

Updating Charities and Not-For-Profits on Recent Legal Developments
and Risk Management Considerations

April 2025

Sections

Publications & News Releases	2
In the Press	16
Recent Events & Presentations	16
Upcoming Events	17
Legal Team	18

Highlights

1. Legislation Update
2. Ontario Business Registry Rolls Out Enhancements to Improve User Experience
3. CRA News
4. Crossing Borders, Guarding Trust: AI, Data Sovereignty, and Donor Privacy in Uncertain Times
5. Imagine Canada on the Risks of Politicized Regulation of the Charitable Sector
6. Federal Court Upholds Jeopardy Order against Charitable Organization
7. Court of Appeal Delivers Opinion on Reviewability of Security Screening
8. Employment Update
9. New Tool Enhances Privacy Breach Assessments for Ontario's Charities and Not-for-Profits
10. Federal Artificial Intelligence Funding Now Available for Not-for-Profits in the Prairies
11. AML/ATF Update

Carters 2025 Spring Webinars

Copyrights and Trademarks in a Virtual Universe: What Charities and NFPs Need to Know
Wednesday May 7th, 2025

[Click to Get More Information and to Register](#)

Key Legal and Operational Issues for Donor Advised Funds
Tuesday June 3rd, 2025

[Click to Get More Information and to Register](#)

Complimentary Registration for both

Publications & News Releases

1. Legislation Update

By [Terrance S. Carter](#) and [Adriel N. Clayton](#)

1.1. Ontario Implements Procurement Restriction Policy Targeting U.S. Businesses

In response to U.S. tariffs on Canada, Ontario's [Procurement Restriction Policy](#) (the "Policy") came into force effective March 4, 2025, restricting U.S. businesses from participating in public sector procurement. The Policy applies broadly to government entities, including ministries, provincial agencies, Ontario Power Generation, and the Independent Electricity System Operator, as well as designated Broader Public Sector (BPS) organizations, specifically including Children's Aid Societies, hospitals, school boards, universities, and any publicly funded organizations receiving \$10 million or more in government funding in the previous fiscal year.

Under the policy, procurement from U.S. businesses with headquarters or main offices in the U.S. with fewer than 250 full-time Canadian employees is prohibited, unless the business is the sole viable source of the goods or services required, and further unless the procurement cannot be delayed. Approval is required in such exceptional cases, regardless of procurement value.

1.2. Ontario Exempts "HART Hubs" from Long-Term Care Licensing Requirements

Effective March 21, 2025, Ontario Regulation 246/22 under the *Fixing Long-Term Care Act, 2021* (the "FLTCA") [was amended](#) to exempt Homelessness and Addictions Recovery Treatment (HART) Hubs from residential licensing requirements applicable to long-term care homes. This change recognizes that HART Hubs, designed to support individuals with complex service needs related to homelessness, mental health, and addictions, differ significantly from traditional long-term care facilities.

The exemption specifically applies to HART Hub services offering residential stays and overnight nursing care. It aligns with Ontario's broader \$378 million Demonstration Project initiative, announced in August 2024, aimed at establishing 19 HART Hubs across the province. These hubs provide integrated, community-tailored services, including primary care, addiction treatment, transitional housing, and employment support, aiming to stabilize and improve outcomes for vulnerable Ontarians.

1.3. Ontario Proposes Significant Changes to *Endangered Species Act*

Ontario's Ministry of the Environment, Conservation and Parks proposed to make [substantial amendments](#) to the *Endangered Species Act, 2007* (ESA) on April 17, 2025, aiming to streamline approvals for housing, transit, and critical infrastructure projects. These proposed changes form part of the *Protect Ontario by Unleashing our Economy Act, 2025*, and would ultimately repeal the ESA to establish a new *Species Conservation Act, 2025* (SCA).

The new approach would shift most species-related approvals (*i.e.* government approvals required to carry out an activity that could impact a species at risk or its habitat) to a registration-first process, allowing proponents to proceed with activities upon meeting specified regulatory requirements. It also proposes establishing a Species Conservation Program to encourage voluntary habitat restoration initiatives and enhance enforcement to ensure compliance.

Stakeholder feedback is invited until May 17, 2025. Further details are also available on the [Ontario Environmental Registry](#).

1.4. Proposed Amendments to *Ontario Heritage Act*

On April 17, 2025, Ontario proposed legislative amendments to the *Ontario Heritage Act* (OHA), aimed at modernizing compliance and enforcement concerning artifact protection and archaeological site management.

The proposed amendments would allow the Lieutenant Governor in Council to exempt properties from archaeological assessments or other heritage requirements if they advance provincial priorities such as transit, housing, health, long-term care, or other key infrastructure. As well, the Minister's inspection powers would be expanded beyond licensed archaeologists to include assessments of any land or underwater sites.

In addition to the above, the Minister would also be granted the authority to order archaeological assessments directly, enhancing artifact seizure powers, and establishing explicit investigative authorities under the OHA. A two-year limitation period for offences under the OHA would also be introduced in place of the current six-month period under the *Provincial Offences Act*, and court orders would be authorized to prevent, eliminate, or ameliorate damage connected to the commission of an offence.

Public consultation on these proposals is open until May 17, 2025. Further details are available on [Ontario's Environmental Registry](#).

1.5. May 1, 2025: Manitoba's Accessibility Deadline is Approaching

The [Accessible Information and Communication Standard Regulation](#) ("Regulation"), enacted under *The Accessibility for Manitobans Act* (AMA), mandates that all organizations in Manitoba – including non-profits and private businesses – make their information and communication accessible to individuals with disabilities. This includes websites, printed materials, digital files, public notices, and verbal or in-person interactions.

These changes are part of the province's broader goal to achieve full accessibility by 2026 by promoting equity, independence, and full participation for individuals with disabilities. Removing communication barriers helps ensure that all Manitobans can engage with organizations and access essential services and information.

Organizations with at least one employee must comply with the Regulation by May 1, 2025. This deadline applies to all private businesses (such as shops, restaurants and professional services) and not-for-profits (including, but not limited to, charities, places of worship, community organizations and member associations) operating in Manitoba, regardless of size.

Organizations must:

- Inform employees and the public that accessible formats (e.g., large print, braille, audio) and communication supports (e.g., sign language interpretation, captioning) are available upon request
- Consult with the person making the request to determine an appropriate format or support
- Provide the accessible version in a timely manner and at no additional cost.

Websites and web applications created or updated after May 1, 2022 must meet Web Content Accessibility Guidelines (WCAG) 2.1 Level AA. Content essential for accessing services or interacting with the organization must also comply – even if it was created before the Regulation came into effect. Organizations are required to establish a process for receiving and responding to feedback about the accessibility of their information and communication; make the feedback process itself accessible (e.g., multiple formats such as phone, email, and in-person); and ensure responses are provided in an accessible format if requested. As well, training must be provided to employees, volunteers, and contractors who interact with the public or develop web content, as well as to those who procure or

manage information and communication technologies. Organizations with 50 or more employees have additional recordkeeping requirements.

2. Ontario Business Registry Rolls Out Enhancements to Improve User Experience

By [Theresa L.M. Man](#)

On January 18, 2025, the Ministry of Public and Business Services Delivery and Procurement announced new enhancements to the Ontario Business Registry (OBR), designed to improve the overall user experience. The Ministry is seeking user feedback to evaluate the impact of these changes in order to help the Ministry to refine improvements and better understand which changes you value most for the user. Users are encouraged to participate in a brief survey at [Rate our Service – Ontario Business Registry Survey](#).

