

nexus

THE UNIVERSITY OF TORONTO FACULTY OF LAW ALUMNI MAGAZINE
FALL / WINTER 2015

The evolution of admissions:

Holistic process
looks beyond the
numbers

*TIME TO PROHIBIT
DUAL CLASS SHARE
STRUCTURES?*

*THE CLOSER:
HERB SOLWAY*

*"DEAR PROFESSOR
ARNIE WEINRIB ..."*

PLUS
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PHOTO BY RAINA + WILSON

Energized for the second term

What an incredible fall term we had—a calendar of events filled with conferences and workshops connecting us to the wider world, and showcasing the interdisciplinary and intellectual prowess of our faculty. Our remarkable students too were busy with their courses and clubs, and another fantastic Grand Moot. And of course we had a memorable Reunion weekend with more than 325 alumni, one of the premier events of the law school.

In fact, the only constant around the Faculty of Law is activity, and all the energy that comes with it.

The new year began with an Order of Canada, our country's highest civilian honour, for Prof. Kent Roach and exciting new Chair announcements, including Professor Anita Anand's J.R. Kimber Chair in Investor Protection and Corporate Governance, generously funded by our distinguished alumnus, the Hon. Hal Jackman.

One of the big questions about investor rights—dual class share structures—was the subject of a roundtable bringing together faculty, alumni leaders and other experts last term, and you can read about the pros and cons discussed in "Time to prohibit dual class shares?"

As the world got increasingly connected, we also took a closer look at the Trans-Pacific Trade Agreement and its impact on intellectual property, in the annual Patent Law Symposium, "Untangling IP law in a world of trade agreements."

And on the environmental front, we discussed the fallout of the Climate Change Convention's Paris Agreement with Munk School colleagues, in "Deconstructing the COP21 Paris Agreement."

We also wanted to bring our more holistic admissions process to your attention. Our cover story explains how we continue to seek the best and brightest, even beyond the stellar GPAs and LSAT scores for which our students are known. Find out more about the changes in "The evolution of admissions."

A close-up with alumnus Herb Solway, who brought the Blue Jays to Toronto, and a delightful series of letters in honour of Arnold Weinrib's 50th anniversary on faculty are also featured for your reading enjoyment.

And finally, as the snow melts and the mud dries up, we're getting ready for our biggest news story of 2016: the opening and move into the beautiful Jackman Law Building, our much anticipated new home. Stay tuned, as we update you with our exciting opening plans.

ED IACOBUCCI
DEAN OF THE FACULTY OF LAW

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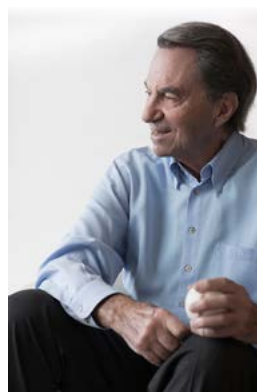
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Alumnus Herb Solway, a former chair of the Blue Jays, was one of Toronto's legal titans who helped bring the baseball team here in 1977



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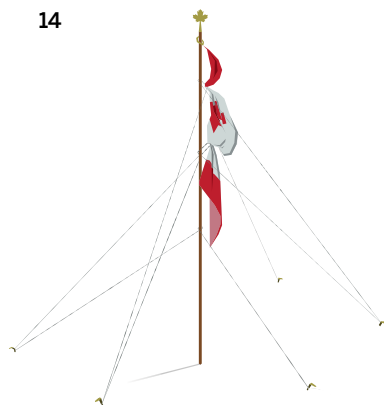
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CALL THE MOVING TRUCKS!

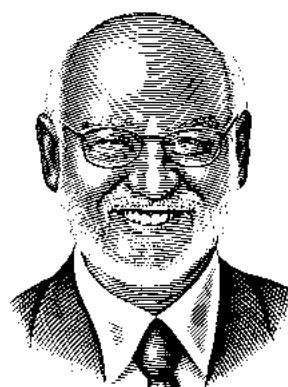
The Jackman Law Building enters its final stage of completion as the law school prepares for its big move



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TIM HUTZUL
WRITER, "THE CLOSER"

Tim Hutzul is currently the vice-president, legal for Shawcor Ltd., a global TSX-listed oil and gas services company. He enjoys writing, and is the international historian for the legal fraternity, Phi Delta Phi. He graduated from the Faculty of Law in 1995. Herb Solway was the last interview of Tim's articling week—and he remembers the experience fondly. Tim lives in west-end Toronto with his wife, Ulana (also a graduate of the Faculty of Law), and two children.



KC ARMSTRONG
PHOTOGRAPHER, "THE EVOLUTION OF ADMISSIONS"

KC Armstrong's love of open spaces translates to a diverse visual scope with a signature rugged aesthetic. His range includes sports & fitness, entertainment and portraiture. Aside from his passion for creating epic imagery, KC is an unabashedly devoted father to two little girls.



PETER BOISSEAU
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Peter Boisseau is a freelance writer and consultant in Toronto who previously worked for the Canadian Press and CBC Radio. His writing has appeared in such publications as *Time* magazine, the *Globe and Mail*, the *Toronto Star*, the *National Post* and the *Los Angeles Times*. He also has worked extensively in media relations and communications, including nearly four years in that capacity at Legal Aid Ontario.

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TIME TO PROHIBIT DUAL CLASS SHARE STRUCTURES?

Centre for the Legal Profession roundtable
discussed the pros and cons of DCS

Do dual class share (DCS) structures need to be more strictly regulated—or even banned outright—by Canada’s securities commissions in the interests of shareholder democracy?

Professor Anita Anand, academic director of the Centre for the Legal Profession, and now the J. R. Kimber Chair in Investor Protection and Corporate Governance, voiced that provocative view at a panel discussion last fall, only to encounter spirited resistance from former dean Rob Prichard, chair, Torys and chair, BMO Financial Group, who insisted capital markets are not about democracy.

The roundtable also included panelists Stephen Erlichman, executive director of the Canadian Coalition for Good Governance, and Naizam Kanji, director of the Office of Mergers and Acquisitions, Ontario Securities Commission.

The Oct. 20th event was organized by the Program on Ethics in Law and Business at the Faculty of Law. The panel was introduced by Dean Edward Iacobucci and the Hon. Hal Jackman delivered closing remarks.

Anand began by noting: “The dual class rationale has it that [the insiders] need to maintain decision making over the firm; that leaves the public shareholders with limited or no voting rights. What we see in DCS structures is the absence of a one-to-one ratio in voting rights.” Ratios may be as high as 500 to 1.

DCS structures undermine good corporate governance, she said. “Dual class share structures exacerbate the position of minority shareholders. They entrench management, and as a result lead to a lack of accountability. They force public shareholders to carry a disproportionate financial risk relative to their voting power.”

Anand cited the Magna International Inc. 2010 buyout of the voting shares of founder Frank Stronach as an example of the need for proportionality in the relationship between what’s being sold and what’s being paid for. “The sale of shares worth \$45 million went for \$1 billion,” she said. “This puts minority shareholders in a very unfair position in these buyout transactions.”

“We can’t simply look at DCS structures as contract law issues,” she added. “We must be cognizant of the securities regulation overlay,” which requires regulators to act in the public interest.

“I would favour a prohibition on DCS companies in the public markets.” Failing this, she urges a sunset clause for each issuer. “When a company goes public, its dual class structure should remain in place only for a limited period.” For any change of control, not just takeover bids, she advocates a one-to-one voting ratio. “Governance as well as the proportionality of buyout deals need to be on the table in a reform effort.”

Prichard rebuffed the criticism of dual class shares—that they are undemocratic and undermine the one share, one vote principle—as misplaced. “Democracy is not the name of the game when it comes to capital markets,” he said. “Capital markets are about accessing capital.” There is no consistent empirical evidence that DCS causes mispricing in a systematic way that disadvantages investors, argued Prichard.

“We do know, however, that use of DCS does increase access to capital markets and does provide investment opportunities that otherwise would not be available. In the U.S., some of the most important, innovative, growing companies in the world are being formed under this structure.”

He cited Onex Corp., where he's been a director since 1984, as a company with multiple voting shares that "helps make Toronto an important capital market and provides opportunity for public investors, no matter how small, to invest in private equity in a way they couldn't otherwise do." Four Seasons Hotels Inc. is another company whose DCS structure was crucial to its success, he said.

"Of course there can be abuse of this structure, but there can be abuse of any form of public corporation," he said. "Fortunately, good disclosure, strong markets, strong regulators—all these are powerful forces in exposing abuse." The Magna buyout, he said, should have been stopped by the courts or the OSC, but one case does not provide a basis for judgment.

Directors should be held to high standards in discharging their fiduciary duty by the courts and regulators. In the case of DCS structures, "the regulator and the courts, in articulating the directors' duty, should hold them to a higher standard the greater the divergence between the votes and the equity."

Erlichman discussed the Canadian Coalition for Good Governance (CCGG) policy on DCS, released in 2013. The coalition's working group considered three options: disclosure only; disclosure together with an independent committee to review conflicts; and prohibition.

In the end, CCGG issued a policy that explained the pros and cons of DCS companies and set out principles for future IPOs of such companies. In addition, it requested DCS corporations that didn't comply with the principles to explain annually to their shareholders why they're not doing so.

The principles adopted by CCGG include:

→ Holders of the majority voting shares don't nominate 100 percent of the directors of the board. Subordinate voting shareholders should have some say in selecting directors.

→ Holders of the majority voting shares must have a meaningful ownership stake in the DCS company. If the ratio of multiple to subordinate shares were equal to or less than four to one, that would be meaningful.

→ There should not be any non-voting common shares.

→ There should be standardized "coattails" for TSX-listed DCS companies and for all other public DCS companies. (A coattail allows the holders of non-voting or restricted voting shares to convert their holdings into superior voting shares in the event of a takeover offer.)

→ The DCS structure should collapse at the appropriate time, as determined by the board. Whenever it does collapse, no premium would be paid to holders of multiple voting shares.

Since this policy was announced, said Erlichman, the principles have generally not been followed. Subordinate shareholders do not have a say in who has been nominated to the boards. No annual explanation has been given to shareholders of why CCGG's principles shouldn't apply.

Kanji, speaking for himself rather than the OSC, noted that there are approximately 83 public companies with dual class share structures listed on the TSX and TSX Venture exchanges, about 10 percent of total listees. This is up from 6.6 percent in 2005.

