CARTERS

BARRISTERS
SOLICITORS
TRADEMARK AGENTS

CHARITY LAW UPDATE

FEBRUARY 2015

EDITOR: TERRANCE S. CARTER

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

FEBRUARY 2015

SECTIONS

HIGHLIGHTS

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.

RECENT PUBLICATIONS AND NEWS RELEASES

Separating Fact from Fiction: Political Activities Revisited

By Terrance S. Carter and Linsey E.C. Rains, *Charity Law Bulletin* No. 361, February 26, 2015

It has been over three years since the Honourable Joe Oliver, then Minister of Natural Resources, fired the proverbial shot across the bow in the political activities debate by releasing his unprecedented "open letter" on January 9, 2012. The letter did not explicitly target registered charities, but rather "environmental and other radical groups" threatening "to hijack" the regulatory system "to achieve their radical ideological agenda" and delay government supported projects "to undermine Canada's national economic interest." However, given the timing of his comments, the House of Commons Standing Committee on Finance's ("Standing Committee") December 15, 2011 announcement of its study on charitable giving, as well as other public statements by the federal government, many in the sector and media speculated that the federal government was utilizing Canada Revenue Agency ("CRA") to take aim at environmental charities under the guise of reviewing the political activities rules that apply to all registered charities. This speculation was fuelled in great part by the passing of Bill C-38, *An Act to Implement Certain Provisions of the Budget Tabled in Parliament on March 29, 2012 and Other Measures* ("Budget 2012").

One adverse consequence of these statements and the resulting speculation is the difficulty in separating fact from fiction in accurately assessing how the federal government's increased focus on registered charities' political activities is really impacting the sector. Allegations of political interference and administrative unfairness are a serious business that should not be blindingly accepted or easily ignored. However, the intersection of registered charities and political activities is not a new phenomenon and a clearer understanding of the legislative framework and regulatory history is important to appreciate the current issues. Accordingly, this *Charity Law Bulletin* ("Bulletin") refers to a number of secondary and primary sources in order to add some needed background and context to the current debate and clarify the publicly documented facts so far. In particular, the Bulletin reviews the pre-Budget 2012 political activities climate, key Budget 2012 provisions, CRA's implementation of Budget 2012, and recent statements from CRA and the Minister of National Revenue ("Minister") to help readers differentiate between the federal government's political agenda and the public response of the federal regulator.

Corporate Update

By Theresa L.M. Man

Canada Not-for-Profit Corporations Act

As reported in our January 2015 *Charity Law Update*, Corporations Canada has started sending notices of pending dissolution to corporations incorporated under Part II of the *Canada Corporations Act* ("CCA") that have failed to continue to the new *Canada Not-for-profit Corporations Act* ("CNCA"). Corporations that do not complete the transition within 120 days of the notice will be assumed to be inactive and will be dissolved by Corporations Canada.

Corporations Canada is now focusing on corporations that are not up-to-date in filing their corporate summaries and therefore are assumed to be inactive. It is anticipated that notices to these corporations will be sent by the end of March 2015. After that, Corporations Canada will start sending notices to corporations that are up-to-date with their annual filings but still have not continued. Corporations Canada anticipates that all notices will be sent by fall 2015. Once all Part II CCA corporations have either continued or dissolved, Part II will be repealed. For a monthly update of notices sent by Corporations Canada, see http://www.ic.gc.ca/eic/site/cd-dgc.nsf/eng/h_cs01440.html.

Information on the process is available from its FAQs on transition. As noted on Corporations Canada's website, corporations that have not continued and have not been dissolved can still apply to continue. As such, corporations that have not continued under the CNCA should do so as soon as possible to avoid being dissolved. See *Charity Law Bulletin* No. 336 for an overview of the dissolution process and how to revive such dissolved corporations.

Ontario *Not-for-Profit Corporations Act*

As noted in our November/December 2014 *Charity Law Update* three months ago, the update on the Ontario *Not-for-Profit Corporations Act, 2010* ("ONCA") is that there are still no updates. We provided an update on the status of the ONCA in our October 2014 *Charity Law Update*. It is extremely disappointing that there has been no progress in this regard. Many not-for-profit corporations continue to be left in corporate limbo, having to make the difficult decision whether to update their objects and by-laws as required to further their mission, or to keep waiting for the proclamation of the ONCA. It is hoped that the government will move forward with tabling a new Bill to amend the ONCA and then proclaim the ONCA as soon as possible.

British Columbia *Societies Act*

In preparation of implementation of a new *Societies Act* to replace the current *Society Act*, the British Columbia Ministry of Finance held a roundtable discussion with stakeholders on January 26, 2015. The B.C. Ministry of Finance launched a review of the current *Society Act* in 2009. Following the release of a discussion paper in December 2011 inviting public comment on specific proposals for reform, the "Societies Act White Paper: Draft Legislation with Annotations" ("White Paper") was released in August 2014. The White Paper proposes to introduce significant changes to and modernization of the Act. The sector was invited to provide feedback by October 15, 2014. While the draft amendments retain much of the *Society Act*'s basic framework, the White Paper updates and supplements the Act with proposed new rules of procedure from the *Business Corporations Act* and other corporate legislation in British Columbia. The roundtable was held as part of a greater process of seeking input regarding creating new charity legislation in British Columbia.