The following features have been introduced:

- **New Proof of Filing Document:** A Proof of Filing document is now available for the *Corporations Information Act* (CIA) when filing Initial Return, Annual Return, or Notice of Change for corporations under the *Business Corporations Act* (BCA) and *Not-for-Profit Corporations Act, 2010* (ONCA). Note that this document will not be generated when only updating a corporation's or entity's official email address or primary activity code.
- **Rich Text Editor Functionality:** A rich text editor has been integrated into the Purposes & Provisions sections of the Articles of Reorganization under the ONCA. This enhancement allows better formatting and an increased character limit of up to 900,000 characters.
- **Corrected Certificate List Update:** Restated Articles of Incorporation under both BCA and ONCA have now been added to the Corrected Certificate list.
- **Automatic Email Address Updates:** When an entity's (corporation or partnership) updates its official email address, the official email address for all associated entities (such as a business name linked to a corporation or partnership) will also be automatically be updated.
- **Incorporator Section Update:** The Incorporator section of the BCA and ONCA Articles of Incorporation now includes an option allowing entities to be listed as Incorporators without requiring an Ontario Corporation Number (OCN).

3. CRA News

By [Ryan M. Prendergast](#)

3.1. Canada Revenue Agency Clarifies Process for Charities Seeking to Change Fiscal Year-End

The Canada Revenue Agency's (CRA) Charities Directorate has recently [clarified the procedure](#) for registered charities seeking to change their fiscal year-end. Any alteration to a charity's fiscal period end impacts its T3010 filing obligations and must receive prior approval from the CRA. Whether a person manages a small organization or a large foundation, understanding these requirements is essential to avoid processing delays or compliance issues.

Charities can request a change to their fiscal year-end either electronically through the CRA's My Business Account (MyBA) portal or by mailing or faxing a letter to the Charities Directorate. Regardless of the method, the request must include, among other details, a detailed description of the change, specifying the new fiscal year-end and the proposed effective date.

Once approved, charities will have to file a transition period return covering the months between the old and new year-end. For example, moving from a December 31 to a March 31 year-end requires a full T3010 return for January 1–December 31, plus a separate return for January 1–March 31. The

CRA states that it will not process any return for the transition period until approval is granted. As such, organizations should submit change requests as soon as the decision to change their fiscal year end is made. For more details, visit the [CRA's website](#).

Finally, charities should review their governing documents – such as bylaws – to ensure the fiscal year-end date is updated. Amended bylaws reflecting the new fiscal year-end must be certified and filed with the CRA to complete the process.

3.2. Canada Revenue Agency Updates Penalties and Suspensions Page

The Charities Directorate of the CRA has updated its [penalties and suspensions](#) page on its website, clarifying how it imposes penalties and sanctions on registered charities, registered Canadian amateur athletic associations (RCAAs) or registered journalism organizations (RJOs). It is crucial for registered charities, RCAAs and RJOs to understand these potential sanctions to ensure ongoing compliance and avoid jeopardizing their registered status.

According to the CRA, it may impose intermediate sanctions (financial penalties or suspensions) or proceed to revocation if a registered charity, RCAA or RJO is involved in:

- serious non-compliance
- repeat or multiple infractions
- other breaches of the *Income Tax Act* that cannot appropriately be addressed through other corrective measures

The CRA lists infractions that may lead to intermediate sanctions to include, among other infractions, failing to file an annual information return on time, issuing official donation receipts with incorrect information, issuing official donation receipts with false information or without receiving a gift, keeping inadequate books and records, accepting a gift on behalf of a suspended qualified donee and failing to report information that is required on the annual information return.

Financial penalties for intermediate infractions can range from a percentage of the revenue or benefit involved to fixed amounts, and subsequent assessments generally carry more severe penalties, potentially including mandatory suspension. In certain cases, such as issuing donation receipts with false information where the total penalties exceed \$25,000 in a single year, a mandatory suspension will be triggered. For specific details on penalties and suspensions, please see the [CRA's website](#).

Registered charities, RCAAs and RJOs should proactively review their operational practices and ensure robust internal controls are in place to mitigate the risk of non-compliance and the resulting sanctions.

3.3. The Canadian Non-Profit Sector: Key Insights from Canada Revenue Agency Aggregate Data

The CRA recently released [aggregate data](#) compiled from Form T1044 Non-Profit Organization (NPO) Information Return filings by NPOs with fiscal period end dates in 2021 and 2022.

The aggregate data reveals the number of NPOs operating in Canada and fulfilling their reporting obligations. In 2021, 36,260 NPOs filed a T1044, while in 2022, this figure was 36,060. The aggregate data highlights five key metrics – total receipts, total assets, total liabilities, total remuneration and benefits paid to all employees and officers, as well as total remuneration and benefits paid to employees and officers who are members. This information can be useful for identifying general trends within the non-profit sector.

By understanding these broad trends, NPOs can better contextualize their own operations and be informed of the scale and scope of the sector in which they operate. This information can also be

useful for strategic planning and understanding the general economic activity within the Canadian non-profit landscape.

4. Crossing Borders, Guarding Trust: AI, Data Sovereignty, and Donor Privacy in Uncertain Times

By [Cameron A. Axford](#) and [Martin U. Wissmath](#)

As Canadian charities and not-for-profits (NFPs) increasingly adopt AI and cloud-based technologies, a critical question emerges: where is our data located, and who controls it? Recent shifts in U.S. political dynamics, especially under the second presidency of Donald Trump, have reignited concerns about civil society surveillance, politicization of data access, and cross-border data transfers. For organizations that steward sensitive donor, volunteer, and program participant information, these developments demand a sober re-examination of compliance, sovereignty, and trust.

Data sovereignty refers to the principle that data is subject to the laws and governance structures of the country in which it is collected or stored. In Canada, this is primarily shaped by the *Personal Information Protection and Electronic Documents Act* (PIPEDA), which regulates private-sector data use, as well as provincial statutes like Quebec's *Law 25* (formerly Bill 64), Alberta's *Personal Information Protection Act* (PIPA), and British Columbia's *Personal Information Protection Act* (BC PIPA).

These laws require transparency, consent, and accountability in handling personal information, but also allow for international data transfers, provided adequate protections are in place. However, what is "adequate" becomes murkier when foreign governments may assert jurisdictional claims over cloud-stored or algorithmically processed data, particularly under extraterritorial legislation like the U.S. *Clarifying Lawful Overseas Use of Data Act* ("CLOUD Act").

Canada's reliance on U.S.-based cloud providers means that much of the country's data is hosted across the border or subject to U.S. jurisdiction. Under the *CLOUD Act*, U.S. authorities may compel disclosure of data from American companies – even if the data is physically stored in Canada – raising legitimate worries about state surveillance, especially of organizations engaged in advocacy, immigration, or human rights work.

It is becoming increasingly critical to consider what AI-enabled surveillance could mean for donor anonymity, freedom of association, and protection from political profiling. With AI models trained on massive datasets, including those harvested through partnerships with U.S. platforms, there is a risk of inadvertent exposure of personal data, even when explicit identifiers are removed. To address this risk, organizations should have a comprehensive AI policy, as discussed in the [October 2024 Charity & NFP Law AI Update](#).