"The key balancing act in dealing with dual class structures is whether prohibiting them or regulating them strictly would deter founders from taking companies public, or they would only do so in jurisdictions that permit dual class structures... In my personal view, there is no need to prohibit dual class companies in Canada."

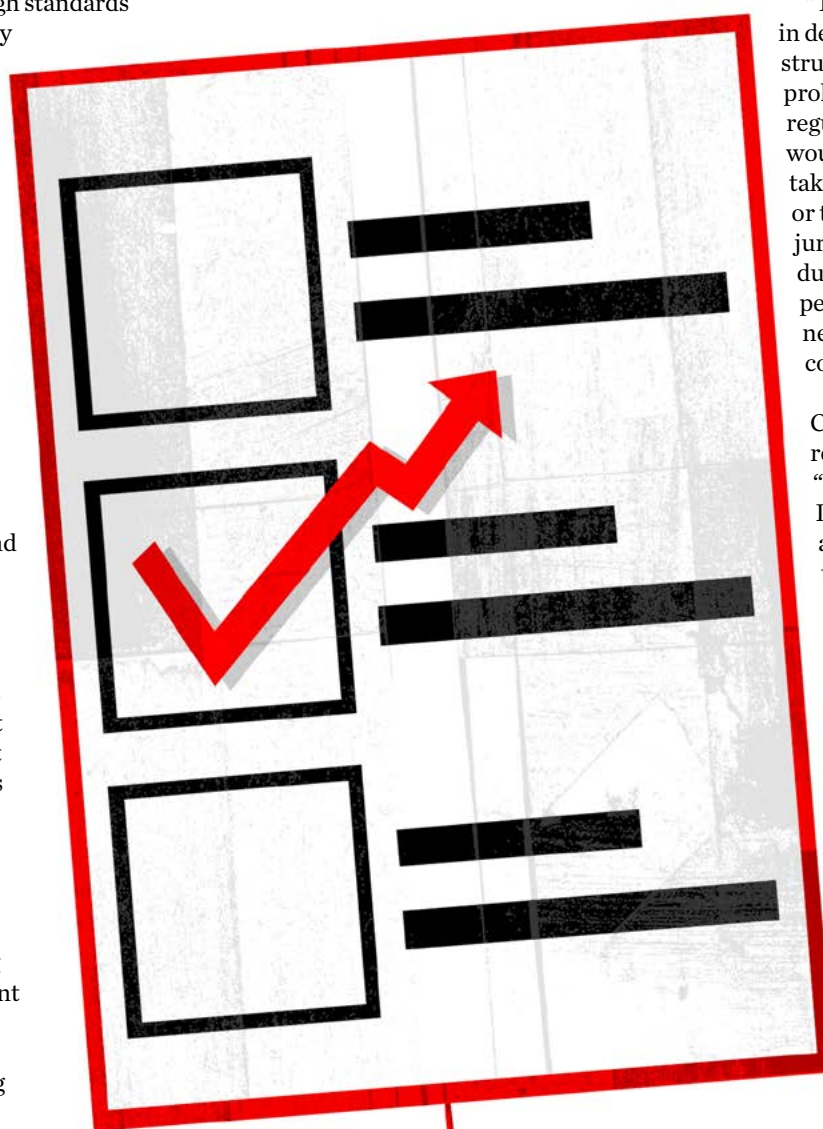
In general, he said, Canadian securities regulation has had a "defensive" posture toward DCS structures. That is, the accent has been on limiting the downside risks of a controlling shareholder rather than on increasing the governance rights and structural protections of minority shareholders.

"For example, OSC Corporate Finance staff and M&A staff review disclosure and coattail provisions in dual class IPOs. M&A staff also look closely at the disclosure and independent board process in connection with related party transactions in which shareholders are being asked to approve an

extension of dual class structures."

While the OSC has no policy review in mind on dual class specifically, Kanji said that reforms to the related party regime are being considered—and that these are inspired by dual class transactions such as Magna and others.

Prichard cautioned against "perfecting governance for the sake of governance. We need to keep our eye on the ball, which is well-functioning capital markets." ↵



TOWARDS A DECARBONIZED FUTURE:

Deconstructing the COP21 Paris Agreement

Flaws, say panelists,
could actually have an upside

The Paris Agreement is an historic achievement, and its perceived flaws may turn out to be the secret to success after a long line of failed attempts at an effective climate deal, a panel of legal, political and environmental experts told a packed audience at an event organized by U of T's Faculty of Law and the Munk School of Global Affairs.

While critics have dismissed the agreement as largely voluntary and lacking firm commitments, the panel's assessment was that those qualities simply reflect a new approach that is based on the hard lessons of past climate deals.

"This agreement is a shift to an adaptive or reflexive approach to global governance," international law scholar, Prof. Jutta Brunnée said at the December 16th panel. "We've left behind the idea we can deal with such a complex and rapidly changing problem with a rigid, formal top-down agreement."

The Kyoto Protocol adopted in the late 1990s failed to curb emissions after setting greenhouse gas limits on only the wealthiest nations, and talks in Copenhagen in 2009 aimed at a new global deal were also a dismal failure.

The Paris Agreement was adopted by the consensus of 195 countries on December 12, 2015 at the 21st Conference of the Parties to the UN Climate Change Convention (COP21).

The agreement aims to limit global warming to "well below" 2 degrees Celsius, with an aspirational goal of 1.5 degrees C, and eventually bring down carbon emissions to net zero by the second half of the century.

Those goals are to be achieved by each country committing to Nationally Determined Contributions (NDCs) that represent their share of the global emissions reduction targets. All but a few of the 195 countries filed initial pledges toward their NDCs in Paris, representing about 96 per cent of global greenhouse emissions.

The agreement will take effect when 55 parties representing 55 per cent of total global greenhouse emissions have formally submitted their NDCs to the UN, likely around the middle of 2016.

Countries will revisit their plans in 2018 and be legally required to renew them every five years starting in 2020, making them progressively more ambitious each time. They will also have to provide data on their emission reductions that will be verified by independent experts.

However, the targets themselves are not binding, "so that is the way that they squared the circle," said Brunnée, who sought to put in perspective the criticisms that without legal enforcement, the NDC commitments amount to nothing meaningful.

"The shift from a top-down to a bottom-up agreement is significant because it deviates from the traditional model of international law whereby you negotiate something binding at the international level, then countries join and implement domestically," said Brunnée.

"That top-down model has been inverted, as the agreement envisions the parties first have a serious, national conversation about what they can commit to, so that what they put forward internationally, though not binding, is likely to be more productive."

Other panelists agreed that the Paris Agreement may actually be a template for how to move forward on climate change without getting bogged down like previous attempts at a global deal.

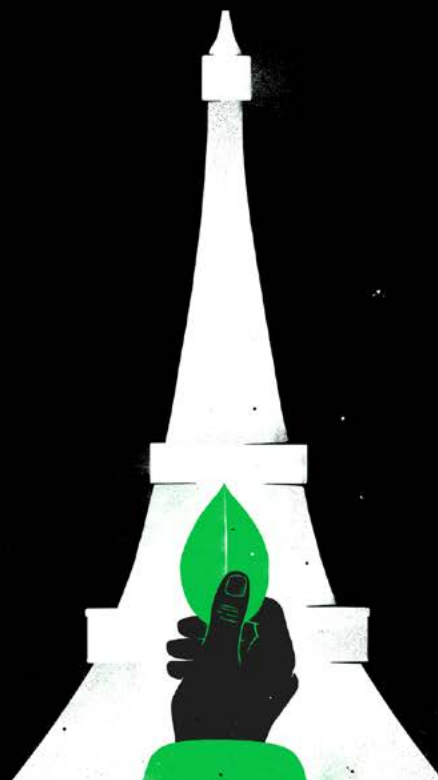
"Environmentalists used to hope you'd get this grand international commitment, which would then force changes in domestic policy and everything would flow from that," said Keith Stewart of Greenpeace Canada, who is also an instructor at the School for the Environment.

"It's a logical model, but it's not at all how politics actually works, and that was one of the big lessons from the utter failure of Copenhagen for social movements, that maybe we needed to change our thinking."

The flexible approach of the Paris Agreement is an effective way to recognize that countries have different needs and interests, said Silvia Maciunas, deputy director, oceans and environmental law division, Global Affairs Canada.

In 20 years of working on environmental issues, the Paris Agreement stands out for her because it finally gets everybody into the same

By Peter Boisseau
Illustration by Sébastien Thibault



tent, added Maciunas, who made it clear she was expressing her personal views and not those of the government.

"I think this agreement at least gets us all going in the right direction."

Perhaps just as importantly, Paris seemed to signal a "paradigm shift" that recognized the beginning of the end for fossil fuels, some of the panelists suggested.

The groundwork for that "decarbonized economy" has already been laid over the last few years by environmentalists, social movements and even the business world, the U of T summit heard.

A year before the Paris Agreement, the US and China signed a major climate pact to co-operate on reducing greenhouse gases and developing clean energy technology, and investments in renewable energy have driven down costs and made it competitive.

More money is now being invested in renewables in the electricity sector than in fossil fuels, noted Stewart, and U.S. coal companies have lost 90 per cent of their valuation. Just as tellingly, business lobbyists played a prominent role in Paris, anxious to be seen on the right side of history.

"I think the real value of Paris is that it brought us to where we already were," said U of T political scientist Steven Bernstein, noting that sustainable development, poverty eradication and support for economic instruments like carbon markets also played a prominent role at these latest climate talks.

While some governments eventually made Kyoto a "bad word," Bernstein said his sense is "things are different this time," but the real test will be whether business leaders and the general public have truly shifted their understanding about what needs to be done.

Nobody on the panel at the U of T event was underestimating how big a challenge lies ahead, or how difficult it will be to keep the momentum from Paris going forward.

The looming U.S. presidential election in 2016 could see climate-change denying Republicans returned to power, playing havoc with

any long-term action from that country. As well, other major players on climate emissions, such as India, have made it clear they will pursue cheap fossil fuel energy like coal unless they are given financial incentives to use clean energy instead.

The agreement's target of 2 degrees C or even of 1.5 degrees C is also probably too optimistic given the current state of technology and lack of robust economic instruments, such as widespread carbon trading markets, the panelists also agreed.

The initial reduction plans put forth by countries so far come nowhere near those targets, they noted, and nations like Canada face enormous structural changes in their economies if they are to phase out fossil fuels.