Alberta Not-for-profit Corporate Legislation Reform

On February 24, 2015, the Alberta Law Reform Institute published "Report for Discussion 26 – Non-Profit Corporations", proposing creating a new act to replace the current *Societies Act* and *Companies Act.* A shorter paper for non-profit organizations is also available. The report indicates that the current legislation is old and has not kept pace with the non-profit sector. It indicates that the current legislation should be updated to allow non-profits to accomplish their objectives; to clearly articulate the roles and responsibilities of directors and members, and to balance the requirements and the ability to comply. Overall, the report makes 62 recommendations in relation to governance of not-for-profit corporations, including, incorporation, membership, management and financial reporting. The report was released after consultation with stakeholder representatives and experts in the sector. The Institute is currently requesting comments on its proposals, which it will collect and consider in making final recommendations. Comments may be submitted by fax, mail, email or online. The deadline for comments is May 1, 2015.

Legislative and Regulatory Update

By Terrance S. Carter

Intern Protection Act

The definition of an intern may change substantially if Bill C-636, *Intern Protection Act* (the "Act"), comes into force. The Bill is currently in Second Reading in the House of Commons. Among its

amendments, the Act proposes to alter the *Canada Labour Code* so that unpaid interns qualify under the definition of employee. This would mean that the relationship, rights, and responsibilities between employers and interns could vary substantially, including implementing added protections for interns with regard to sexual harassment and workplace safety. The Act also proposes to vary the conditions under which unpaid employment is possible, preventing paid positions from being turned into unpaid positions. Charities and not for profits should keep track of how this Act progresses through Parliament, as no charity is immune to changes to the *Canada Labour Code*, especially since they are often more dependent on free labour in the form of volunteers, whether as interns or otherwise.

Zero Tolerance for Barbaric Cultural Practices Act

Bill S-7, the *Zero Tolerance for Barbaric Cultural Practices Act* is now in Second Reading in the House of Commons. The Act proposes to change laws related to marriage in Canada by adding additional protections through Canada's various marriage, immigration, and criminal legislation. Among the amendments proposed by this legislation is rendering applications for permanent and temporary residency in Canada inadmissible if they are for people who practise polygamy. The Act further proposes to change the conditions under which a young person can get married, changing the minimum required national age to 16, and codifying the requirement for free and enlightened consent to marry. These changes reflect the Act's attempt to protect against forced marriage as well, which the Act also ensures by implementing criminal charges for facilitating underage or forced marriage. The criminal charges proposed by the Act extend even to those officiating, or otherwise actively participating, in marriages involving individuals who are underaged or forced. These criminal provisions apply even to someone who actively participates in precipitating a ceremony outside of Canada. The Act also creates provisions that affect individuals during marriage, including a restriction that would prevent those convicted of honour killings from using the defence of provocation in court.

Religious institutions will need to take note of these proposed changes in legislation and ensure that their own practices and due diligence procedures are maintained in accordance with such changes if they are to come into force. These institutions will need to be aware that not only officiants of those institutions, but also other employees, could be held criminally liable under this legislation if they do not take appropriate steps.

House of Commons Emphasizes Social Finance

Social finance is described as managing money in order to simultaneously create social benefits and economic returns for investors. The government of Canada has recently recognized the usefulness of social enterprise and has pushed for its development on multiple levels.

On February 16, 2015, the Standing Committee on Public Safety and National Security released a Report that summarizes its findings regarding how social finance can be used to address the issue of crime. The Report, entitled "Social Finance as it Relates to Crime Prevention in Canada," discusses comments provided by the Department of Public Safety and Emergency Preparedness ("Public Safety Canada"), the Department of Employment and Social Development ("ESDC"), the Center for Law and Social Policy of Washington, and others. A total of ten recommendations are made by the Report, all of which recommend increased reliance on social finance and partnerships between stakeholders. These recommendations include using social finance models to enhance and expand total funds put towards crime prevention in Canada, having Public Safety Canada seek to introduce a pilot project of crime prevention programming developed through a social financing model, and having Public Safety Canada seek partnerships with the provinces and territories in the development of social finance models of crime prevention.

The House of Commons Standing Committee on Human Resources Skills and Social Development and the Status of Persons with Disabilities has also begun "Exploring the Potential of Social Finance in Canada" (the "Study") on February 17, 2015, a study of how the government might use social capital to improve social and economic outcomes for Canadians. It is planned that the Study occur predominantly over the winter of 2015, with a final report to be released in the spring of 2015. The Study plans to develop a framework for social finance in Canada by speaking with different stakeholders, including charities and not for profits.

CRA News

By Jacqueline M. Demczur

CRA Adds a Video on the First-time Donor's Super Credit

On January 30, 2015, CRA added a video on the first-time donor's super credit to its list of videos and webinars for donors and charities. The video describes how people who have not previously claimed a charitable donation tax receipt since 2007 can claim a first-time donor's super credit of 25 percent on donations of up to $1000. This credit can be claimed once up until 2017.

CRA Releases Updated T3010 — Registered Charity Information Return

On January 7, 2015, CRA released an updated Form T3010 E15 — Registered Charity Information Return (the "T3010"). This version of the T3010 must be completed by charities with a fiscal period ending on or after January 1, 2015. A registered charity must complete the T3010 annually and send the T3010 to CRA within six months of the end of its fiscal year. The T3010 is used to report a charity's activities, sources of revenue, and expenditures. The form is nearly identical to the previous year's version. One addition is the inclusion of a checklist on page 4 that lists the documents that must be included in a complete annual information return.

CRA Revokes the Registration of African Computer and Technology Literacy Awareness Program

CRA has revoked the registration of the African Computer and Technology Literacy Awareness Program ("ACTLAP"), effective February 20, 2015. CRA's decision was based on its audit that found ACTLAP operated for the non-charitable purpose of furthering a tax shelter donation arrangement, the Mission Life Financial Inc. Canadian Relief Program. According to CRA's news release, the audit revealed that, during the period from March 1, 2008 to February 28, 2010, ACTLAP "improperly issued donation receipts totaling over $8.6 million for purported donations of cash and pharmaceuticals, which were not legitimate gifts." CRA concluded that ACTLAP significantly over-reported the value of the $8.4 million worth of tax receipts issued for gifts of pharmaceuticals. Further, CRA also concluded that there was no evidence that ACTLAP actually received these pharmaceuticals or used them to further charitable activities.