The Canadian federal government has recognized the urgency of establishing "AI sovereignty" through its [Canadian Sovereign AI Compute Strategy](#) and related [Sovereign Compute Infrastructure Program](#). These initiatives aim to invest in domestic AI infrastructure that aligns with Canadian values, privacy protections, and democratic accountability. These programs underscore the growing philosophical shift in Canada from "data privacy" to "data sovereignty" – a recognition that control, not just protection, is at the heart of ethical data governance.

For Canadian organizations navigating this new landscape, several steps can help ensure data remains sovereign and privacy-compliant:

Review Cross-Border Data Flows

- Conduct a data mapping exercise to identify where donor and constituent data is stored and processed.
- Work with IT providers to ensure that data residency options (e.g., Canadian-based data centres) are enabled and documented.

Scrutinize AI Vendors and Tools

- Examine whether any AI-based fundraising, outreach, or analytics tools use U.S. or third-country infrastructure.
- Seek out Canadian or open-source alternatives when possible, or demand contractual guarantees regarding data localization and non-use for secondary purposes, though the latter option may still lead to the possibility of the data being accessed by the U.S. government via the *CLOUD Act*, if the vendor is an American based company.

Update Privacy Policies and Contracts

- Revise consent language to reflect transparency about AI use and potential international transfers.
- Review vendor agreements to ensure compliance with PIPEDA or provincial law.

Implement Role-Based Access and Encryption

- Limit access to sensitive donor or beneficiary data to personnel with a direct need to know.
- Encrypt data in transit and at rest, especially where data is stored on servers outside of Canada.

Train Staff on AI Risks

- Provide regular training on ethical AI usage and privacy compliance.
- Emphasize the heightened risks of using free or opaque tools that may scrape or profile donor behavior.

In this time of geopolitical volatility and rapid technological evolution, data governance is no longer just a back-office function, but a board-level issue that intersects with mission integrity, public trust, and compliance. Canadian charities and NFPs must affirm their role not only as stewards of donations but as guardians of privacy.

By making sovereignty-conscious choices about where and how data is stored and analyzed, organizations can protect their communities, maintain donor confidence, and stand firm in the values that underpin the sector.

5. Imagine Canada on the Risks of Politicized Regulation of the Charitable Sector

By [Terrance S. Carter](#) and [Adriel N. Clayton](#)

In a recent publication entitled, "[Position on the federal government's proposed legislation to require more transparency from charities providing pregnancy counselling](#)", Imagine Canada has expressed strong concern over the federal government's proposal to amend the *ITA* to require greater public disclosure by registered charities whose main activity involves reproductive health services. As reported in the [October 2024 Charity & NFP Law Update](#), the federal government issued a backgrounder titled [Protecting reproductive freedom by preventing abuse of charitable status](#) on October 29, 2024. The federal government also introduced draft legislation to amend the *Income Tax Act* (ITA) through a [Notice of Ways and Means Motion](#).

The proposed legislation would compel such charities to state publicly whether they provide abortion or birth control services and impose similar obligations on charities that refer to or promote others that do. Failure to comply could result in the revocation of charitable status. While this proposal directly affects only a small number of charities, Imagine Canada warns that it sets a troubling precedent for viewpoint-based regulation of the broader charitable sector.

Imagine Canada argues that Canadian charities already operate under stringent accountability measures, including CRA regulations that require health information to be factual and unbiased, and that existing tools are sufficient to address concerns about misinformation or non-compliance. Imagine Canada cites prior instances of politically motivated interference – such as CRA audits of environmental charities, Senate recommendations targeting seal-harvest opponents, and calls to deny charitable status to anti-abortion organizations – as evidence of the risks posed by legislation tied to ideological viewpoints. Imagine Canada is urging the federal government to consult the charitable sector before proceeding, in order to preserve public trust and avoid unintended consequences.

Carters has written extensively on the legal and policy issues raised by Imagine Canada in several publications, including:

- [Mandate Letters Issued to Amend ITA Concerning the Charitable Status of Certain Organizations](#) in January 2022, which addresses two mandate letters from the then Prime Minister Justin Trudeau requesting amendments to the ITA on reproductive freedom/abortion counselling,
- [Senate Committee Report on Sealing Recommends Revoking 'Tax-Exempt Status' for Producing or Promoting 'Misinformation and/or Disinformation'](#) in May, 2024 which addresses the harmful impacts of Recommendation 4 from the Report of the Standing Senate Committee on Fisheries and Oceans,
- [Department of Finance Proposes New Requirements for Reproductive Service Charities](#) in October 2024 which addresses the Department of Finance's backgrounder on disclosure requirements for reproductive health charities with anti-abortion/pro-life views, and
- [Requirements for Reproductive Service Charities Would Impact Related Organizations](#) in November 2024, which addresses the potential politicization of charitable status and the risks it poses to maintaining an effective charitable sector and civil society in Canada.

Charities should assess the potential implications of these amendments beyond the immediate scope of reproductive health. This includes understanding how legislative trends may shape future regulatory risks and emphasizing sector-wide advocacy to safeguard operational independence. Charities may also wish to review their public communications policies to ensure consistency with CRA guidance on health information and public policy dialogue. Now is the time for charities to remain vigilant, informed, and engaged in legislative consultations to ensure their voices help shape fair and balanced policy.

6. Federal Court Upholds Jeopardy Order against Charitable Organization

By [Jacqueline M. Demczur](#)

In [Minister of National Revenue v. Ne'eman Foundation Canada](#), decided on April 10, 2025, the Federal Court addressed the legal complexities surrounding “jeopardy orders” against registered charities under the *Income Tax Act* (ITA). The decision provides valuable insight into the evidentiary burden on registered charities challenging such orders and the Minister’s obligation of full and frank disclosure, as well as highlighting the ability of the Minister to collect tax debt from a former registered charity whose status has been revoked by utilizing subsection 225.1(1) of the ITA.

The Ne’eman Foundation Canada (the “Foundation”) was a registered charity whose primary function was raising funds in Canada which were then transferred to agents abroad in order to fulfill its charitable objectives. Following an audit for the period of January 1, 2016, to December 31, 2017, the Minister of National Revenue (the “Minister”) issued a Notice of Intention to Revoke the Foundation’s charitable registration on July 2, 2024, citing concerns about the Foundation’s operations. These concerns included allegations that: (1) the Foundation was not operated exclusively for charitable purposes; (2) it conferred private benefit on its CEO, founder and sole bank authority, Chaim Katz, and a for-profit corporation he owned in Israel; (3) it failed to maintain adequate control over its resources; and (4) it lacked proper record-keeping. The Foundation filed a Notice of Objection in

response, the merits of which are still to be determined, but the Minister revoked its charitable registration on August 10, 2024.

Subsequently, the Minister obtained a “jeopardy order” on November 29, 2024 in order to prevent the dissipation of the Foundation’s assets. [According to the CRA](#), a jeopardy order “allows the CRA to take immediate action to collect [...] tax debt.” This order was granted *ex parte* by Justice Pentney based on evidence cited by the Minister suggesting a decline in the Foundation’s bank account balances, outgoing transfers to an Israeli entity connected to Mr. Katz, and Mr. Katz’s continued use of the Foundation’s credit card after the revocation. Justice Pentney also noted Mr. Katz’s involvement with another charity, The Emunim Fund, and attempts to transfer the Foundation’s assets to it, despite Mr. Katz being an “ineligible individual” under the ITA due to the revocation of the Foundation’s status.