But the world can pin some hope on the fact the deal is expected to get better over time as countries ratchet up their commitments and find new ways to cut emissions, and financial markets start to unlock the trillions of dollars needed for transformation.

The agreement allows countries to cooperate and pool their NDCs. In Canada, a number of provinces have already set up, or are moving toward, carbon trading markets with other jurisdictions such as California, so any national plan will at least be building on an existing foundation here, panelists noted.

Broad societal engagement and ongoing initiatives from industry, cities and NGOs also bodes well for keeping the momentum going into the future, said U of T political scientist Matthew Hoffmann.

"One of the things we actually don't know yet is what a decarbonized future is going to look like," said Hoffmann. What remains, he added, is for electors to support politicians who are committed to mitigating climate change.

"We are now in a race to conceptualize the good life of a decarbonized world, and build the economic and political coalitions that will support it, so we get this in place before climate catastrophe." ↩

Privacy in the Cloud—and the constitutional black holes that come with it

By Andrew Stobo Sniderman, JD 2012
Photography by Jeff Kirk



Professor Lisa Austin, LLB 1998, cares about privacy, and perhaps the best way to explain her latest preoccupation is by thinking about how a love letter e-mailed from Toronto to Vancouver falls into what she calls a “constitutional black hole.”

Let’s say the Canadian government wanted to view the contents of this letter, suspecting that Romeo, for all his charms, might be a terrorist. The police would need to approach a judge to get a warrant and justify a limited-time need to read such communications en route to Juliet.

But what if the American government wanted to view the same message? It turns out it is far easier for Americans to spy on Canadians, primarily because the e-mail, if it was written from a Gmail or Hotmail account, actually passes through a data storage centre in the United States on its route from a keyboard in Toronto to a swelling heart in Vancouver.

The Canadian “cloud” is, in fact, mostly located in the United States, and our data that is stored in the United States can be surveilled according to different—and lower—standards.

When Canadian personal data is in the United States, it does not get protection from the *Charter of Rights and Freedoms*. It also does not get protection from the American Constitution, which does not apply to non-US residents. Hence the black hole.

The National Security Agency (NSA), whose ubiquitous eavesdropping was made infamous by Edward Snowden’s leaks, could access the love letter without a search warrant, which would be unconstitutional in Canada. And since the United States and Canada share intelligence so comprehensively, the worry is Canada could get the love letter directly from the NSA, which would defeat the purpose of all the legal protections Canadians are supposed to enjoy.

Snowden’s revelations and the ensuing backlash led to some reforms of American surveillance, but it seems they only offer weak protections for non-American residents.

So the question becomes: how should Canada protect the data of Canadians?

The issue for Austin is not rogue spy agencies or criminals illegally stealing private information—which, no doubt, happens—but rather standards for lawful access. “This is not about absolutely preventing access by the state, but about the constitutional framework regulating access,” she says.

Prohibitions against access or unfettered access are not real options, because it is clear that in some circumstances the Canadian government must violate privacy. “The issue is regulating that access and making sure that it is regulated in a way that is protective of people’s interests,” Austin says.

The Canadian *Charter* does not explicitly mention privacy, but section 8 has been interpreted to protect everyone’s “reasonable expectation of privacy.” Without our own thoughts, we cannot be or become ourselves. Private spaces allow us to grow and differentiate as distinct individuals, and develop, as Austin has written, an “authentic inner life and intimate relationships.” That exhibitionism on social media is so ubiquitous should not be taken as indication that privacy has lost its value.

Austin has always been interested in “what’s public and what’s private, the pressure that technology places on those divisions, and the law’s response to that,” she says. At its best, the law is destined to play a “good catch up game.”

She has played a major role in this process. A few years ago, when Austin sat on a committee to study the question of whether the University of Toronto should outsource its faculty and staff e-mail system to free alternatives provided by companies like Google and Microsoft, she began to think about the implications of decisions about where to locate our data. With co-authors, and with research assistance from then-2L Daniel Carens-Nedelsky, she expressed her concerns about privacy and outsourcing in “Seeing through the Cloud....” (A decision by the university about faculty and staff e-mail is still pending). She also helped the Canadian Judicial Council develop a model policy for access to court records in an age of electronic access.

THE CANADIAN “CLOUD” IS, IN FACT, MOSTLY LOCATED IN THE UNITED STATES, AND OUR DATA THAT IS STORED IN THE UNITED STATES CAN BE SURVEILLED ACCORDING TO DIFFERENT—AND LOWER—STANDARDS.

WHEN CANADIAN PERSONAL DATA IS IN THE UNITED STATES, IT DOES NOT GET PROTECTION FROM THE CHARTER OF RIGHTS AND FREEDOMS ... NOR FROM THE AMERICAN CONSTITUTION.

Last year Austin’s scholarship on privacy was cited in (a mere) three decisions of the Supreme Court of Canada: *R v Spencer*, *Wakeling v United States of America*, and *R v Fearon*.

In *Spencer* Austin’s work helped persuade the Supreme Court to accord greater protection to subscriber information by recognizing that there can be “a reasonable expectation of privacy in the subscriber information. The disclosure of this information will often amount to the identification of a user with intimate or sensitive activities being carried out online, usually on the understanding that these activities would be anonymous.”

In *Wakeling*, Austin was cited in support of the proposition that individuals still retain a “substantial privacy interest” in information that is wiretapped, even though an individual may anticipate that law enforcement agencies could seek to access this information. Privacy intrusions that are “expected” can still be “problematic,” Austin noted, which the Supreme Court echoed.

What is to be done about it?

One option is requiring that sensitive data gets stored on Canadian soil, what some call “data localization.” It is no accident that Microsoft is opening two new data centres in Canada, with one in Toronto. Other companies will probably follow suit to respond to rising concern about the security of data.

In 2004, British Columbia became the first Canadian jurisdiction to enact data localization provisions. The legislation was triggered by concern about government outsourcing the billing for medical services, and residual concern about the reach of the American Patriot Act, legislation that passed in the wake of 9/11 and dramatically expanded surveillance powers.

Data localization has proved more difficult to enforce than expected. British Columbia’s legislation has been tweaked over the years, and is now again under review. Alexis Kerr, JD 2001, a former student of Austin’s, works with the Fraser Health Authority in British Columbia, which is funded by and accountable to the provincial Ministry of Health. She has seen how British Columbia’s data localization requirements quickly ran into difficulty.

For example, some medical service support simply required the involvement of American companies because no Canadian alternative existed. Originally, legislation did not allow business with those companies at all. British Columbia’s legislation required that such a company disclose if a foreign government (like the American government) had demanded disclosure of data. But in 2006 legislation was altered to fix this problem.

The trouble is that the Patriot Act prevents the recipient of a request from disclosing it. “Even if we put British Columbia’s disclosure requirement in a contract, we put a service provider in the United States between a rock and a hard place, because it is impossible to comply with both provisions,” Kerr says. “So if they have to choose between whether they will breach the Patriot Act or British Columbia privacy legislation, we can be pretty sure in most cases the choice will be to comply with the Patriot Act because the consequences are far greater for non-compliance.”

Kerr thinks measures need to be taken to protect privacy, but says it is an “open question whether data localization laws as currently constructed are effective at achieving that goal.” She

cautions against taking false comfort in data localization laws, especially when individuals “don’t really realize how much information they are readily giving away themselves, including through personal devices like wearables,” she says. (“Wearables” are increasingly popular devices that people wear on their body to record information like heart rate, location and movement).

The current debate is unsettled and heading in two different directions. On the one hand, Canada recently signed on to the Trans-Pacific Partnership, a major new international trade agreement, which will likely make it harder for Canada to insist on local storage of information. For example, Article 14 provides that every signatory country “shall allow the cross-border transfer of information by electronic means, including personal information, when this activity is for the conduct of the business of a covered person.” There is a public policy exception, but it remains to be seen whether it is interpreted to mean a lot or very little.

In a major policy development pulling in the opposite direction, a recent decision by the European Court of Justice, in a case called *Maximilian Schrems v Data Protection Commissioner*, has made it more difficult for European companies to send personal data to the United States. The case was about an Austrian doctoral student who argued that the protection of his personal information on Facebook, which was stored in the United States, was inadequate.

The longstanding European position had been that personal data cannot be sent to third party countries without a guarantee of adequate protection. For years, American companies that pledged to respect certain principles, the so-called “Safe Harbor Privacy Principles,” could receive European data. Compliance with these principles was based on self-monitoring and self-assessment. The Schrems case struck down this voluntary arrangement, and requires that more be done. Negotiators are now scrambling to come up with an alternative.

Long term, Austin thinks Canada will have to enter into treaties with other countries to ensure that “when a Canadian person’s data is in your jurisdiction, it is protected as if it were in Canada,” she says. “Canadian law should follow where your data goes.” ↵

Untangling IP law in a world of trade agreements

Patent Law Colloquium
keynote speaker asked:
Is Canada's sovereignty
at stake?

Changes in international IP law resulting from trade agreements pose a potential threat to Canada's sovereign powers and ability to safeguard public health, said Rochelle Dreyfuss, a leading intellectual property expert and Pauline Newman Professor of Law at NYU School of Law. She gave the keynote speech at the fourth annual Patent Colloquium, hosted last fall by the University of Toronto Faculty of Law's Centre for Innovation Law and Policy.

Dreyfuss cited the example of a complaint filed by pharmaceuticals multinational Eli Lilly against Canada under the North American Free Trade Agreement (NAFTA). Lilly is seeking \$500-million in compensation because Canadian courts invalidated patents for two of its drugs: Straterra (an ADHD medication), and Zyprexa (an anti-psychotic medication). Should its claim succeed, Lilly will have significantly altered the authority of Canada, or any sovereign nation, to balance the protection of intellectual property rights against other domestic priorities, such as health, safety and culture.