Implications of the New Estate Donation Rules Introduced by Budget 2014

By Theresa L.M. Man, *Charity Law Bulletin* No. 359, February 25, 2015

Where charitable gifts are made as a result of a donor's death, tax relief under the *Income Tax Act* ("ITA") is greater than if a gift was made during the donor's lifetime. As a result, making charitable testamentary gifts is an attractive estate planning tool. Federal Budget 2014 ("Budget 2014") included a number of tax incentives intended to encourage testamentary charitable giving. In particular, these include more flexibility for charitable donations made by will. These new estate donation rules are coupled with new rules regarding how testamentary trusts are taxed. The new rules apply to deaths that occur after 2015. This *Charity Law Bulletin* outlines the current rules, the new rules, and the ensuing implications, including how the new rules can potentially discourage charitable giving rather than encourage it.

The Impact of Bill C-51 on Charities and Not For Profits

By Terrance S. Carter, Nancy E. Claridge, and Sean S. Carter, *Anti-Terrorism and Charity Law Alert No. 39*, February 18, 2015

Purporting to provide Canadian law enforcement and national security agencies with additional tools and flexibility to keep pace with evolving threats and better protect Canadians here at home, the federal government unveiled its wide-sweeping new anti-terrorism legislation on January 30, 2015, to much debate. As of February 23, 2015, Bill C-51, short-titled the *Anti-Terrorism Act, 2015* (the "Bill" or "AT Act 2015"), has passed Second Reading and has been referred to the Committee in the House of Commons. This *Alert* reviews the impact of Bill C-51 on charities and not for profits .

Register Trade-Marks Now Before Amendments Take Effect

By Sepal Bonni and Terrance S. Carter, *Charity Law Bulletin* No. 360, February 25, 2015

As reported previously in this *Charity Law Update*, on June 19, 2014, Canada's long-anticipated amendments to the *Trade-marks Act* were passed into law. The Canadian Intellectual Property Office has stated that the amendments' coming-into-force date will be determined after the *Trademark Regulations* have been revised, and relevant IT systems have been updated. Those within the sector are estimating that the amendments may be implemented in mid-to-late 2015.

Charities and not-for-profits should consider registering trade-marks and taking other pre-emptive measures before amendments to the *Trade-Marks Act* come into effect, details of which are discussed in this *Charity Law Bulletin*.

Potential CRA Duty of Care to Taxpayers

By Ryan M. Prendergast

Following a Federal Court of Appeal ruling in *Scheuer v. Canada* ("*Scheuer*"), released on January 20, 2015, Canadian taxpayers may establish a limited duty of care against CRA for failing to warn them from participating in a tax shelter. This ruling dismisses an appeal for a motion by CRA to strike the taxpayer's action entirely.

In *Scheuer*, a group of taxpayers participated in a tax shelter donation program marketed by Global Learning Group Inc. ("GLGI"). Following CRAs denial of charitable donations claimed by the taxpayers made to the tax shelter, the taxpayers launched a claim for negligence against several branches of government, including the CRA. The claim was based on the argument that CRA had breached its

duty of care to the taxpayers by not warning them of the consequences of investing in tax shelters. The taxpayers alleged that CRA was aware of issues with charitable donations from GLGI as early as the year 2000, but reassessed the taxpayers denying their claims several years later.

CRA argued that it did not have a recognized private duty of care to inform taxpayers of the consequences of investing in tax shelters, and there were policy reasons against imposing such a duty of care against CRA, i.e., that the scheme of the *Income Tax Act* (Canada) requires CRA to collect tax where payable. However, CRA was unsuccessful in moving to strike the action at the Federal Court of Canada on the basis that it had no reasonable cause of action. The Federal Court of Appeal upheld the conclusion that the lower court properly used the necessary framework for determining a duty of care where it has not been previously recognized in the case law. The case is now accordingly allowed to proceed, though is not clear whether the taxpayers will ultimately succeed in establishing a private law duty of care owed to them by the CRA.

NPO Distributions to Members

By Linsey E.C. Rains

Canada Revenue Agency ("CRA") recently clarified its position on whether transfers of shares, proceeds of disposition of shares, and other assets to a non-profit organization's ("NPO") members will jeopardize the NPO's tax exempt status under paragraph 149(1)(l) of the *Income Tax Act* ("ITA"). Technical interpretation 2013-047410, issued November 20, 2014, responds to a taxpayer's request for guidance on the tax consequences of disposing of shares it owns in light of its potential winding-up.

Tax exempt status under paragraph 149(1)(l) of the ITA is based on a number of criteria, but the technical interpretation focused on two key requirements. First, that an organization be organized and operated for any purpose except profit. In this regard, CRA cautioned that, depending on the facts, a NPO holding shares as a long-term investment may indicate a for-profit purpose.

As for the second key requirement, that "no part of the income of which was payable to, or was otherwise available for the personal benefit of, any...member...unless the...member...was a club, society or association the primary purpose and function of which was the promotion of amateur athletics in Canada," CRA offered the following comments:

- Distributions of taxable capital gains by NPOs do not count as income distributions in accordance with subsection 149(2) of the ITA (the non-taxable portion is already exempt from income under section 3) and can be distributed to members;

- The tax exempt status of members receiving distributions is not relevant, i.e., it does not matter if the recipient member is a NPO, registered charity or other qualified donee, income distributions will jeopardize the NPO's exempt status;
- A transfer of income to a member on the condition that it be used for purposes consistent with the NPO's purposes does not negate the requirement that NPOs cannot distribute income to their members; and
- The issuance of a charitable donation receipt by the recipient member is also not relevant to whether a distribution of income impacts the NPO's exempt status.