At trial, the Foundation brought a motion to set aside the “jeopardy order”, arguing that the Minister’s evidence should be disregarded, that there were no reasonable grounds to believe the Foundation’s funds were in jeopardy, and that the Minister failed to make full and frank disclosure when applying for the order.

The Court’s decision addressed each of the Foundation’s arguments. It first considered the admissibility and weight of the audit report, concluding that it was admissible as evidence of the Minister’s belief, subject to the Foundation’s right to challenge the underlying evidence. The Court also rejected the Foundation’s argument for an adverse inference against the Minister due to the absence of direct evidence from individuals with personal knowledge of the facts, citing specific provisions of the ITA and relevant case law that permit affidavits based on belief and establish the evidentiary value of CRA officer affidavits.

The Court then analyzed the Foundation’s claim that its actions, including the depletion of bank accounts and credit card expenses, were consistent with its efforts to reduce its revocation tax during the winding-up period. The Court noted that while a former charity can reduce its tax liability through charitable expenditures and transfers to eligible donees, the Foundation failed to provide sufficient evidence to demonstrate compliance with the ITA in this regard. Specifically, the Foundation did not produce the requested receipts and descriptions of its charitable activities for 2024, hindering the Court’s ability to assess the legitimacy of its expenditures.

Regarding the Minister’s alleged lack of full and frank disclosure, the Foundation argued that the Minister failed to inform Justice Pentney about the Foundation’s ability to reduce its revocation tax during the winding-up period and wrongly asserted that the winding-up period had ended. The Court, however, found that Justice Pentney was aware of the Foundation’s former charitable status and the possibility that the transfers were related to winding-up activities. The Court ultimately concluded that the Minister’s concerns about the Foundation’s history of non-compliance, the decline in bank accounts, and Mr. Katz’s involvement with The Emunim Fund were valid and justified the jeopardy order, irrespective of the winding-up process.

The Court also addressed the Foundation’s argument that the Minister should have considered alternative means of recovering the tax debt, such as pursuing third-party transferees. The Court affirmed that it was not its role to dictate the Minister’s collection methods.

Accordingly, the Court upheld the “jeopardy order”, finding that the Foundation had not met its burden of demonstrating reasonable grounds to doubt the jeopardy to its funds or that the Minister had failed to make full and frank disclosure. The Foundation had also raised arguments regarding the constitutionality of s. 225.2 of the ITA (a provision which addresses collection restrictions) as it relates to registered charities, but the parties agreed to leave this issue to be addressed at a later date.

Ne’eman Foundation underscores the importance of meticulous record-keeping and compliance with the ITA for registered charities, particularly during the winding-up period following a notice of intention to revoke registration. It also highlights the challenges faced by registered charities in setting aside “jeopardy orders”, requiring them to provide substantial evidence to counter the Minister’s concerns.

7. Court of Appeal Delivers Opinion on Reviewability of Security Screening

By [Esther S.J. Oh](#) and [Barry W. Kwasniewski](#)

On August 1, 2024, the Court of Appeal for Ontario released its decision in [Khorsand v. Toronto Police Services Board](#). The case addressed whether “a security screening decision” conducted by a police service for a third-party employer – the Toronto Community Housing Corporation (TCHC) – was subject to judicial review. The decision helps clarify when such decisions, especially those affecting employment, fall outside the scope of judicial oversight, and provides important guidance for charities and not-for-profits (NFPs) that rely on police-conducted background checks in hiring.

The case arose from Yazdan Khorsand's 2021 application to work as a special constable with TCHC. As part of the application process, the Toronto Police Service (TPS) conducted a background check. Mr. Khorsand had previously held this position with TCHC, and had successfully completed the required background check and received a special constable appointment from the TPS Board in 2018, conditional on him remaining employed with TCHC. It was unclear whether, at the time of his 2018 appointment, the TPS Board knew that Mr. Khorsand had failed an Ontario Provincial Police (OPP) background check in 2017 while applying for a correctional officer role.

In the latter half of 2018, Mr. Khorsand left his position as a special constable with TCHC to work as a transit safety officer with Metrolinx, which required him to reapply for special constable status. In February 2019, Metrolinx informed Mr. Khorsand that he would not be recommended as a special constable because of “concerns” raised in the OPP security clearance investigation.

Mr. Khorsand then reapplied to the TCHC in 2020 and the TPS conducted a “pre-screen background check,” which involved reviewing the results of his previous background check. Finding no material change in circumstances that occurred after his 2019 failed background check, the TPS informed Mr. Khorsand that he did not pass the pre-screening, effectively ending his application.

Mr. Khorsand sought information about the reasons for his failure, submitting access to information requests to the TPS under the *Municipal Freedom of Information and Protection of Privacy Act*. The disclosed records revealed several interactions between Mr. Khorsand and the TPS, none of which indicated any criminal behavior. However, three reports described Mr. Khorsand as “Brown”, “Middle Eastern”, or “Persian”, which he interpreted as grounds for potential racial discrimination.

Dissatisfied with the lack of transparency, Mr. Khorsand applied for judicial review, arguing that the TPS's pre-screening decision violated the administrative law duty of procedural fairness. The Divisional Court delivered a split decision. The majority found the pre-screening decision to be of a sufficiently public character to be judicially reviewable, citing the TPS Board's statutory power to appoint special constables. They also expressed concern about potential systemic discrimination in law enforcement. The dissenting judge argued that the pre-screening decision was essentially a private employment matter and therefore not subject to judicial review.

The Court of Appeal overturned the Divisional Court's majority decision. It found the TPS was acting as an agent for TCHC, a third-party employer, and that the decision was private in nature – not reviewable by the courts. The Court also warned that subjecting such screenings to judicial review could risk disclosing sensitive law enforcement material. While acknowledging discrimination concerns, the Court stated such matters are better addressed by the Human Rights Tribunal of Ontario.

The Court of Appeal's decision highlights the tension between the principles of transparency and accountability in public administration and the need to protect confidential information and respect the autonomy of private employment decisions. The Court of Appeal's analysis of the “public character” requirement for judicial review provides valuable guidance for understanding the boundaries of judicial oversight.

For charities and NFPs, *Khorsand* suggests that organizations may have some ability to rely on the outcomes of police-conducted background checks and security screenings – particularly when they are part of a pre-employment screening process – without being held accountable where a hiring decision is made based on the outcome of the background check. While organizations are recommended to proceed with fairness and transparency wherever possible in order to reflect best practice, this decision clarifies that such screening, when conducted by law enforcement at the organization's request, will likely be treated as part of a private employment matter and not likely subject to judicial review.

8. Employment Update

By [Barry W. Kwasniewski](#) and [Martin U. Wissmath](#)

8.1. Termination Clause Struck Down Again as Ontario Court of Appeal Favours Employee

In [De Castro v Arista Homes Limited](#), the Ontario Court of Appeal reaffirmed its strict approach to interpreting termination provisions in employment contracts, dismissing an employer's appeal and upholding a lower court's decision to award eight months' common law notice to an employee dismissed without cause. This judgment, released April 3, 2025, provides another important example of the court's movement towards a narrow application of employment laws in favour of employees in Ontario which will be of interest to charities and not-for-profits.