"Handing control over the elaboration of intellectual property law to foreign investors through challenges to state action can have a profound social impact and insidious effects," said Dreyfuss. "It can affect health in the form of access to patented medicine, safety in the form of access to patented technology such as the

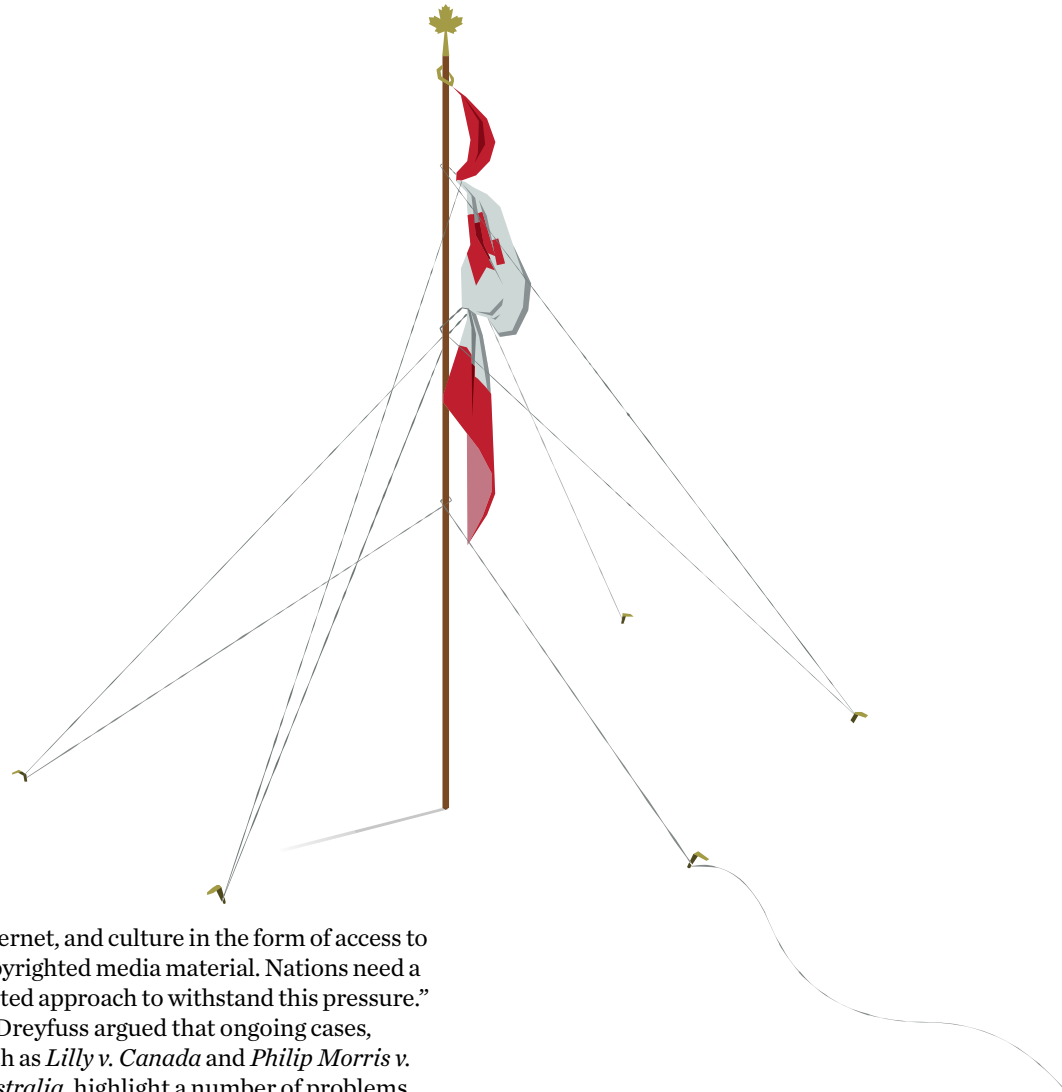
Internet, and culture in the form of access to copyrighted media material. Nations need a united approach to withstand this pressure."

Dreyfuss argued that ongoing cases, such as *Lilly v. Canada* and *Philip Morris v. Australia*, highlight a number of problems with the current system of investor-state dispute settlement (ISDS) in the intellectual property space.

In *Lilly v. Canada*, the claim is that after NAFTA went into effect, Canadian courts changed their approach to the utility requirement of patent law, but not in a way that reflected the US approach to utility. "According to Lilly, that violated the intellectual property provisions of NAFTA, and under the agreement's investment chapter, the new analysis of utility and its consequences amounted to a deprivation of fair and equitable treatment and an indirect expropriation of its property," Dreyfuss said.

In *Philip Morris v. Australia*, the tobacco company challenged Australia regarding its law mandating that health warnings be dominant on a cigarette package. The trademark is harder to see and branding impact is diluted. Phillip Morris argues the result is contrary to international IP law because it amounts to an indirect expropriation of the company's trademarks under an investment agreement between Australia and Hong Kong.

The problem is not the idea of dispute settlement, said Dreyfuss. Settling disputes between nations through arbitration is far better than wars. But there are significant



differences between arbitrating state-to-state disputes and investor-state disputes. A closer look at these differences reveals flaws in the ISDS system. It needs to work better in balancing and adjudicating international IP law, investment and national sovereignty issues.

One difference is that states are constrained by geopolitics. They must weigh the decision to pursue a case against other national interests such as peace and security, and the benefits of international alliances. Unlike investors, states must also consider how a decision might affect their own sovereign powers. “Lilly, for example, is free to argue that NAFTA froze each member’s patent law. It will never have to grapple with economic disruptions, epidemics, environmental concerns and other national emergencies that require government action. Nor must it respond to new forms of creativity or changing business models. Nations must,” Dreyfuss said.

She cited the example of how the emergence of patent trolls led the Supreme Court of the United States to change the law on injunctive relief. It’s not likely the US would ever argue it had given up its authority to adjust patent law after NAFTA. Remedies are another key difference between state-to-state arbitration under the World Trade Organization (WTO) and ISDS arbitration. Dreyfuss noted that in the WTO, the remedy is law revision. But in the case of ISDS, it’s money. Philip Morris launched a parallel suit against Uruguay that set out an assessment method that would result in damages in the range of US\$25-million to US\$2-billion.

“This would go to a firm that earns something like twice Uruguay’s GDP. If you add on the substantial cost of defending these actions, the threat of ISDS can be enough to prevent countries from taking action that is in their best interest, even when they are complying with international IP law,” Dreyfuss said.

The arbitrators are different too. Those on WTO state-to-state dispute resolution panels are mostly drawn from government service and have diverse backgrounds. The arbitrators chosen for ISDS cases by ICSID, the World Bank’s arbitration centre, are mostly lawyers from developed countries.

“They have different levels of appreciation for a state’s responsibilities to all its citizens, as opposed to a firm’s responsibilities to its investors. The disposition of ISDS arbitrators to respect sovereign autonomy is likely to be very different from that of WTO panelists,” she said.

Burden of proof is an added concern. In a state-to-state dispute resolution, the complainant must show the other state violated the

WTO’s TRIPS (Trade-Related Aspects of Intellectual Property) agreement.

Investor-state disputes are different. Compliance with international IP law becomes a defense of an action for expropriation under NAFTA.

So the

“

It can affect health in the form of access to patented medicine, safety in the form of access to patented technology such as the Internet, and culture in the form of access to copyrighted media material. Nations need a united approach to withstand this pressure.”

party with the burden of proof in the *Lilly v. Canada* case is Canada.

Finally, WTO decisions can be appealed to a sitting panel of appellate judges. But ISDS rulings may be reviewed only for egregious types of error.

How have these two approaches to settling international disputes involving IP law taken such divergent paths? And once that’s understood, what can be done to solve the problem?

Dreyfuss said a prime cause has been the reconceptualization of intellectual property in international law from an incentive to innovate to a commodity, just like steel, cotton or sheep. Then came the assetization of IP.

“You had phenomena like Bowie bonds, securities backed by David Bowie’s IP portfolio. Soon the focus turned from incentives and commodification, to protecting IP as an investment. Any government action affecting the quality of these investments began to look like expropriation, or unfair and inequitable treatment,” she explained.

The reframing of IP from incentive to investment has had the collateral effect of exposing sovereign nations to a new threat. They face the prospect of costly actions by foreign investors with uncertain outcomes in a flawed ISDS arbitration system. This limits their ability to act in their best interest to balance incentives to innovate with public access to the fruits of innovation.

Dreyfuss proposed some ideas to make the ISDS system work better and halt this reconceptualization trend, so as to realign international IP law with its innovation incentive roots.

She argued ISDS arbitration needs to better reflect world norms on regulatory decisionmaking and adjudication. That means “transparency, opportunity to be heard, reasoned decisions and right of appeal.”

Dreyfuss recommended fee shifting that would require the loser to pay the winner. This would deter challenges aimed at chilling lawful regulation.

The negotiation process and substance of international trade agreements also need to improve. Trade agreements are negotiated in secret and negotiators hear only from the IP rights holders. “Broader participation would alert negotiators to the delicate balance IP rights are supposed to represent, and thus produce better substantive outcomes,” she said.

Substantively, the exceptions and limitations in trade agreements are of crucial importance. Based on a preliminary analysis of the new Trans-Pacific Partnership (TPP) agreement, Dreyfuss was cautiously optimistic it may be moving in the right direction.

The TPP includes commitments to public health affirmed by the WTO. It states parties can advance public welfare objectives, such as public health, safety and the environment, without committing an indirect expropriation. For Canada, it also clarifies that fair and equitable treatment is about a genuine denial of justice, as measured by due process principles. “With that language, it should be harder to challenge a decision of the Supreme Court of Canada,” she said.

Sovereign nations need to work together on free trade and investment agreements that include IP property provisions and mechanisms that can be used to motivate innovation without damaging state authority to safeguard public values.

“Even states that are strong innovators right now must retain space to govern so that if, in the future, they are overtaken in some critical area, they can alter existing law and thus continue to protect their citizens’ welfare. Countries need to stand together to resist investors’ protectionist impulse,” Dreyfuss said. ↩

* The annual University of Toronto Patent Colloquium is made possible by a generous gift from Teva Canada.



THE CLOSER

If you were cheering for the Blue Jays last fall, as so many Canadians were from coast to coast, you can thank Herb Solway, a former chair of the club, and one of Toronto's legal titans who helped bring the baseball team here in 1977.

By Tim Hutzul, LLB 1995
Photography by Dan Bannister

How many alumni have had a future Hall of Fame and Super Bowl quarterback debate whether to shun the National Football League in favour of Toronto with Herb Solway, JD 1955, in his home office? Or had a senior sports executive compare him favorably to a character from the movie *The Sting*, praising Herb's ability to get what he wants—while letting the other guy think he won?