Spousal Sharing of Charitable Gifts on Death

By Theresa L.M. Man

On January 27, 2015, Canada Revenue Agency ("CRA") released a technical interpretation (Document #2014-0555511E5) to clarify that its administrative practice of allowing gifts made in a deceased person's will to be claimed by the deceased's surviving spouse will no longer apply to deaths occurring after 2015 given the amendments to the *Income Tax Act* ("Act") made by Bill C-43, *Economic Action Plan 2014 Act, No. 2*, which received Royal Assent on December 16, 2014.

CRA's current practice is to accept gifts made by the spouse or common-law partner of a deceased individual as part of that individual's "total charitable gifts" under subsection 118.1(1) of the Act. This practice presumes that a spousal or common-law partnership existed at the time of the donation and includes in its scope donations made in accordance with the terms of the deceased's will. This allowed the surviving spouse to have the option of claiming the donation on his/her return in the year in which the other spouse died.

Bill C-43 includes amendments regarding the tax treatment of gifts by will for deaths occurring after 2015. In general, these gifts will no longer be deemed to have been made immediately before an individual's death. Instead, they will be deemed to have been made by the individual's estate when the gift is transferred to the qualified donee. If the estate is a "graduated rate estate" (as defined in the Act), the gift can be included in the "total charitable gifts" of the deceased individual.

Spousal sharing of charitable gifts is now addressed in the Act as amended by Bill C-43 by amendments to the definition of "total charitable gifts" of an individual in subsection 118.1(1) of the Act for 2016 and subsequent taxation years. In this regard, if an individual is not a trust, clause 118.1(1)(c)(i)(A) provides

that the eligible amount of "total charitable gifts" includes the amount of a gift made to a qualified donee by an individual or the individual's spouse or common-law partner in a taxation year or any of the five preceding taxation years. This practice is consistent with CRA's current administrative practice explained above for gifts made during one's lifetime. However, clause 118.1(1)(c)(i)(C) provides that gifts made by a graduated rate estate can be claimed on the deceased individual's tax return for the year of death or the immediately preceding year. CRA takes the view that this clause is more limited in scope and does not include gifts made by the graduated rate estate of a spouse or common-law partner.

CRA therefore concluded that, given the new amendments, its current administrative practice allowing gifts made by an individual's will to be claimed by the deceased individual's spouse will no longer apply for deaths occurring after 2015.

Money Laundering, Terrorist Financing Law Violates Solicitor-Client Privilege

By Nancy E. Claridge

In a unanimous ruling, the Supreme Court of Canada has held that portions of the federal government's 2000 amendments to the *Proceeds of Crime (Money Laundering) and Terrorist Financing Act*, (PCMLTF Act), and their regulations are "repugnant" to the sacrosanct principle of solicitor-client privilege. The 2000 amendments imposed duties on financial intermediaries, including lawyers, to collect, record and retain material, including information verifying the identity of those on whose behalf they paid or received money, in an effort to reduce the risk that financial intermediaries may facilitate money laundering or terrorist financing.

In *Canada (Attorney General) v. Federation of Law Societies of Canada*, the Federation of Law Societies of Canada launched what became a 14-year constitutional challenge on behalf of the 14 self-governing bodies that oversee Canada's legal profession, arguing the impugned amendments to the PCMLTF Act made lawyers "agents of the state" and law firms into "archives for the police and prosecution," violating fundamental *Charter* protections against unreasonable search and seizure and rights of security of the person.

Although law societies across Canada have been actively engaged in the fight against money laundering and terrorist financing, implementing Model Rules prohibiting certain cash transactions and instituting detailed "know-your-client" obligations, the PCMLTF Act regulations would have forced lawyers and law firms "on pain of imprisonment" to collect information about their clients and their financial information and turn that information over to the Financial Transactions and Reports Analysis Centre of

Canada (FINTRAC). Failure to comply with the regulations would have subjected lawyers to warrantless office searches, fines up to $500,000 or jail terms up to five years.

The Court found the PCMLTF Act amendments breached lawyers' *Charter* protections against unreasonable search and seizure and the undue deprivation of liberty and could not be justified.

A majority of the Court went on further to also enshrine in the Constitution a legal principle that lawyers have a duty of commitment to their clients' cause. Justice Cromwell held that "Clients — and the broader public — must justifiably feel confident that lawyers are committed to serving their clients' legitimate interests free of other obligations that might interfere with that duty. Otherwise, the lawyer's ability to do so may be compromised and the trust and confidence necessary for the solicitor-client relationship may be undermined. This duty of commitment to the client's cause is an enduring principle that is essential to the integrity of the administration of justice."

The PCMLTF Act regulations continue to apply to other financial intermediaries, such as financial institutions, banks and accounting firms, who must track their clients' money trails and may be subjected to warrantless searches by FINTRAC.

Landmark Decision by Supreme Court on Assisted Suicide

By Jennifer M. Leddy

Rarely has a decision of the Supreme Court of Canada (the "Court") been as anticipated as the *Carter v. Canada* decision, which on February 6, 2015 struck down the *Criminal Code* provisions on assisted suicide to the extent that they prohibit physician assisted suicide in certain circumstances. And rarely has there been a decision of the highest court that has such a momentous impact on Canadians, all of whom will one day face death, and on professions, such as medicine, law and ethics, which will be involved in the implementation of the decision.