Ellen De Castro (the "Employee"), was employed by Arista Homes Limited, (the "Employer") for four years and nine months before being dismissed without cause. Relying on the termination provision in her employment contract, the Employer paid the Employee four weeks' salary in lieu of notice under the *Employment Standards Act, 2000* (the "ESA"). The Employee commenced an action for wrongful dismissal, arguing that the for-cause termination clause in her contract was unenforceable and, as such, the without-cause provision also failed pursuant to the principles established in the 2020 *Waksdale v. Swegon North America Inc.* decision. The Employee brought a motion for summary judgment and was awarded damages equivalent to eight months' reasonable notice.

The Employer appealed, arguing that the motion judge had erred in interpreting the termination for cause provision. The clause permitted termination without notice where the Employee was terminated for "Cause" or for misconduct including breach of the employment agreement, disobedience, or neglect of duty. "Cause" was defined to include conduct that would "in law" permit termination without notice. The motion judge had found that the clause permitted dismissal in circumstances that did not meet the ESA's narrow standard of "wilful misconduct," as defined in ESA Regulation 288/01, rendering the provision void and unenforceable.

The Court of Appeal upheld the motion judge's reasoning. It found that the termination language contravened the ESA by allowing dismissal without notice for conduct that might not meet the wilful misconduct threshold. The court rejected the Employer's argument that the clause should be interpreted in a manner consistent with the ESA, noting that the actual wording of the contract must be legally compliant, regardless of the Employer's intent. Due to employees having less bargaining power than employers, the court emphasized that ambiguous provisions must be interpreted in favour of the employee, in line with established jurisprudence such as *Wood v. Fred Deeley Imports Ltd.* and *Machtinger v. HOJ Industries Ltd.*

This ruling, and others like it in recent years, is significant for all employers in Ontario, including charities and not-for-profit organizations, who are subject to the same legal standards as for-profit enterprises. The court's approach reinforces that poorly drafted or overly broad termination clauses will be struck down, exposing employers to liability for common law notice. Careful contract review and ESA compliance remain critical to limiting such risk.

8.2. Ontario Minimum Wage Rising to \$17.60 on October 1, 2025

Ontario's general minimum wage will increase from \$17.20 to \$17.60 per hour on October 1, 2025. [Announced April 1, 2025](#), this 2.4% rise reflects the annual adjustment based on the Ontario Consumer Price Index (CPI), as required under the *Employment Standards Act, 2000*. The increase maintains Ontario's position as having the second highest provincial minimum wage in Canada.

A full-time minimum wage worker (40 hours per week) will see an annual wage increase of up to \$835. Approximately 36% of workers earning at or below \$17.60 per hour are in the retail trade sector, with another 24% in accommodation and food services.

This adjustment follows the passage of the *Working for Workers Six Act, 2024*, part of ongoing legislative efforts to modernize labour protections and reduce employment barriers across the province. Since 2018, Ontario's minimum wage has risen from \$14 to \$17.60 per hour.

9. New Tool Enhances Privacy Breach Assessments for Ontario's Charities and Not-for-Profits

By [Esther Shainblum](#) and [Martin U. Wissmath](#)

In response to the increasing complexity and severity of privacy breaches, the Office of the Privacy Commissioner of Canada (OPC) launched a Privacy Breach Risk Self-Assessment Tool on March 26, 2025. This web-based application assists organizations, including Ontario's charities and not-for-profits, in determining whether a breach poses a "Real Risk of Significant Harm" (RROSH) to individuals, a key criterion under the *Personal Information Protection and Electronic Documents Act* (PIPEDA) for mandatory breach reporting and notification.

The self-assessment tool guides users through a dynamic questionnaire that evaluates the sensitivity of the compromised personal information and the likelihood of its misuse. Based on the responses, the tool indicates whether a breach is likely to result in significant harm, aiding organizations in deciding on the necessity of reporting the breach to the OPC and notifying affected individuals.

Charitable and not-for-profit organizations in Ontario often handle sensitive personal information, such as donor details, beneficiary data, and volunteer records. Although not always subject to PIPEDA, unless engaged in commercial activities, charities and not-for-profits should report any breach that presents a RROSH to individuals as a best practice. The new tool provides a structured approach to assess such risks, ensuring compliance with legal obligations and reinforcing trust with stakeholders.

Key Considerations:

- **Mandatory Reporting:** Organizations subject to PIPEDA must report breaches that pose a Real Risk of Significant Harm to the OPC and notify affected individuals.
 - Charities and not-for-profits not subject to PIPEDA should report breaches to maintain a best-practice standard.
- **Record-Keeping:** All breaches, regardless of their assessed risk level, must be documented and records maintained for a minimum of two years.
- **Risk Assessment Factors:** The sensitivity of the information and the probability of its misuse are critical in determining the risk level.

The introduction of the Privacy Breach Risk Self-Assessment Tool represents a significant advancement in supporting organizations to meet their privacy obligations under PIPEDA. For Ontario's charities and not-for-profits, leveraging this tool could enhance their ability to respond effectively to privacy breaches, safeguard personal information, and maintain public trust.

For more information and to access the tool, visit the OPC's official website: <https://www.priv.gc.ca/>.

10. Federal Artificial Intelligence Funding Now Available for Not-for-Profits in the Prairies

By [Cameron A. Axford](#) and [Martin U. Wissmath](#)

Prairies Economic Development Canada (“PrairiesCan”) has launched the Regional Artificial Intelligence Initiative (RAII), a federal funding program under Budget 2024 that will provide \$33.8 million over five years to support the development and adoption of artificial intelligence (AI) in the Prairie provinces. The initiative is open for applications on a continuous intake basis until December 31, 2028, or until funds are fully committed. All projects must be completed by March 31, 2029.

While the program primarily targets small and medium-sized AI businesses, it also includes eligibility for not-for-profits (NFPs), particularly those that support AI commercialization and adoption across priority economic sectors.

The RAII is part of a national \$200 million AI investment announced in Budget 2024. Delivered through Canada’s regional development agencies, the program is intended to support the commercialization of AI technologies by start-ups and scale-ups, and facilitate the adoption of AI by organizations operating in priority sectors such as agriculture, health, clean technology, advanced manufacturing, and others. The program supports both AI developers and organizations integrating AI into their operations.

NFPs may be eligible for RAII support if they are based or have a presence in the Prairie provinces, provide assistance to AI businesses, innovators, or entrepreneurs through services such as start-up support, technology commercialization, productivity improvement, or market expansion, and are legally capable of entering into binding agreements.

Eligible NFPs may include:

- Post-secondary institutions
- Business accelerators and incubators
- Industry associations
- Municipal governments and other public sector organizations
- Social enterprises
- Indigenous-led organizations

NFPs may receive up to 90% of eligible project costs as non-repayable contributions for non-commercial projects. For projects deemed commercial in nature, repayable funding may be provided.

The total contribution from PrairiesCan must fall between \$250,000 and \$5 million per project, over a period of up to three years. Additional conditions apply to capital expenditures and cost-sharing with other levels of government.

