *The International Journal of Not-for-Profit Law*, *The Lawyers Weekly*, *Charity Law Bulletin* and the *Anti-Terrorism and Charity Law Alert*.

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.

Jacqueline M. Demczur – A partner with the firm, Ms. Demczur practices in charity and not-for-profit law, including incorporation, corporate restructuring, and legal risk management reviews. Mrs. Demczur has been recognized as a leading expert in charity and not-for-profit law by *Lexpert*. 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 Law Bulletin*, among others. Ms. Demczur is also a regular speaker at the annual *Church & Charity Law*™ Seminar.

Barry W. Kwasniewski - Mr. Kwasniewski joined Carters' Ottawa office in October, 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, not-for-profits and law firms.

Jennifer Leddy – Ms. Leddy joined Carters' Ottawa office in 2009, becoming a partner in 2014, 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 (CCCB). 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."

Theresa L.M. Man – 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*. She is vice chair of the Executive of the Charity and Not-for-Profit Section of the OBA and an executive member of the CBA. In addition to being a frequent speaker, Ms. Man has also written articles for numerous publications, including *The Lawyers Weekly*, *The Philanthropist*, *Planned Giving Pulse*, *Canadian Fundraiser eNews* and *Charity Law Bulletin*. She is co-author of *Corporate and Practice Manual for Charitable and Not-for-Profit Corporations* published by Carswell in 2013.

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 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 –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 concerning incorporation, ongoing corporate compliance, registration of charities, audits and internal appeals with CRA, as well as the amalgamation and merger of charities. Ryan is a regular speaker and author on the topic of directors' and officers' liability for not-for-profit corporations, and has co-authored papers for Law Society of Upper Canada. In addition, Ryan has contributed to several *Charity Law Bulletins* and other publications on www.charitylaw.ca, and is a regular presenter at the annual *Church & Charity Law* Seminar.

Linsey E.C. Rains - Called to the Ontario Bar in 2013, Ms. Rains joined Carters Ottawa office to practice charity and not-for-profit law with a focus on federal tax issues after more than a decade of employment with the Canada Revenue Agency (CRA). Having acquired considerable charity law experience as a Charities Officer, Senior Program Analyst, Technical Policy Advisor, and Policy Analyst with the CRA's Charities Directorate, Ms. Rains completed her articles with the Department of Justice's Tax Litigation Section and CRA Legal Services.

Kristen D. van Arnhem, B.A. (Hons.), J.D. – Called to the Ontario Bar in 2012, Ms. Van Arnhem joined Carters with a practice focus in family law. Prior to attending law school, Kristen graduated with Distinction from the University of Guelph with an Honours Bachelor of Arts in Sociology. She has participated in two international law school exchanges in Australia and Puerto Rico. Before articling with Carters, Kristen worked with Service Canada as a Marketing Representative and gained legal experience as a summer student working for a family law firm in Guelph.

ACKNOWLEDGEMENTS, ERRATA AND OTHER MISCELLANEOUS ITEMS

Links not Working: If the above links do not work from your mail program, simply copy the link text and paste it into the address field of your internet browser.

Get on Our E-Mailing List: If you would like to be added to our electronic mailing list and receive regular updates when new materials are added to our site, click here or send an email to info@carters.ca with "Subscribe" in the subject line. Feel free to forward this email to anyone (internal or external to your organization) who might be interested.

To be Removed: If you wish to be removed from our mailing list, please reply to this message with Remove in the subject line.

Privacy: We at Carters know how important your privacy is to you. Our relationship with you is founded on trust and we are committed to maintaining that trust. Personal information is collected solely for the purposes of establishing and maintaining client lists; representing our clients; and to establish and maintain mailing lists for the distribution of publications as an information service. Your personal information will never be sold to or shared with another party or organization. For more information, please refer to our Privacy Policy at http://www.carters.ca/privacy.pdf.

Disclaimer: This is a summary of current legal issues provided as an information service by Carters Professional Corporation. It is current only as of the date of the summary and does not reflect subsequent changes in the law. The summary is distributed with the understanding that it does not constitute legal advice or establish the 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.

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. (1960-2013)	
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
Jennifer M. Leddy B.A., LL.B.	jleddy@carters.ca
Barry W. Kwasniewski B.B.A., LL.B.	bwk@carters.ca

ASSOCIATES:

Sean S. Carter B.A., LL.B.	scarter@carters.ca
Ryan M. Prendergast B.A., LL.B.	rprendergast@carters.ca
Kristen D. van Arnhem B.A., J.D.	kvanarnhem@carters.ca
Linsey E.C. Rains B.A., J.D.	lrains@carters.ca
Sepal Bonni B.Sc., M.Sc., J.D.	sbonni@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: (416) 675-3766
Fax: (416) 675-3765

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