The Court declared that the *Criminal Code* provisions on assisted suicide were constitutionally invalid to the extent that "they prohibit physician-assisted death for a competent adult person who (1) clearly consents to the termination of life; and (2) has a grievous and irremediable medical condition (including an illness, disease or disability) that causes enduring suffering that is intolerable to the individual in the circumstances of his or her condition."

The Court concluded that the prohibition on physician assisted suicide infringed the *Charter* right to life because it forced some individuals to take their lives before they were ready because of fear that they

would not be able to do so when their illness was more advanced. It also found the prohibition contrary to the *Charter* rights of liberty and security of the person, with their underlying values of autonomy and dignity, because the prohibition interfered with the individual's right to make medical decisions and their bodily integrity. The Court also found the objective of the existing *Criminal Code* provisions to be the protection of the vulnerable and that the means chosen to achieve this objective were overbroad because they included individuals who were not vulnerable. In the Court's view, the vulnerable did not need an absolute prohibition, but could be protected by a regulatory regime based on the exemption crafted by the Court and with proper administrative safeguards. Given this conclusion, the Court considered it unnecessary to "weigh the impact of the law on protected rights against the beneficial effect of the law in terms of the greater public good."

In 1993, the Court upheld the same Criminal Code provisions on assisted suicide in the *Rodriguez v British Columbia* case, which had very similar facts to the Carter case. The Court distinguished the Carter case from the Rodriquez case on the basis that the law on section 7 of the Charter had developed with respect to the principle of "overbreadth" and that the "matrix of legislative and social facts differed."

While the court provided little guidance on the safeguards for the new regulatory regime, it did state that its parameters did not include children or individuals who have psychiatric disorders or minor medical conditions. It is also clear that the individual need not be terminally ill. The Court also sent a strong signal that physicians would not be forced to assist at a suicide contrary to their consciences, affirming that "the *Charter* rights of patients and physicians will need to be reconciled."

The Court suspended the declaration of invalidity for one year to give time for a legislative response. Legislators will not have an easy task in developing safeguards that fully protect those who are vulnerable. Great care will be needed in drafting definitions and the procedure to be used in determining competence and consent. The words used by the Court in its carve out from the assisted suicide provisions are capable of narrow and wide interpretation. Canadians, especially the most vulnerable, will depend on legislators getting it right.

Tax Treatment of a Community Contribution Company

By Ryan M. Prendergast

On September 11, 2014, CRA responded in a CRA View (2014-0540031E5) to a letter asking whether a community contribution company ("C3") whose incorporating documents will stipulate that all of its

profits will be donated to a charitable organization can qualify for tax-exempt status as a non-profit organization under paragraph 149(1)(l) of the *Income Tax Act* (the "Act"). In the fact situation proposed in the letter, none of the corporation's profits would be permitted to be distributed to its shareholders and would all be donated to a registered charity.

C3s are a new hybrid corporate model under the British Columbia *Business Corporations Act*. A C3 is a share capital corporation that can generate profits, but which must cap how much dividends can be paid to shareholders and be incorporated primarily for community purposes.

The CRA View reviewed the definition of a non-profit organization under paragraph 149(1)(l), which includes a requirement that an organization be organized and operated for any other purpose except profit. CRA responded that a C3 will generally always be a taxable corporation, even if it chooses to stipulate that it must donate all of its profits to a charity. While a condition in the incorporating documents of a C3 that it donate all of its profits to a charity may meet the requirement that a non-profit organization not make available any of its income to its members or shareholders, CRA stated that C3s are "typically not organized and operated exclusively for any purpose except profit" and would therefore be subject to tax "as a regular corporation" under the Act. Presumably, this conclusion is premised on the fact that individuals would not make use of a C3 as a corporate vehicle to run a business in order to make a profit, and not because there is anything inherent in a share capital corporation which would prevent it from being exclusively organized and operated for a purpose other than profit.

CRA concluded by stating that even if all or substantially all of the profits of a C3 are destined for a charitable cause, the fact remains that the C3 is a business corporation organized for profit making. For the purposes of paragraph 149(1)(l) and corresponding tax exemption, "the charitable destination of the profits does not remediate the disqualifying pursuit of a profit purpose."

Nova Scotia Court First to Rule on TWU's Proposed Law School

By Jennifer M. Leddy

On January 28, 2015, in a 139 page judgment, the Nova Scotia Supreme Court in *Trinity Western University v Nova Scotia Barristers' Society* became the first Canadian court to rule on the accreditation of the proposed law school at Trinity Western University ("TWU"). Justice Campbell found that the Nova Scotia Barristers' Society ("NSBS") did not have jurisdiction to deny accreditation to the law school and that even if it did the NSBS did not reasonably consider the constitutional freedoms of TWU and its graduates.

TWU is a private evangelical Christian university. Students at TWU must sign a Community Covenant, based on their faith, which requires them to adhere to certain behavior, including abstaining from "sexual intimacy outside of marriage between a man and a woman." In December 2013, the Federation of Law Societies of Canada accredited the TWU law school. Notwithstanding this approval, the NSBS refused to recognize law degrees from TWU unless it changed its Community Covenant or exempted lawyers from its application. NSBS, otherwise, admitted that TWU students would be properly qualified to practice law in Nova Scotia and that TWU students "would be no more likely to discriminate than graduates of other law schools."

Justice Campbell held that the NSBS was, in essence, seeking to regulate the law school instead of its graduates, and that the NSBS had "no authority whatsoever to dictate directly what a university does or does not do." He also found that the NSBS had overstepped its purpose under the *Legal Professions Act* to "uphold and protect the public interest in the practice of law" because doing so "does not extend to how law schools function."