The application process consists of two stages. The Expression of Interest (EOI) is a short online application outlining project details, eligibility, and budget. Supporting documents such as financial statements, confirmation of funding sources, and project plans are required. Applicants whose EOIs are selected will be invited to submit a more detailed proposal by way of a full application, including business plans, financial projections, and project impact assessments.

PrairiesCan encourages applicants to contact its offices before submitting an EOI. Only one project per organization may be approved each calendar year. Decisions on full applications will typically be made within 90 business days.

Additional details, eligibility checklists, and guidance on preparing an EOI can be found on [PrairiesCan’s website](#).

11. AML/ATF Update

By [Terrance S. Carter](#), [Nancy E. Claridge](#) and [Sean S. Carter](#)

11.1. Global Forum Highlights Regulatory Challenges and Opportunities for the Nonprofit Sector

The Financial Action Task Force's (FATF) [2025 Private Sector Collaborative Forum](#) (PSCF), held from March 25-27, 2025 in Mumbai, brought together stakeholders from across the public, private, and nonprofit sectors to explore the evolving landscape of anti-money laundering and counter-terrorism financing (AML/CFT). The discussions underscored both the value and the complexity of ensuring financial integrity without restricting the essential work of charities and not-for-profit organizations (NPOs).

The FATF is an inter-governmental body which exists in order to set standards and promote effective implementation of measures for combating money laundering, terrorist financing and other international threats. It has a list of 40 Recommendations, which according to their establishing document, "set out a comprehensive and consistent framework of measures which countries should implement in order to combat money laundering and terrorist financing." The FATF Standards comprise the Recommendations and their interpretive notes, as well as a glossary which accommodates these documents.

This year marked the first time the PSCF was hosted outside Europe – a symbolic and strategic choice reflecting the growing importance of emerging economies in global financial governance. The forum focused on key issues shaping the future of financial regulation, particularly those related to access to financial institutions for civil society, financial inclusion, and the humanitarian impact of AML/CFT initiatives.

At the centre of the discussions were recent and ongoing revisions to key FATF standards, including Recommendations 1, 8, and 16 (all explained below). These revisions are intended to modernize the framework in response to evolving risks and technologies, but they also raise practical concerns for legitimate NPO operations – particularly those working in humanitarian contexts or across borders.

Revisions to Recommendation 8, which governs how countries assess and mitigate the risk of terrorist abuse in the nonprofit sector, have led to clearer guidance encouraging a proportionate, risk-based approach. However, challenges remain, which the PSCF noted. Many NPOs continue to experience financial exclusion due to overly cautious interpretations of these standards by banks and regulators.

Recommendation 1, which underpins the overall risk-based approach of the FATF framework, was also discussed. Participants noted that while a tailored approach to risk is essential, it often becomes resource-intensive and burdensome for smaller organizations. There were calls to ensure that regulators themselves bear responsibility for how the risk-based model is applied, shifting the onus away from those individuals and organizations being regulated.

Discussions around proposed updates to Recommendation 16, which deals with wire transfers and payment transparency, highlighted the need for balance. Reforms should strengthen controls against illicit finance while avoiding unintended consequences for NPOs, informal economies, and vulnerable communities. Ensuring that such measures do not compromise data privacy or impose unrealistic compliance burdens was a key concern raised by forum participants.

As discussions continue and the FATF moves forward with its standards review processes, the charitable sector must remain actively engaged. Ongoing dialogue and advocacy will be essential to ensuring that regulatory systems support – not hinder – public benefit work around the world.

11.2. UN Calls for Input on Sanctions, Humanitarian Action, and Human Rights

In a fast-evolving global landscape where sanctions, security measures, and compliance frameworks increasingly affect the delivery of humanitarian aid and public-interest work, the United Nations is seeking input on several key human rights questions. These consultations present an opportunity for Canadian charities and not-for-profit organizations engaged in international development, humanitarian aid, or rights-based advocacy to share their experiences, raise concerns, and help shape the development of future UN guidance.

[Sanctions and Humanitarian Access](#)

The UN Special Rapporteur on the negative impact of unilateral coercive measures is seeking input to inform a forthcoming *Principles* document addressing the growing tension between sanctions regimes and humanitarian action. This initiative focuses on how sanctions, often imposed without multilateral consensus, can obstruct humanitarian access, delay aid delivery, and create legal and ethical challenges for organizations operating in sanctioned territories.

One key area of concern is overcompliance and de-risking – where financial institutions, suppliers, and even NGOs go beyond what is legally required under sanctions out of caution, thereby cutting off access to essential services or resources for vulnerable populations. The UN wants to understand how these dynamics play out on the ground and gather examples of good practices, legal obstacles, and solutions adopted by stakeholders.

The deadline for feedback is Friday, May 2, 2025 at 5:30 PM ET. This call invites responses from states, civil society, lawyers, and humanitarian organizations. It's particularly relevant for groups working with international partners or in areas affected by conflict or sanctions

[Administrative Measures in Counter-Terrorism and PVE](#)

The call for input comes from the Special Rapporteur on the promotion and protection of human rights while countering terrorism. The report aims to examine whether such measures align with international human rights standards and to identify good practices that uphold fundamental freedoms.

The deadline for feedback is Friday May 9, 2025. This consultation is highly relevant for NGOs and advocacy organizations that work on civil liberties, refugee and migration issues, or in post-conflict areas.

[Accountability and Redress in the Sanctions Context](#)

The third call for input seeks contributions to a *Guidance* document on accountability, redress, and effective remedies for harms caused by sanctions and related enforcement actions. The consultation aims to build out guidelines and benchmarks for ensuring access to justice and accountability

The deadline for feedback is Friday May 30, 2025 12 PM ET. Charities and not-for-profits that have encountered difficulty accessing funds, transferring aid, or supporting affected communities due to sanctions-related obstacles should consider sharing their experiences.

Whether it's facing delays in cross-border payments, navigating risk-averse banking practices, or seeing program access denied due to vague sanctions policies, these concerns directly affect the operational capacity and mission delivery of charities and not-for-profits. Canadian organizations with international mandates, or who support marginalized groups affected by such measures, are encouraged to review the full calls for input and consider making a submission.

11.3. Global NPO Coalition Calls for Revisions to FATF's Payment Transparency Rules

On April 14, 2025, the Global NPO Coalition on FATF (the "Coalition") – a network of diverse not-for-profits – [submitted formal input](#) to the Financial Action Task Force (FATF) as part of the second public consultation on revisions to Recommendation 16 (Recommendation 16), which governs the information required for wire transfers and other value transfers. The Coalition's submission provides

a critical perspective on how proposed updates to FATF's global standards could unintentionally restrict nonprofit organizations (NPOs) and the marginalized communities they serve from accessing financial systems.

While the Coalition supports FATF's goals of increasing payment transparency, speed, and security, it warns that without careful revision, the proposed changes to Recommendation 16 risk exacerbating financial exclusion for NPOs operating in fragile, remote, or underserved regions of the world.

One of the Coalition's primary concerns is the requirement for standardized originator and beneficiary addresses in payment transactions. This approach, they argue, does not reflect global realities – particularly in the developing world, where many communities operate without formal address systems.

By enforcing rigid address requirements, valid transactions risk being delayed or rejected, further marginalizing individuals and groups already excluded from mainstream financial systems.