Herb will forever be linked to his important role in bringing the Blue Jays to Toronto, as brilliantly told in the documentary *What if—the Unlikely Story of Toronto's Baseball Giants*, written by Sportsnet's Stephen Brunt. It's must-see TV for any Toronto sports fan—how Solway helped a group of “cock-eyed optimists who knew less about baseball than they should have” to secure a major league franchise. In the process, Brunt credits the group with unintentionally bringing about the end of the commissioner of baseball as an all-powerful “Tsar,” a role dating back to Commissioner Landis and the “Black Sox Scandal,” when eight White Sox players were accused but later acquitted of game fixing in exchange for money from gamblers.

“It was only years later,” says his son Gary Solway, LLB 1983, “that I truly appreciated a childhood spent at spring training and football camps with unparalleled inside information and access.

As a kid, it was just Dad's job.”

Herb's influence continued beyond winning the franchise. Former Jays executive Paul Beeston calls Herb a “true and loyal friend,” a man with the “mind of a chess player,” which is likely why every executive since the start of the franchise called upon Herb for counsel and advice, he adds. This institutional knowledge has had a profound influence on the success of the club. Jays insiders joke Solway is the “Designated Fretter,” always worried about some detail and Beeston can't resist making a dig. Herb fancies himself “the game's ultimate strategist,” says Beeston with infectious enthusiasm. “He can tell you what pitch to call.”

Former general manager Alex Anthopoulos says he went to Herb for advice on a variety of issues, including player trades (does that qualify as billable?) and that “he feels lucky to have worked with Herb,” and to have had a chance to be his friend—a widely shared sentiment across many walks of life.

Herb Solway—lawyer, firm leader, mentor, raconteur, philanthropist, business executive and perhaps most importantly, friend. A man beloved by several generations of University of Toronto law students and lawyers, not to mention Toronto politicians, media and sports executives.



Alumnus
Herb Solway

Last fall, I was back at Flavelle House for my 20th anniversary reunion. The event is a blast. I quickly run into old friends and a number of my professors. Warm greetings are exchanged. We lie to each other about how we haven't aged. Ed Iacobucci, the newly announced dean at the time, gives a good and appropriately short talk during which I recall that, in second year, my roommate and I predicted his future ascension to dean. The evening is off to a great start when across the room I see Herb Solway, founding member and patriarch of Goodmans, Blue Jays ringleader and, importantly to me, the last person I interviewed with during articling week (it was probably less memorable for Herb).

Herb is here for his 60th anniversary reunion. Maybe it is seeing old friends, or seeing the man I associate with being offered my first "grown up" job, or the fact that the Jays are back in the playoffs for the first time since law school, but suddenly I feel nostalgic. Old memories flood back: friends, law school, the Duke of York pub (where appropriately the Class of 1995 is headed after the reunion reception). Seeing Herb, several thoughts cross my mind. First, the intersection of 20th and 60th reunions, Herb's many accomplishments and the Jays' return to glory deserve a *Nexus* profile. Second, at the risk of being superficial, damn Herb looks good. It might just be me but I swear that the man has not aged in 20 years.

A short time after the reunion and still feeling nostalgic, I get the law school to sign off on a Herb Solway story. Wishing to reconnect with Herb, I volunteer to write it. Catching up with him proves great fun. He is how I remember him—witty, thoughtful and charming, generous with his time and impressive rolodex. A wide range of his friends and colleagues are only too happy to talk about Herb. They praise his intellect, judgment, loyalty, sense of humor and humility. People repeatedly cite the positive impact he has had on their lives (more on that later) and how much they treasure his friendship. As we get older, reunions provide an opportunity to reflect. Hopefully, each of us can look back proudly and see someone or something upon which we have made a difference or had a profound influence. Herb Solway's list could fill an entire full-length feature. The incomplete list includes the U of T Faculty of Law, the Blue Jays, Goodmans, directorships at Sun Media, John Labatt, and currently Gluskin Sheff, along with literally dozens of individuals—some well-known and others less so. He tackled issues when society turned the other way, helping to raise millions for mental illness and addiction for the CAMH Foundation and its precursor, the Clarke Foundation, with more than 20 years of dedicated support. Talking to people about Herb gives you a sense of how remarkable a man he is.

"Not only is his career a wonderful example of what our alumni can and do achieve," says Dean Iacobucci, "I especially appreciated hearing his stories of Dean Wright and his colleagues, figures who are, to me, larger than life. It doesn't hurt that he's got a great sense of humour, is an excellent raconteur, and that we first got together to chat in his fantastic seats at the Jays game."

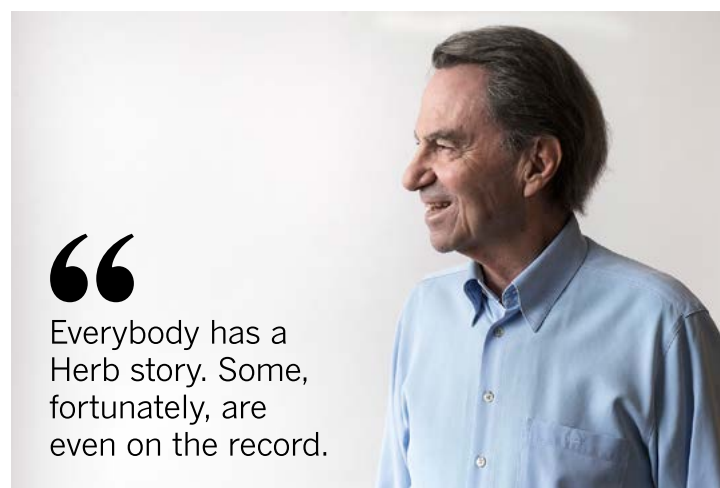
Listening to Herb talk about the early days of U of T Law is wonderful, a chance to travel back in time. His passion for Dean Wright, the early faculty, and classmates such as RJ Grey, is evident. Time goes too quickly, as Herb tells tales of founding law school dean "Caesar" Wright challenging students, and of his commitment

to excellence. Herb laments today's students and lawyers might not fully appreciate Wright's visionary contributions to the law school. "We were," chuckles Herb, "the little school that could."

Everybody has a Herb story. Some, fortunately, are even on the record. Many, like former Premier and Liberal Leader Bob Rae, LLB 1977, elect to keep their stories private. "I won't tell if Herb doesn't," quips Rae.

Allan Leibel, LLB 1970, vividly recounts an event where a standing-room only crowd had gathered to hear firm co-founder Eddie Goodman speak as the guest of honour.

"Picture the Imperial Room of the Royal York Hotel, about 35 years ago. A charity dinner with 1,000 guests, all in tuxedos and gowns. Toronto's elite. Eddie is at the microphone, and rambling more than a bit in his speech, as he tries to counter his introducer's light-hearted attacks," recounts Leibel. "From the edge of this huge room, a young Herb Solway stands up and shouts: 'Mr. Goodman, do you have any *prepared remarks* this evening?' It brought the house down. Who else but Herb," Leibel marvels, "would have the courage, wit and cadence to pull it off?"



Everybody has a Herb story. Some, fortunately, are even on the record.

"Herb is in the DNA of Goodmans," says partner Logan Willis, JD 2006. "All of us here continue to enjoy his involvement and his wisdom" says firm chair, Dale Lastman. Lionel Schipper, LLB 1956, credits Solway with the strategic vision to recruit the best students as integral to the future success of the firm. "See-in-the-dark smart," says Schipper. "Recruiting is in his blood." Adds Catherine Chang, LLB 1988, the firm's alumni relations director, he has "a special knack for reading people."

Lessons on how to treat clients and the endless possibilities of the legal profession; pep talks and career advice; positive encouragement and loyalty; trips to Palm Beach and Jays games; thoughtful gestures for spouses and kids. Anthopoulos recalls Herb showing up at his house with his wife's favorite ice cream during a difficult week; the specific details may have faded, but not the impact of the thoughtfulness and genuine kindness that inspired it, two hallmarks of Herb Solway. ↗

Faculty of Law establishes North America's first research chair for investor rights

The Honourable Hal Jackman's gift establishes the J.R. Kimber Chair in Investor Protection and Corporate Governance

By Lucianna Ciccocioppo
Photography by John Guatto



Meet the first research chair for investor rights in North America: alumna Prof. Anita Anand. Anand, a corporate law and governance expert, is the new J. R. Kimber Chair in Investor Protection and Corporate Governance at the University of Toronto Faculty of Law—the first research chair of its kind in North America—thanks to a generous gift from well-known philanthropist, the Hon. Hal Jackman, LLB 1956, a law school alumnus, former U of T chancellor and former lieutenant governor of Ontario.

The Chair is named after J.R. Kimber, author of the foundational *Report of the Attorney General's Committee on Securities Legislation in Ontario*, Province of Ontario (March 1965), which laid the foundation for Canada's modern securities regulatory regime. A chair is the highest academic honour for scholars, and allows them to pursue research in a high-priority area.

One of the purposes of securities regulation is to ensure that investors are protected. Yet, while advances have been made, Canada's securities regulatory system has historically been criticized for ineffectively deterring financial market abuses. Furthermore, technological advances, such as the rise of equity crowdfunding, and high proportions of transactions in the less-regulated private markets, have increased opportunities for investment fraud and, as a consequence, the need for new regulatory tools, if investors are to be well-protected.

"We cannot and should not underestimate the importance of investor protection in today's capital markets," says Anand. "More than 50 percent of Canadians are invested in our markets outside a registered retirement savings or similar plan. Ensuring that investors are adequately protected is fundamental to the well-being of our society."

Anand's research expertise focuses on capital markets regulation and corporate governance, capital-raising techniques, systemic risk as well as legal ethics and the corporation. Since 2010, Anand has served as the academic director of the Centre for the Legal Profession, and in this role has led the development of its new Program on Ethics in Law and Business. She is cross-appointed to the University of Toronto's School of Public Policy and Governance and in 2015 was appointed by Ontario's Minister of Finance to the Expert Committee to Consider Financial Advisory and Planning Policy Alternatives.

"Investor protection is based on an understanding of the public interest," explains Anand. "My research focuses on investor protection including investors' rights and remedies. Among other things, I plan to investigate whether new remedies for investors, including a remedy whereby investors gain back lost funds, are warranted given the potential contribution of these remedies to bolstering confidence and efficiency in our markets."