On the question of freedom of religion, Justice Campbell reiterated the well established legal principle that the NSBS is a state actor, which has to comply with the *Charter*, while TWU, as a private organization, is not required to comply with the *Charter*. Nor did he find TWU in breach of any provincial human rights legislation that applies to it. In holding that NSBS failed to reasonably consider the religious freedom of TWU and its students Justice Campbell said:

> Learning in an environment with people who promise to comply with a code is a religious practice and an expression of religious faith. There is nothing illegal or even rogue about that. This is a messy and uncomfortable fact of life in a pluralistic society. Requiring a person to give up that right in order to get his or her professional education recognized is an infringement of religious freedom.

He also found that the Supreme Court of Canada's 2001 decision in *Trinity Western University v British Columbia College of Teachers* was still relevant because "equality rights have not jumped the queue to now trump religious freedom."

In addition to the NSBS, two other law societies, including the Law Society of Upper Canada, have refused to accept the TWU law degree because of the Community Covenant. These decisions have been challenged by TWU and the court cases are likely to be heard in 2015. Further, it is highly likely that the current decision will be appealed, as Justice Campbell himself suggests in the judgement. These decisions will be of interest to both faith-based and other organizations because they have implications for religious codes of conducts and how Canadians live together in a pluralistic society.

Ontario Report on Dual Purpose Corporate Legislation

By Terrance S. Carter, *Charity Law Bulletin* No. 357, February 25, 2015

The Ontario Report on "Dual Purpose Corporate Structure Legislation" that was prepared by a panel of sector representatives in early 2014, was finally released by the Ministry of Government and Consumer Services on January 29, 2015. The Report contains two main sections, a very helpful description of social enterprise, as well as a review of the panel's recommendations for implementing dual purpose corporate legislation in Ontario. The Ontario Ministry of Government and Consumer Services is currently seeking public feedback on the Report until May 4, 2015. This *Charity Law Bulletin* outlines how the Report effectively explains social enterprise and provides an overview of the recommendations in the Report.

When Can Outside Evidence be Used to Set Aside a Testamentary Bequest?

By Jacqueline M. Demczur

In *Spence v BMO Trust Company*, the Ontario Superior Court of Justice considered a request to set aside a will because it was void for public policy reasons. Although the will did not say anything that would contravene public policy or create harm to the public, the Court held that the unchallenged evidence of the applicant and a friend of the deceased was sufficient to conclude that the reason for disinheriting the applicant was based on a racist principle. This decision is significant because it is illustrative of an emerging tendency in the courts to allow outside evidence to interpret provisions of a will that is not, on its face, objectionable.

The testator died in 2013. He was predeceased by his wife and survived by two adult daughters, Verolin and Donna Spence. The deceased had no contact with Donna since the late 1970s. He had been close to Verolin until 2003, when he ceased communicating with her after she had a biracial child. In a 2010 will, the testator left all of his estate to Donna and her two children. This will stated:

> I specifically bequeath nothing to my daughter, Verolin Spence, as she has had no communication with me for several years and has shown no interest in me as a father.

After her father's death, Verolin asserted that the 2010 will was void for public policy reasons because her father disinherited simply because she had a child with a white man. At trial, Verolin and Imogene Parchment, a close family friend, submitted affidavit evidence describing the testator's relationship with his two daughters and their interpretations of the testator's intentions. Donna did not file a Notice of Appearance or attend the hearing.

BMO Trust Company ("BMO"), the estate trustee, took the position that "public policy does not apply absent a testamentary document that is manifestly contrary to the public interest." BMO submitted that there is "nothing manifestly harmful" in the current facts and "no evidence that Donna would do anything harmful with her inheritance." Alternatively, the applicants relied on the recent New Brunswick decision *McCorkill v Streed* ("*McCorkill*"), in which the court decided that a testamentary bequest was void for public policy reasons despite the fact that the bequest was not made for a specific purpose.

In his decision Justice Gilmore gave significant weight to the uncontradicted evidence in the affidavits. He did so despite the fact that courts have not traditionally looked at the intentions of the deceased in determining public policy cases. He concluded that because of the "clear and uncontradicted" evidence "the reason for disinheriting Verolin...was one based on a clearly stated racist principle" and therefore set aside the will. Consequently, the testator died intestate and the deceased's estate will be equally divided between Verolin and Donna.

This decision will likely become a precedent in Ontario because Donna, who did not participate in the proceedings, is unlikely to appeal. Consequently, when combined with the reasoning in *McCorkill*, it appears as though a new trend is emerging to give greater weight to outside evidence when interpreting a will. It will, therefore, be interesting to watch how judges apply this decision. Charities and not-for-profits should be conscious of the increasing potential for outside evidence to be applied when considering the public policy effect of a testamentary gift.

Ontario Appeal Decision Regarding Who Owns Church Property Stands

By Esther S.J. Oh

The Supreme Court of Canada refused leave to appeal in *Delicata v Incorporated Synod of the Diocese of Huron* on April 3, 2014. In that case, the membership of a parish voted to leave the Anglican Diocese of Huron in the year 2008 on the basis of theological differences when the Anglican Church of Canada decided to bless same-sex unions, a position which was unacceptable to the parish membership. The churchwardens of the parish requested a declaration that the then current members of the parish were the beneficial owners of the parish property. The outcome of the case turned on the interpretation of Canon 14 (the Canons are essentially the Diocese's by-laws) which was approved by and governs the Diocese of Huron. Canon 14 provides that the Diocese holds all real property "in trust for the benefit of the Parish or congregation." At trial, the parish submitted that a parish is a fluid concept that describes the people who comprise the

congregation at any one time. The Diocese submitted that a parish is a static concept that continues in perpetuity regardless of changes in membership.