The proposed introduction of mandatory Legal Entity Identifiers (LEIs), Unique Identifiers (UIDs), and Business Identifier Codes (BICs) is another flashpoint. The Coalition highlights that many NPOs, especially grassroots organizations, operate legally as unincorporated associations – and may not be registered entities at all. Applying mandatory global identifier requirements to such entities risks cutting them off from cross-border financial channels, despite their lawful operations.

The submission also raises serious concerns about date-of-birth requirements. According to UNICEF, over 150 million children under five lack birth registration worldwide. Requiring date-of-birth fields in payment systems without alternatives would disenfranchise those most in need of aid.

In the Press

[Charity & NFP Law Update – March 2025 \(Carters Professional Corporation\)](#) was featured on Taxnet Pro™ and is available online to those who have OnePass subscription privileges.

The Globe & Mail published an article on April 24, 2025, [Tax recommendations for the federal budget could harm charities and our communities](#) which made a reference to Carters' [Charity & NFP Law Bulletin No. 531, dated January 30, 2025](#) on the topic of Recommendation 430 that “religious organizations have played a pivotal role in establishing Canada’s early hospitals and providing aid to individuals in need and society at large.

Recent Events & Presentations

[The Canadian Association of Gift Planners \(CAGP\) Conference 2025](#) was held on April 9-11, 2025 in Edmonton Alberta at the Westin Edmonton. Terrance Carter participated in a panel discussion on “Sector Priorities for Engaging Government: Improving Data, Granting to Non-Qualified Donees, and a Secretariat for the Charitable Sector”.

The Canadian Bar Association hosted the [CBA Charity Law Conference](#) on Friday April 25th, 2025 at the OBA Conference Centre in Toronto, and a number of lawyers from Carters presented on the following topics:

- Terrance S. Carter participated in a panel discussion on the topic of [The Spectrum of Investment Powers of Charities Across Canada, Including Impact Investing](#)
- Jacqueline M. Demczur presented on [Drafting General Investment Policies](#)

- Ryan M. Prendergast participated in a panel discussion on the topic of “Canadian Charities Abroad”
- Theresa L.M. Man participated in a panel discussion with Gwenyth Stadig on the topic of [The Disbursement Quota: The Regime and Working Within it](#)

Upcoming Events

Carters Professional Corporation will be hosting two Complimentary Spring Webinars this year. Please click the links below to get more information and to register.

- The first will be held on **Wednesday May 7th from 12:00 pm to 1:00 pm ET**, titled [Copyrights and Trademarks in a Virtual Universe: What Charities and NFPs Need to Know](#).
- Our second webinar will be on **Tuesday June 3rd from 12:00 to 1:30 pm**, on the topic of [Key Legal and Operational Issues for Donor Advised Funds](#)

The Ontario Bar Association’s Charity & Not-for-Profits Law Program is hosting a webinar on the topic of [Understanding Member Rights & Remedies Under ONCA: A Practical Guide](#) on Wednesday May 14th from 12:00 – 1:00 pm ET. Ryan Prendergast, a partner at Carters, will be participating as a program speaker.

Legal Team

Editor: Terrance S. Carter

Assistant Editors: Nancy E. Claridge, Ryan M. Prendergast, and Adriel N. Clayton



[Cameron A. Axford](#), B.A. (Hons), J.D. - Cameron is an associate whose practice focuses on Carter's knowledge management, research, and publications division. He articulated with Carters from 2022 to 2023 and joined the firm as an associate following his call to the Ontario Bar in June 2023. Cameron graduated from the University of Western Ontario in 2022 with a Juris Doctor, where he was involved with Pro Bono Students Canada and participated in the BLG/Cavalluzzo Labour Law Moot. Prior to law school, Cameron studied journalism at the University of Toronto, receiving an Honours BA with High Distinction. He has worked for a major Canadian daily newspaper as a writer.



[Sepal Bonni](#), B.Sc., M.Sc., J.D., Trademark Agent - Sepal Bonni is a partner at Carters Professional Corporation, a registered trademark agent and practices in all aspects of brand protection. Her trademark practice includes domestic and foreign trademark prosecution, providing registrability opinions, assisting clients with the acquisition, management, protection, and enforcement of their domestic and international trademark portfolios, and representing clients in infringement, opposition, expungement, and domain name dispute proceedings. She also assists clients with trademark licensing, sponsorship, and co-branding agreements. Sepal also advises clients on copyright and technology law related issues.



[Terrance S. Carter](#), B.A., LL.B., TEP, Trademark Agent – Managing Partner of Carters, Mr. Carter practices in the area of charity and not-for-profit law, and is counsel to Fasken on charitable matters. Mr. Carter is a co-author of *Corporate and Practice Manual for Charitable and Not-for-Profit Corporations* (Thomson Reuters), a co-editor of *Charities Legislation and Commentary* (LexisNexis), a contributing author to *The Management of Nonprofit and Charitable Organizations in Canada, 5th Edition* (LexisNexis), and co-author of *Branding and Copyright for Charities and Non-Profit Organizations 3rd Edition* (LexisNexis) and a Primer for Directors of Not-for-Profit Corporations (Industry Canada). He is recognized as a leading expert by *Lexpert*, *The Best Lawyers in Canada* and *Chambers and Partners*. Mr. Carter is a former member of CRA Advisory Committee on the Charitable Sector, and is a Past Chair of the Canadian Bar Association and Ontario Bar Association Charities and Not-for-Profit Law Sections.



[Sean S. Carter](#), B.A., LL.B. – Sean Carter is a partner with Carters and the head of the litigation practice group at Carters. Sean has broad experience in civil litigation and joined Carters in 2012 after having articulated with and been an associate with Fasken (Toronto office) for three years. Sean has been recognized as a leading expert in corporate and commercial litigation by *The Best Lawyers in Canada* since 2021, and by *Lexpert*. Sean has published extensively, co-authoring several articles and papers on anti-terrorism law, including publications in *The International Journal of Not-for-Profit Law*, *The Lawyers Weekly*, *Charity & NFP Law Bulletin* and the *Anti-Terrorism and Charity Law Alert*, as well as presentations to the Law Society of Ontario and Ontario Bar Association CLE learning programs.



[Nancy E. Claridge](#), B.A., M.A., LL.B. – Called to the Ontario Bar in 2006, Nancy Claridge is a partner with Carters practicing in the areas of corporate and commercial law, anti-terrorism, charity, real estate, and wills and estates, in addition to being the assistant editor of *Charity & NFP Law Update*. After obtaining a Master's degree, she spent several years developing legal databases for LexisNexis Canada, before attending Osgoode Hall Law School where she was a Senior Editor for 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.



[Adriel N. Clayton](#), B.A. (Hons), J.D. - Called to the Ontario Bar in 2014, Adriel Clayton is a partner at Carters Professional Corporation, manages Carters' knowledge management and research division, and practices in commercial leasing and real estate. Before joining Carters, Adriel practiced real estate, corporate/commercial and charity law in the GTA, where he focused on commercial leasing and refinancing transactions. Adriel worked for the City of Toronto negotiating, drafting and interpreting commercial leases and enforcing compliance. Adriel has provided in-depth research and writing for the *Corporate and Practice Manual for Charitable and Not-for-Profit Corporations*.