"I am enormously grateful to Mr. Jackman for his remarkable and continuing generosity to the Faculty of Law," says Dean Edward Iacobucci, "and for his dedication to the protection of investors that motivated this gift. I am delighted that Prof. Anand will be the inaugural chairholder. Not only is she a regular and important contributor to scholarship on investor protection and governance matters, but also to law and policy on the ground. She will be outstanding in bringing her research to bear on legal reform in this area." ↗



Law students
Pooja Lassi,
Ashley Major and
Vivian Lee. (Due
to scheduling
conflicts, Jacob
Aitken is absent)

By Karen Gross
Photography by KC Armstrong

THE EVOLUTION OF ADMISSIONS



Looking beyond the numbers,
a successful application
could look very different today
than it did in the past



Growing up on a farm in rural north-central Saskatchewan, Ashley Major did it all. She and her three sisters would wake up early to water and feed the cows. They built fences, dug dugouts, planted trees and drove the tractors and the grain trucks. They helped with the harvest and the yearly cattle roundup, tagging, vaccinating and castrating the herd. They attended school in the nearby town of St. Brieux, population 650. Major was one of 12 kids in her graduating high school class.

"It was busy. It was a busy 18 years," Major, 25, says wryly. The daughter of a mother who was a nurse and a father who farmed full-time, Major set her sights on law school from an early age. Much of the impetus came from watching the TV news and sharing observations with her family. "I was particularly interested in women's rights abuses," she remembers. "Domestic violence, missing and murdered Aboriginal women, sexual violence against women around the world."

Attracted by the International Human Rights Program and the enticing array of clinical opportunities, Major aimed for the University of Toronto's Faculty of Law. In Regina, she completed an undergraduate degree with a major in human justice. She worked as a waitress and a domestic violence counselor to save money for school, which she had to pay for herself. She posted very strong grades and did well on the LSAT, but figured most of the other applicants had too.

"I grew up in a very different background from most people and a lot of things aren't captured by the numbers," she says. "You don't see that I was taking my books to work overnight at the shelter when I was studying for my LSAT. Or that I would pull them out when the tables were quiet at Earl's restaurant."

That's where the law school's new holistic admissions formula gave Major's story a voice.

Devised and launched three years ago by Associate Professor Ben Alarie, JD 2002, admissions committee chair, together with Assistant Deans Alexis Archbold and Sara Faherty, the process relies on extensive statistical analysis of an applicant's academic background and performance, which helps project the odds of success in the first year of law school. That counts for two-thirds of an application's weight. If the "hard" analysis passes muster, the applicant's personal statement and biographical sketch, along with an optional essay, are passed on to the committee. Each statement is evaluated and scored separately by at least three readers. That so-called "soft" side of the application is worth the remaining third of the overall package.

"It's no longer the case that if you have a really high LSAT and a really high GPA then, no matter what, you'll be admitted," Alarie says. "If you won't bother to write a personal statement or put much effort into it because you think you're such a strong candidate, the committee is unlikely to evaluate you very strongly."

But with good grades and LSAT scores, your personal statement could be what tips the balance in your favour, and ultimately gains you admission to a school you may have feared was out of your reach.

That's how things worked out for Jacob Aitken, 28. Raised in Sarnia in southern Ontario, Aitken left home at the age of 17. After graduating high school, he worked in a call centre doing computer repair by telephone for two years. He enrolled at Western University, but floundered during the first three years of his undergraduate political science program.

"I was trying to figure out my life," Aitken says. "I got myself into a lot of trouble and school was always the first thing on the chopping block as far as priorities went." Aitken skipped classes, missed exams and notched a few failures on his transcript. By the time he made it to fourth year, Aitken managed to get serious about school. He pulled up his grades and he had a "pretty good" LSAT score. He checked off U of T on the Ontario Law School Application Service (OLSAS) common application, but assumed he didn't stand a chance here.

"Admittedly I thought it was a shot in the dark," he says. "I thought you'd have to have a perfect application package to be considered. So I just did it as a formality I think." Much to his surprise, Aitken was admitted.

"I just told my life story and why I had trouble and how I was able to turn it around," he recalls. "I told them why I was so passionate about law school and why I was confident that my problems were not going to return."

Aitken became a key player in the law school's recruitment-outreach program, meeting and speaking with prospective students, sharing his story and encouraging them with his own success. "I explain to them that my classmates are an incredibly diverse group," he says. "They come from every imaginable background and area of study. And I tell them most of all to be as honest as they can in their personal statements because the admissions committee knows what they're looking for."

It's a message that Jerome Poon-Ting, as the law school's senior recruitment, admissions and diversity outreach officer, is determined to pass on to as many potential applicants and undergraduate career advisers as he can. Poon-Ting—only the second person to hold his relatively new position—is tasked with finding the most promising applicants wherever they may be, and convincing them not to be intimidated by U of T's daunting reputation. There are many myths, he says, perpetuated most often online, usually by people who have never had direct exposure to the U of T law school or its students.

"That it's such an unhealthy competition, that the students are cutthroat against each other," he lists. "That you have to be an absolute Einstein genius to even stand a chance of getting in. None of that is true." In fact, Poon-Ting says, the students couldn't be more collegial. And thanks to the holistic admissions formula, an attractive application package may look quite different today than it did in the past.

“ I GREW UP IN A VERY DIFFERENT BACKGROUND FROM MOST PEOPLE AND A LOT OF THINGS AREN'T CAPTURED BY THE NUMBERS. ”

For example, consider 23-year-old Vivian Lee, now in her second year. The only child of parents who emigrated from Hong Kong in the early 1990s, Lee grew up in the Toronto suburb of Scarborough. Her father worked as a waiter while her mother managed a coffee shop that was owned by an aunt. Neither had gone to university, and neither spoke English very well. Lee excelled in high school and considered a legal career because she enjoyed public speaking and thought she could advocate for the underprivileged. After completing her bachelor's degree with majors in criminology and history, she applied to U of T law because it was highly ranked and close to home.

“I didn't think I would get in largely because of my LSAT score,” which was below the median for U of T, Lee says. She also worried because she was the first in her family to complete such a complicated application. She noted her socioeconomic and ethnic backgrounds and wondered if these would put her at a disadvantage, because she pictured the law school as a mostly homogenous mass of privileged progeny. She was surprised when she received her acceptance, and even more pleasantly surprised when she met her classmates.

“I'm most impressed by the quality of my peers. They are truly exceptional. They're very kind and generous. No one is out to get me,” Lee says with a chuckle. “Essentially, having a larger group of people from different backgrounds would strengthen the legal community, and help it represent the more diverse nature of the country,” she says. “As a racial minority, I'll be able to understand the difficulties faced by people like my parents.”

Lee's classmate Pooja Lassi agrees. Born in Pakistan, Lassi's family came to Canada when she was three. She and her two siblings were raised in a middle class home in suburban Mississauga. Initially, she says she was interested in criminal law. But lately she's been captivated by immigration, and by the people she has worked with during her experiential course and at a summer placement in Toronto.

“The current refugee crisis caught my attention,” she says, “and working with immigrants at Flemingdon Community Legal Services.”

The shift in approach to admissions—and the student cohort it has produced—

haven't gone unnoticed among the people who hire and recruit law students. Ari Blicher, LLB 1995, is director of the student and associate programs at the Toronto firm Aird & Berlis LLP. He remembers noticing a change almost immediately.

“A few years ago I was speaking to a first year class and the students were just so engaged and funny and involved, I wondered ‘Wow, what's different?’” he says. Blicher learned that this was the first cohort that had gone through the new admissions policy. “U of T students are always impressive. But something had changed. It was really palpable.”

Since then, Blicher has seen his impression borne out in the quality of the students who interview for summer jobs. “That might be a real game changer,” he says, recalling one student who had launched and run her own successful tea business before deciding to apply to law school. “They always have incredible marks and terrific LSAT scores. But my sense is I've seen an uptick in more well-rounded candidates. That's great, because the person sitting in the corner office could easily be someone who was on the dean's list, but could also have been an above-average student who has phenomenal personal qualities, tremendous drive and dedication, and leadership and business skills that are not evident on a transcript.”

The observation is shared by Liam Scott, in the legal services branch of the Ontario Ministry of Health and Long-Term Care. As the student coordinator at his office, he has reviewed thousands of job applications and interviewed hundreds of students.

“I often joke that I would never get my current job now if I had to apply for it,” Scott says. “We're seeing more mature students with more diverse backgrounds and experience. There's a far greater range.”

Now in his third and final year, the law school experience has surpassed Jacob Aitken's wildest expectations. As part of his academic work, Aitken is at Downtown Legal Services, helping to represent tenants in their disputes with landlords. And as an aspiring real estate attorney, he says the work has given him a fresh and essential viewpoint.

“I'm seeing the human side and I think that's certainly changed my perspective on it,” Aitken says. “The most important thing about property is that somebody lives there.”

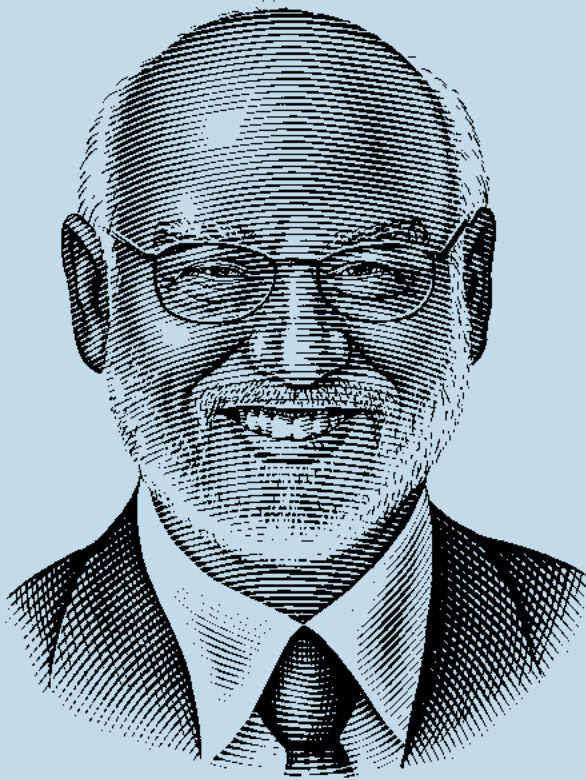
And Ashley Major, in her second year, is pursuing her passion as an advocate for victims of domestic and sexual violence by working for academic credit at Toronto's Barbara Schlifer clinic. Major also won an extremely competitive summer position with Ontario's Ministry of the Attorney General. She'll be assigned to the Crown Law Office—Criminal, where she hopes to be involved in sexual assault and domestic violence prosecutions.

It's all working out just the way she'd hoped, much to her pleasant surprise.