The Ontario Court of Appeal accepted the Diocese's position that when parishioners leave the Diocese, the parish and its property remain with the Diocese. In addition, the court noted that Diocese holds legal title to parish property in trust for the benefit of the parish, and the sale or other disposition of parish property requires the consent of the Diocesan Council. Due to the Supreme Court refusing leave to Appeal, this Court of Appeal decision will continue to be binding law in Ontario.

School Board Liable for Student's Fall From Roof

By Barry W. Kwasniewski, *Charity Law Bulletin* No. 358, February 25, 2015

In a unanimous decision released on November 14, 2014, the British Columbia Court of Appeal ("BCCA") upheld the British Columbia Supreme Court's ruling that a twelve year-old boy was only 25 percent at fault for serious injuries he sustained after falling off a school roof. The defendant Board of School Trustees (the "School Board") was found 75 percent liable because it did not trim a tree near the building that the boy had climbed to reach the roof. The BCCA's decision in *Paquette v School District No 36 (Surrey)* is illustrative of the general trend of courts being hesitant to find children contributorily negligent for the injuries they may suffer. This *Charity Law Bulletin* reviews this decision and discusses the implications for charities and not-for-profits that provide services and activities for children.

Marriage Commissioner Rights Recognized

By Sean S. Carter

On February 9, 2015, the Supreme Court of Newfoundland and Labrador in *Dichmont v Newfoundland and Labrador*, ordered that the provincial Human Rights Commission give a full hearing to a complaint by a marriage commissioner, Desirée A. Dichmont, who claimed she was forced to resign her position because she refused to conduct same-sex marriages. Dichmont resigned in January 2005, following the receipt of a letter that stated that if a commissioner felt unable to provide services to same-sex couples, a letter of resignation would be expected.

Dichmont's initial complaint for failure to accommodate her *Charter*-protected religious beliefs to the Human Rights Commission was dismissed for insufficient evidence. Justice Faour of the Supreme Court of Newfoundland and Labrador disagreed however, stating that by not providing reasons for dismissing the complaint, by not attempting to balance the rights of those receiving the service with those providing

it, and through the denial to examine religious discrimination, despite a *prima facie* case for it, or any options for accommodation, the Commission itself had acted unreasonably.

This case will now be sent to a board of inquiry for a hearing on the merits of the case. It will be in the hands of an adjudicative panel appointed under the *Human Rights Act, 2010* to determine whether the rights of Dichmont were violated by the province in expecting her resignation. This decision will undoubtedly have wide-reaching implications for public consciousness and the courts as they are are put in a position of needing to balance the rights of those seeking same-sex marriages and those who are called upon to officiate those marriages.

RCMP Labels 'Anti-petroleum' Movement a Growing Security Threat

By Sean S. Carter

In a Royal Canadian Mounted Police ("RCMP") report titled Criminal Threats to the Canadian Petroleum Industry (the "Report"), obtained by La Presse and the Globe and Mail, the RCMP discusses what it calls the violent threat of the "anti-petroleum" movement. The Report has received much attention due to its characterization of environmental activists, and has been analyzed carefully alongside Canada's new anti-terrorism legislation, Bill C-51, the *Anti-Terrorism Act, 2015* currently being debated by the House of Commons.

The Report, dated January 24, 2014, summarizes the current status of Canada's petroleum industry and threats to its success. Among its key findings, the Report identifies that there is a "growing, highly organized and well-financed, anti-Canada petroleum movement that consists of peaceful activists, militants and violent extremists who are opposed to society's reliance on fossil fuels". The Report claims that provincial and federal governments, as well as petroleum companies, are under a serious criminal threat of violent extremists. Specific reference is made to instances of violence in New Brunswick on October 17, 2013, to be treated as a cautionary tale. The RCMP warns that the threat of the "anti-petroleum" movement is allegedly increasing across Canada, largely because it is able to by-pass traditional news and take advantage of social media, promoting a one-sided message.

As mentioned above, this Report has been met with criticism in the context of other federal governmental measures, especially in relation to how it will interact with Bill C-51, as Bill C-51's potential broadness and lack of oversight may lead to environmental activists being unfairly targeted for opposing the oil and gas industry.

UK Enacts Anti-Terrorism Legislation

By Nancy E. Claridge

In a manner that seems to foreshadow Canada's own measures to combat terrorism, the United Kingdom enacted the expansive *Counter-Terrorism and Security Act* (the "Act") on February 12, 2015. Sponsored by the Home Secretary, Theresa May, the Act aims to "combat the underlying ideology that feeds, supports and sanctions terrorism," but has been called a "Hobbesian contract meant to frighten us into surrendering our freedoms."

Among its provisions, the Act expands several existing anti-terror laws to include measures such as allowing the government to stop travel in and out of the UK, including the seizure of passports of persons suspected of intending to leave the UK in connection with terrorism-related activity, and issuing temporary exclusion orders that can include the imposition of obligations after returning to the UK.

A further amendment in the Act is a new requirement for internet providers to retain communication data of citizens in order for police to be able to find individuals who may be using certain devices.

Part 5 of the Act imposes obligations on police, educators and healthcare workers, amongst others, to prevent people from being drawn into terrorism, while requiring each local authority to ensure a panel of persons is in place with the function of assessing the extent to which identified individuals are vulnerable to being drawn into terrorism.

Similar to the experience in Canada and the recent Bill C-51, these laws have been criticized as being overly broad, equating extremism with dissent, and lacking independent oversight, thus rife for abuse in the wrong hands.

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

The Ottawa Region Charity & Not-for-Profit Law Seminar, hosted by Carters Professional Corporation in Nepean, Ontario, on February 12, 2015, was attended by more than 330 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.