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



[Urshita Grover](#), H.B.Sc., J.D. – Urshita was called to the Ontario Bar in June 2020 after completing her articles with Carters. Urshita worked as a research intern for a diversity and inclusion firm. Urshita has volunteered with Pro Bono Students Canada and was an Executive Member of the U of T Law First Generation Network. Urshita was able to gain considerable experience in both corporate commercial law as well as civil litigation. Building on this background, Urshita is able to integrate her wide range of experience into a diverse and practical approach to the practice of charity and not-for-profit law for her clients.



[Barry W. Kwasniewski](#), B.B.A., LL.B. – Mr. Kwasniewski is a partner with the firm and joined Carters' Ottawa office in 2008 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 has been retained by charities, not-for-profits and law firms to provide legal advice pertaining to insurance coverage matters.



[Heidi N. LeBlanc](#), J.D. – Heidi is a litigation associate practicing out of Carters' Toronto office. Called to the Bar in 2016, Heidi has a broad range of civil and commercial litigation experience, including matters pertaining to breach of contract, construction related disputes, defamation, real estate claims, shareholders' disputes and directors'/officers' liability matters, estate disputes, and debt recovery. Her experience also includes litigating employment-related matters, including wrongful dismissal, sexual harassment, and human rights claims. Heidi has represented clients before all levels of court in Ontario, and specialized tribunals, including the Ontario Labour Relations Board and the Human Rights Tribunal of Ontario.



[Jennifer M. Leddy](#), B.A., LL.B. – 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 has been recognized as a leading expert in charity and not-for-profit law in Canada by *Lexpert*. Ms. Leddy practiced with the Toronto office of Lang Michener prior to joining the staff of the Canadian Conference of Catholic Bishops (CCCCB). In 2005, she returned to private practice until she went to the Charities Directorate of the Canada Revenue Agency in 2008 as part of a one-year Interchange program, to work on the proposed "Guidelines on the Meaning of Advancement of Religion as a Charitable Purpose."



[Theresa L.M. Man](#), B.Sc., M.Mus., LL.B., LL.M. – A partner with Carters, Ms. Man practices in the area of charity and not-for-profit law, is ranked by *Lexpert*, *Best Lawyers in Canada*, and *Chambers and Partners*, and received the 2022 OBA AMS/John Hodgson Award of Excellence in Charity and Not-For-Profit Law. She is a co-author of *Corporate and Practice Manual for Charitable and Not-for-Profit Corporations* published by Thomson Reuters. She is a former member of the Technical Issues Working Group of the CRA Charities Directorate, a member and former chair of the CBA Charities and Not-for-Profit Law Section and the OBA Charities and Not-for-Profit Law Section. Ms. Man has also written on charity and taxation issues for various publications.



[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* and *The Best Lawyers in Canada*. Ms. Oh has written numerous articles on charity and not-for-profit legal issues, including incorporation and risk management. Ms. Oh has written articles for *The Lawyer's Daily*, www.carters.ca and the *Charity & NFP Law Bulletin*. Ms. Oh is a regular speaker at the annual *Church & Charity Law Seminar™* and has been an invited speaker to the Canadian Bar Association, Imagine Canada and various other organizations.



[Ryan M. Prendergast](#), B.A., LL.B. - Mr. Prendergast joined Carters in 2010, becoming a partner in 2018, with a practice focus of providing corporate and tax advice to charities and non-profit organizations. Ryan has co-authored papers for the Law Society of Ontario, and has written articles for *The Lawyers Weekly*, *Hilborn:ECS*, Ontario Bar Association *Charity & Not-for-Profit Law Section Newsletter*, *Charity & NFP Law Bulletins* and publications on www.carters.ca. Ryan has been a regular presenter at the annual *Church & Charity Law Seminar™*, *Healthcare Philanthropy: Check-Up*, Ontario Bar Association and Imagine Canada Sector Source. Ryan is recognized as a leading expert by *Lexpert*, *The Best Lawyers in Canada*, and *Chambers and Partners*.



[Esther Shainblum](#), B.A., LL.B., LL.M., CRM – Ms. Shainblum is a partner with Carters, and practices in the areas of charity and not-for-profit law, privacy law and health law. She has been ranked by *Chambers and Partners* and by *Lexpert*. Ms. Shainblum was General Counsel and Chief Privacy Officer for Victorian Order of Nurses for Canada, a national, not-for-profit, charitable home and community care organization. Before joining VON Canada, Ms. Shainblum was the Senior Policy Advisor to the Ontario Minister of Health. Earlier in her career, Ms. Shainblum practiced health law and corporate/commercial law at McMillan Binch and spent a number of years working in policy development at Queen's Park.



[Martin U. Wissmath](#), B.A., J.D. – Called to the Ontario Bar in 2021, Martin joined Carters after finishing his articling year with the firm. In addition to his legal practice, he assists the firm's knowledge management and research division, providing in-depth support for informative publications and client files, covering a range of legal issues in charity and not-for-profit law. His practice focuses on employment law, privacy law, corporate and information technology law, as well as the developing fields of social enterprise and social finance. Martin provides clients with legal advice and services for their social-purpose business needs, including for-profit and not-for-profit organizations, online or off-line risk and compliance issues.



[Jefe \("Jay-Fay"\) Olagunju](#), Student-at-Law (LPP), Jefe is a Law Practice Program (LPP) Candidate at Carters, bringing some experience in charity law and legal research. She has previously led a volunteer network of young professionals, where she delivered presentations, organized events, and collaborated with senior management. Called to the Nigerian Bar in 2008, Jefe is currently pursuing her call to the Canadian Bar. She holds an LL.B from the University of Benin, an MBA specializing in Human Resources Management (MBA HRM) from Edinburgh Business School, and the Certified Human Resources Practitioner (CHRP) designation from the Human Resources Professionals Association (HRPA).

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.

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](#).

Copyright: All materials from Carters are copyrighted and all rights are reserved. Please contact us for permission to reproduce any of our materials. All rights reserved.

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

PARTNERS:

Terrance S. Carter B.A., LL.B.
(Counsel to Fasken)

tcarter@carters.ca

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

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

scarter@carters.ca

Ryan M. Prendergast B.A., LL.B.

rprendergast@carters.ca

Sepal Bonni B.Sc., M.Sc., J.D.

sbonni@carters.ca

Esther Shainblum B.A., LL.B., LL.M., CRM

eshainblum@carters.ca

Adriel N. Clayton B.A. (Hons), J.D.

aclayton2@carters.ca

ASSOCIATES:

Heidi N. LeBlanc J.D.

hleblanc@carters.ca

Martin U. Wissmath B.A., J.D.

mwissmath@carters.ca

Cameron A. Axford, B.A. (Hons.), J.D.

caxford@carters.ca

Urshita Grover, H.B.Sc., J.D.

ugrover@carters.ca

STUDENT-AT-LAW

Jefe Olagunju, Student-at-Law (LPP), LL.B., MBA HRM, CHRP, HRP

jolagunju@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 Centrepointhe Drive, Suite 350

Nepean, Ontario, Canada

K2G 5X3

Tel: (613) 235-4774

Fax: (613) 235-9838

Toronto Office

67 Yonge Street, Suite 1402

Toronto, Ontario, Canada

M5E 1J8

Tel: (416) 594-1616

Fax: (416) 594-1209