“I can definitely say I was very afraid I wasn't going to fit in,” Major now says. “I think this holistic admissions process has brought forth people from a whole array of backgrounds. People who are immigrants, or who are doing the exact same thing as I am—paying for school themselves. We have such a range of diversity here, anyone can find their place.”



Dear Professor Arnold Weinrib,



Scholar, teacher, mentor and well-loved coach, Arnold “Arnie” Weinrib, LLB 1965, is celebrating a remarkable 50 years at the Faculty of Law. In recognition of this milestone achievement, we have launched the Arnold Weinrib 50th Anniversary Bursary Fund and alumnus David Spiro, LLB 1987, is taking the lead for this student financial aid initiative.

“In life, we come across certain teachers who influence us along the way,” says Spiro. “Only a few stand out as having made a truly profound contribution to our journey. Prof. Weinrib is one of those few.”

Adds Spiro: “Arnie has always reflected the highest ideals of the profession, and the idea that one can be committed to the rule of law while, at the same time, pursuing social justice with passion—all with a gentle but mischievous sense of humour.”

We asked for your letters, and read about his famous first year property class (the one that began with a box), his policy-driven “Baby Tax” course and, finally, how to break a full-court press.

Happy 50th anniversary Arnie!

Thank you for introducing me to the mysteries of property law in my first year as a student and your first year on the Faculty, for being a terrific colleague when I joined the Faculty a few years later, for your outstanding contribution to the administration of the law school as chair of admissions, associate dean and acting dean, for being the heart and soul of the best the law school has to offer and for your warm friendship for the past 50 years.

BOB SHARPE, LLB 1970

Thank you for spending so much time on adverse possession in first year property law. My first trial as a lawyer was an adverse possession case (before U of T law alumnus, Justice Gans), and I was ready! Congratulations on your 50th anniversary on faculty.

NANCY STITT, LLB 1993

“Planning follows the money.” Though from New Zealand, I took Professor Weinrib’s Ontario Planning paper towards my master’s degree. I learned from Arnie to stay in the real world, against which I test esoteric submissions in commercial disputes.

JOHN FOGARTY, LLM 1975

U of T’s Faculty of Law features many an excellent teacher, now and in the past. During my years there, Arnie Weinrib was, simply, top flight. By what measure? His teaching on property law was just so engaging that your hand shot up to respond to a provocative question before your inner voice even had a chance to clamp your enthusiasm. Professor Weinrib just made things intellectually fun. Pretty soon, it was hard not to read the cases for his class first, just to have more time to mull them over. My only regret is that I never took another class with him.

All the best wishes for a wonderful tribute to an outstanding teacher.

GAIL SINCLAIR, LLB 1982

You would think a teacher of this calibre would know the art of encouragement. But alas, when I swished a hookshot from the foul line (what would now be a three-point shot), Coach Arnie tersely welcomed me back to the bench with the words: “Nice shot...don’t ever try that again.”

FRANK DE WALLE, LLB 1980

No details, no stories. But if Arnie hadn't taught me property, I would not have gone into property theory. Which has sort of dominated my intellectual life ever since. Big, big thank you.

JAMES ERNEST PENNER, LLB 1988

Thank you for teaching me tax law in my second year. Your broad perspective and engaging style left an indelible impression on my world-view and made me realize how important and interconnected are the policy considerations and black-letter, legal aspects of taxation. You transformed what could otherwise have been a deadly dull subject into one of the most fascinating, thought-provoking and enlightening courses I ever took at the law school.

NEVILLE AUSTIN, LLB 1988

Allow me to recall just one out of the numerous moments in which you brought me happiness and/or amusement. After a few weeks of hearing you refer to us only by our surnames (with, I think, a preceding "Ms." for the women among us "baby tax" students), one day right after class you addressed me as "Mark"—there in front of everyone. I felt I'd finally found my proper place at the Faculty of Law.

Arnie, I shall always regret that financial exigencies prevented me from working for you during the summer after second year. Please get in touch if you ever make it to Tokyo!

FONDLY, MARK HALPERN, JD 1986

Thank you for your enthusiasm and intellectual curiosity. You taught me property in first year and engaged the entire class with your humour and quirky perspective on legal issues. You challenged me to move from rote learning to thinking more creatively and rigorously. Also, thank you for your kindness in providing me with a reference that helped me obtain an articling position, which was my first step in what proved to be a satisfying career.

ALL THE BEST,
JUDITH KILLORAN, LLB 1986

"This course is about money." And so began Arnie's course on expropriation. However, it was about much more. Even though Arnie insisted that ours was a school of law, not justice, you wouldn't

know that from the way he taught, discussed and argued. It was one of very few courses in law in which I could pose philosophical questions and have them understood. Thanks, Arnie.

BILL HARVEY, LLB 1977

Back in the good old days (1976) before Orientation weeks and staff counsellors, all we had was Professor Weinrib and a few hardy souls like him to help us navigate the stresses of first year at law school. That's when I discovered the real meaning of the word 'mensch.'

JOSEPH GROIA, LLB 1979

Professor Arnie Weinrib's talent as an educator is well-known. What may not be so obvious is Arnie's passion for and knowledge of basketball.

Arnie was our coach during my law school tenure from 1970–1973. We played in the very competitive Division 1 Interfaculty League. Under Arnie's stewardship, we won the championship for two of these three seasons. In the midst of one of our championship playoff series, a two out of three affair, we had barely scraped out a victory in Game 1 from a talented St. Mike's team. We were blown out in Game 2, largely because of our inability to break St. Mike's stifling full-court press which was very effective in the small confines of the Hart House gym. Understandably, the team's prospects of winning Game 3 and the championship were not looking good.

On the afternoon before the evening game, the team assembled in one of the lecture rooms. Coach Weinrib outlined a strategy to break the press. We in-bounded the ball to a forward (not the traditional guard) who, after drawing in the pressing St. Mike's players, passed to a guard waiting behind the press at centre court. We now had a three on two which we used to our considerable advantage and defeated a stunned St. Mike's team and its raucous fans. I played ball for 30 years and had many coaches during that period. However, the best coaching I ever received was Coach Arnie's breakdown of that smothering St. Mike's press.

HAPPY ANNIVERSARY COACH
ALLAN STERNBERG, LLB 1973

Many thanks for your generous and expert feedback in the review of my thesis under Professor Janisch. I always felt very fortunate to benefit from your extensive knowledge. You brought energy, curiosity and open-mindedness to any situation. And you still do! I enjoy seeing you from time to time as I live close to U of T. You are an outstanding faculty member. 50 years calls for celebration.

BEST REGARDS AND WISHES GOING FORWARD,
MAUD GAGNÉ, LLB 1997

I appreciate the time and effort that Arnie gave to the law school basketball team. I was happy to have him as my coach for three years from 1981–84. Sorry that we could not beat Scarborough College in the final four.

BRUCE ARNOTT, LLB 1984

I owe two debts of gratitude to "Arnie" – one personal and one professional. Late in my last year in graduate school in Minnesota, I was persuaded by a friend to apply to the Faculty of Law. I was right up against the deadline, if not a bit past it. Nevertheless, Arnie invited me to an interview, despite my non-Canadian background and an academic concentration in a field that could be considered furthest from skills needed as a law student: abstract mathematics. His openness changed my life and I have been a Toronto resident ever since.

On the professional side, his seminar in land use—which, by name, must sound like the most tedious law possible (I'm sure we all have our favorites for that award!)—may have been the most deeply philosophical course I took during my three years. Arnie focused on the elusive dividing line between the legal and the political: what are the proper limits on political decision-making and when is it appropriate for political considerations to override private rights? In my work, I have benefitted from that discussion often.

PHILIP SILLER, LLB 1975

To contribute to the Arnold Weinrib 50th Anniversary Bursary, visit:

<http://uoft.me/ArnoldWeinribBursary>

A large, multi-story building under construction. The ceiling is exposed, showing a complex network of pipes, ducts, and electrical conduits. Some areas are covered with blue plastic. On the left, a series of tall, narrow windows allow natural light into the space. On the right, a mezzanine level with a yellow safety railing is visible. In the lower right, a worker in an orange safety vest and blue pants is walking. The floor is concrete and cluttered with construction materials and tools.

NEW YEAR, NEW HOME

We'll be purging and packing soon, as the Jackman Law Building enters its final stage of completion and the law school prepares for its big move. Here's the relocation plan, and stay tuned for more details about the opening in the fall.

Photography by
Christie Mills



FEBRUARY/MARCH:

Occupancy time; move-in begins with the Bora Laskin Law Library and Student Services

SUMMER:

Faculty move into the Jackman Law Building, staff move into Flavelle House, and graduate students move into Falconer Hall

FALL:

The Faculty of Law welcomes our students in the Jackman Law Building

Official opening

First Reunion Weekend in the Jackman Law Building





Illustration by Joel Kimmel

7 QUESTIONS WITH:

PAUL MORRISON, LLB 1975

**LAW ALUMNI ASSOCIATION
PRESIDENT & PARTNER,
MCCARTHY TÉTRAULT**

Why did you volunteer with the Law Alumni Association?

I find engagement with the law school to be very rewarding and interesting. I like the collegiality of it. I believe alumni have an obligation to give back to their schools, if they can. So I try to give back not only to the law school but also to where I completed my undergraduate education, the University of Pennsylvania. I try to take advantage of the fact that I can give back more readily to the law school because I'm based in Toronto.

What are your main priorities?

To cultivate alumni engagement with the Faculty of Law. I believe our alumni are missing out on something if they're not connecting with, or participating in, a law school activity. With so many graduates practicing in and around Toronto, we have a particular opportunity to foster alumni engagement. This is not a situation where you have to take time away from something else to stay in touch with the law school. You really need to think about it as part of your fun time. It's not stressful, and depending upon any person's level of engagement, it's not time consuming. The point I want to get across is: support the law school because you'll find it rewarding and engaging—and fun—as I do. And because the law school needs you.

What are the hidden gems of the law school?

The whole thing is a hidden gem! [laughs] I really mean it, especially the upcoming gem that is the physical facility. Anybody who went to the school in the last 40 years is going to feel that the physical facility was always much inferior to the quality of education, the quality of professors and the quality of the experience. We're soon going to have a wonderful, new building that everyone has been waiting for.

How do you see the LAA supporting the dean's priority of student financial aid?