- 2015 Essential Charity & NPO Law Update by Jennifer M. Leddy
- To Keep or Not to Keep: Books and Records Under the Income Tax Act by Linsey E.C. Rains

- Tips and Traps of the T3010 by Jacqueline M. Demczur
- Abuse Claims: What to do When Allegations Arise by Sean S. Carter
- Enhancing Your Brand: Why it Matters? by Sepal Bonni
- Preparing for and Surviving a CRA Audit by Terrance S. Carter
- CRA Policy Guidance Update by Cathy Hawara, CRA
- Holding Board and Members' Meetings: 101 by Theresa L.M. Man
- Volunteer Agreements: Managing Relations and Reducing Risk by Barry W. Kwasniewski
- Compliance Practices in a Post Anti-Spam World by Ryan M. Prendergast

IN THE PRESS

Wills, Estates, Charities & Trusts Focus When Documents Trump Doctrine" by Ryan M. Prendergast, *Lawyers Weekly*, published December 5, 2014.

Court of Appeal Discusses Board and Management Compensation, by Ryan M. Prendergast, *Hilborn Charity eNews*, February 10, 2015.

The Impact of Bill C-51 on Charities and Not-for-Profits, by Terrance S. Carter, Nancy E. Claridge, and Sean S. Carter, mentioned in Imagine Canada's *Early Alert*, February 23, 2015.

RECENT EVENTS AND PRESENTATIONS

Ontario Aids Network hosted a three part session entitled CRA Compliance Trilogy on January 23, 2015. Terrance S. Carter presented the following topics:

- Preparing for and Surviving a CRA Audit
- Tips and Traps of T3010s
- Political Activities by Charities: If You Do It, Do It Smart!

Institute of Corporate Directors hosted a panel discussion on January 29, 2015. Theresa L.M. Man presented on Elements of Effective Not-for-Profit Board Meetings: Legal Framework

The Ontario Bar Association Institute 2015 was held at the Westin Harbour Castle Conference Centre, on February 4, 2015. Theresa L. M. Man presented an Update on Gifting Issues.

Canadian Society of Association Executives Winter Summit was held on February 5 & 6, 2015 in Kitchener, Ontario. Two topics were presented:

- Essential Legal Update for Associations by Terrance S. Carter and Theresa L.M. Man
- Anti-Spam Tips After the First Year: What Have You Learned? by Ryan M. Prendergast

Ottawa Region Charity & Not-for-Profit Law Seminar was held on Thursday, February 12, 2015 at the Centurion Center, Nepean. All handouts and presentation materials are now available.

UPCOMING EVENTS AND PRESENTATIONS

Imagine Canada Sector Source Webinar will be hosted on Thursday, February 26, 2015. Terrance S. Carter will present on the topic "Preparing for and Surviving a CRA Audit".

Imagine Canada Sector Source Webinar will be hosted on Thursday, March 26, 2015. Jacqueline M. Demczur will present on the topic "Tips and Traps of the T3010"

Imagine Canada Sector Source Webinar will be hosted on Thursday, April 16, 2015. Theresa L.M. Man will present "Holding Board Meetings: 101"

Canadian Association of Gift Planners Conference will be held in Halifax, Nova Scotia on April 22 and 23, 2015. The following sessions will be presented:

- Theresa L.M. Man will present "Basic Tax Rules for Charitable Gifts" on Wednesday April 22, 2015
- Terrance S. Carter will present "Pitfalls in Drafting Gift Agreements" on Thursday April 23, 2015

2015 National Charity Law Symposium is being hosted by The Canadian Bar Association on May 29, 2015. Terrance Carter will present the topic "Judicial Renderings to Consider".

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, 2015). 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, Mr. Carter 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.

Bart Danko – Before commencing his articles with Carters in 2015, Mr. Danko completed the MES/JD (Master of Environmental Studies/Juris Doctor) joint program at York University's Faculty of Environmental Studies and Osgoode Hall Law School. While at Osgoode, Mr. Danko worked for the Canadian Forum on Civil Justice. He also sat on the Board of Directors for the Canadian Institute for the Administration of Justice. Mr. Danko volunteers with Peel Regional Police as an Auxiliary Constable and is co-founder of a group that speaks about social justice at high schools in the Peel region.

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

Anna M. Du Vent – Ms. Du Vent graduated from the University of Ottawa in 2015. Prior to attending law school, Anna completed a Master of Arts in International Development Studies. While in law school, Anna volunteered with the national and local levels of the Canadian Association of Refuge Lawyers. She was also a Research Assistant for the Legal Writing Academy, where she worked with first-year law students to develop their legal writing and research skills. Prior to law school, Anna worked in youth programming and community service organizations in Canada, the Philippines, the Marshall Islands, Peru, and Jamaica.

Jennifer Leddy – Ms. Leddy joined Carters' Ottawa office in 2009, becoming a partner in 2015, 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."

Barry W. Kwasniewski - Mr. Kwasniewski joined Carters' Ottawa office in October, becoming a partner in 2015, 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.

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*, *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 – 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, anti-spam 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.

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.

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.

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. Morris B.A., J.D. kmorris@carters.ca
Linsey E.C. Rains B.A., J.D. lrains@carters.ca
Sepal Bonni B.Sc., M.Sc., J.D. sbonni@carters.ca
STUDENTS-AT-LAW
Bart Danko B.Sc., M.E.S., J.D. bdanko@carters.ca,
Anna M. Du Vent B.A., M.A., J.D aduvent@carters.ca
COUNSEL:
Bruce W. Long B.A., LL.B. blong@carters.ca

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

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

Mississauga Meeting Location
2 Robert Speck Parkway, Suite 750
Mississauga, Ontario, Canada, L4Z 1H8
Tel: (416) 675-3766
Fax: (416) 675-3765

Toronto Meeting Location
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