A lot of people wonder about the high tuition fees these days. The law school has its expenses, and some of the most important reasons for them are that the school has to be in the position to attract top faculty, and provide strong, co-curricular opportunities,

both of which contribute to the reputation of the school and to the level of education and experiences that students have. I'm certainly convinced. I think it's very important to support financial aid so that qualified students don't forgo the opportunity to attend the Faculty of Law. This is a challenge that other professional schools, such as business, medicine, engineering, and other law schools face as well. And the answer to that is to have a strong financial aid program.

In a world of competing charitable demands, how would you convince alumni to give to student financial aid?

I say this unabashedly: I think U of T has the best law school in the country. We deliver leaders in all areas of the Canadian legal, business and public interest landscapes. It has that reputation, and as a graduate, I want the school to continue to have that reputation. And one of the important ways it can maintain that reputation is by attracting the best student candidates in Canada. So it comes back to the importance of financial aid because many of the best candidates potentially can be intimidated by tuition levels, and it's vital we not let that happen. The best way to address that potential problem is to ensure that financial aid is available to those students who need it most.

What's your favourite law school memory?

The parties that we had with others in the law school because they were a lot of fun. It was a great opportunity to get to know everyone, not only those in your own year. When I first arrived at the law school, and saw people dancing at parties, I said to my now-wife: "Gee whiz, brains can't dance!" Because they were all terrible dancers, but the parties were terrific! [laughs].

What's a little known secret about Paul Morrison?

I'm a great dancer! [laughs]. I'm famous for my dancing, I really am, and that's a true story. My kids will tell you that once I get the juices flowing, I'm a terrific dancer. It's well known by those who have seen me at parties. The "funky chicken" is a particular speciality! 🐔

Out front

ALUMNA RENU MANDHANE
WANTS EVERYONE TO KNOW
THERE'S STILL A NEED
FOR THE ONTARIO HUMAN
RIGHTS COMMISSION

By Lucianna Ciccocioppo
Photography by Michelle Yee



In a corner office flooded with natural light and books, on the ninth floor of a downtown Toronto building, Renu Mandhane, JD 2001, shows me around her new workplace. On the wall to my left, a painting from her parents when they lived in Nigeria, and she in Kingston, as an undergraduate at Queen's University. On the right, a framed etching from Angkor Wat, the famed set of religious temples she visited in Siem Riep, Cambodia, as an exchange student at the National University of Singapore's law school. A small table next to her desk displays family photos, a small wood replica of a traditional Nigerian princess, and a white vintage-style milk jar waiting for some flowers, a gift from a former Faculty of Law colleague.

Just some of the thoughtful reminders of the varied path of this Calgarian's life that led her to where she is today. Mandhane is the new chief commissioner of the Ontario Human Rights Commission, a 45-year-old institution that broke new ground when it first opened its doors.

"It predates the *Charter*. It predates the *International Covenant on Civil and Political Rights*. It really is amazing that it's one of the first human rights institutions in the world."

It's a big job with "shifting priorities," says Mandhane. "How do you balance relevancy with pushing for long-term systemic change that isn't going to happen if you're always distracted by the newest and latest issue that pops up?"

These days, it's about addressing competing rights. "There can be a tendency for the public to think that these institutions are outdated or antiquated because we have such a diverse society. I

think it means the work we're doing now is more nuanced. It's at the cutting edge of human rights, quite honestly, in the world."

Mandhane brings a strong track record in human rights, from an out-of-the-ordinary career path that saw her as a corporate lawyer at Torys, sharpening her courtroom skills—and advocating for the marginalized—as a criminal lawyer at Scott & Oleskiw, and back to U of T law ultimately to head up the award-winning International Human Rights Program. Her clinic work with students advocated for, among many causes, free expression and journalists' rights in Mexico, and the rights of HIV/AIDS-infected refugees in Syrian camps—just some of the initiatives that received national media attention and increased public awareness.

She plans on being heard, on issues such as gender identity, mental health, and racial profiling and policing, by engaging with the eight part-time commissioners around the province, connecting with Ontario communities, and using the media, like her Huffington Post blog and TVO interviews, to get the commission's message out.

"We aren't meant to be a think tank. We aren't meant to be operating outside of the public space, and we're not an academic institution. We're meant to be serving the people of Ontario."

Four months into her new job, she's only just begun. At a recent premier's conference on sexual violence and harassment, she was a beacon charged with networking energy.

"It felt like now I was the person people were trying to meet. It was very nice and warm, and it was very humbling, but it also really reinforced the expectations that people have on me, personally, in this role. I feel very privileged to have been chosen to do this." ↩



Past Due: A new era for business law reform in Ontario

By Anthony Duggan, Professor & Honourable
Frank H. Iacobucci Chair in Capital Markets Regulation

Illustration by Robert Neubecker

Commercial law reform doesn't win votes and it rarely makes the headlines. As a result, it is hard to achieve political momentum for change. This inertia is perhaps inevitable, but it is unfortunate. It is inevitable given the inherently technical nature of many commercial law issues. It is unfortunate because up-to-date and efficient commercial laws are the life-blood of the economy: they enable the creation of wealth; promote entrepreneurship; facilitate market transactions; help create jobs; and improve competition.



The problem was exacerbated in Ontario between 2011 and 2014, when a minority government was in power and the politics of staying in office took precedence over the job of making laws. But after the Liberal Party regained power in its own right in the June 2014 election, the Premier moved quickly to make business law reform a government priority. She gave the Minister of Government and Consumer Services a mandate to review the corporate and commercial statutes in the ministry's portfolio, and this mandate was included as a commitment in the 2015 budget papers. In February 2015, the minister appointed a panel of experts, comprising legal practitioners, in-house counsel and law professors, to investigate and report on the priorities for reform. The panel met on five occasions between March and May and submitted its report to the minister in June. The report is available on the ministry's website at <http://www.ontariocanada.com/registry/>

The focus of the report is mainly on statutes in the Ministry of Government and Consumer Services portfolio, but a number of statutes in the Attorney-General's portfolio were included as well. The statutes under review included the *Business Corporations Act*, the *Limited Partnerships Act*, the *Partnerships Act*, the *Assignments and Preferences Act*, the *Fraudulent Conveyances Act*, the *Bulk Sales Act*, the *Personal Property Security Act*, the *Arthur Wishart (Franchise Disclosure) Act* and the business information and registration laws. Some of these statutes are 100 or more years old and have remained on the statute books since their inception without review or modification. Others are more recent, but have failed to keep pace with developments in the marketplace and the changing needs of business and consumers. The report contains specific recommendations on all these statutes, but it also makes one general recommendation aimed at making sure that, from now on, the province's commercial laws are kept under regular review. That recommendation is for the establishment of a formal process to advise the minister on a regular basis on the need for commercial law reform. In response to this recommendation, the government announced on Oct. 8, 2015 plans to establish a Business Law Advisory Council comprised of up to 12 members appointed for a term of up to three years. This will be a first in Canada and an important early step in Ontario's commitment to getting its commercial laws house in order.

The first set of specific recommendations in the report relates to Ontario's business entity laws. One of the Report's recommendations under this heading is for a comprehensive review

of the *Business Corporations Act*, giving priority to: enabling electronic communications between directors; providing clearer standards of responsibility and accountability for directors and officers; and revising shareholder rights and remedies to take account of the fact that many shareholders in public companies hold their shares indirectly and do not have legal title. Another recommendation is for amendment of the *Limited Partnerships Act* with a view to reducing the potential liability of limited partners and expanding the availability of the limited liability partnership beyond lawyers, accountants and the like. A third is to permit the incorporation of unlimited liability corporations, to bring the province into line with Alberta, British Columbia and Nova Scotia.

The second set of specific recommendations relates to transactional laws. One of the recommendations under this heading is for repeal of the *Assignments and Preferences Act* and the modernization of the *Fraudulent Conveyances Act* (the former dates from the period 1880-1919 when there was no federal bankruptcy regime in Canada and the provinces were forced to step in and fill the gap, while the latter is a translation into 19th century language of a statute enacted in the reign of Elizabeth I to prevent debtors from defrauding their creditors). Another recommendation is for a comprehensive review of the *Personal Property Security Act*, giving priority to (among other things): allowing statutory and contractual licences (for example a fishing licence or a patent licence) to be taken as security; and facilitating security interests in cash deposits (bank accounts and the like).

The third set of recommendations relates to what might be called 'red tape issues' and it includes: rationalizing the disclosure requirements imposed on franchisors by the *Arthur Wishart Act*; simplifying the rules for registration of business names; and improving co-operation among the provinces to simplify compliance for businesses operating across Canada.

The government called for stakeholder input on the report's recommendations and the deadline for submissions was Oct. 15, 2015. So we can expect an announcement shortly on how the government plans to proceed. Businesses and their lawyers will be waiting with interest to see whether the political will is there to take the report's recommendations on board. ↗

* Anthony Duggan was a member of the Panel and the Project Steering Committee.

A man with glasses, wearing a tan blazer, a light blue checkered shirt, and dark trousers, stands on a balcony with a metal railing. He is smiling and leaning on the railing with his left hand. The background shows a vast landscape with mountains under a blue sky with light clouds. The balcony floor has a patterned rug.

*with Gordon
Haskins, LLB 1991,
Country Manager,
RBS*

*On banking in Kazakhstan,
pivoting to the Okanagan
Valley, and everything else
in between*

Interview by
Lucianna Ciccocioppo

Photography by
Van Smith



LC: What was your reaction when RBS (Royal Bank of Scotland) offered you the country manager role in Kazakhstan?

GH: I said, “Well, I’d have to speak to my wife, but I certainly would be potentially interested.” In fact, she responded to it very well. Like me, she was up for the adventure. It’s been that, actually—a great opportunity for me for work, but also a great opportunity to have an adventure out in a relatively unknown part of the world.

LC: Can you tell me a little bit about that adventure?

GH: I’m working in a completely different country where I didn’t speak the language when I came, and unfortunately, I haven’t learned it well enough to do much more than order basic things in a restaurant. Russian is not the easiest language to learn, so that’s had its challenges. We work in English in the bank, and in business, all the time. That’s partly why I haven’t been challenged to learn it, I suppose.

As an undergrad student of Cold War politics and history, it was an unusual part of the former Soviet Union to be working in, but also a fascinating part of the world, and not one I admittedly knew a lot about before I came. We’ve done some travels down to Kyrgyzstan, which is next door. My wife has been to Uzbekistan. Most recently, we went up to Mongolia. It’s been a great opportunity to visit other parts of the world, but it’s also a long way from everywhere. There are not a lot of places in the world that are further from everything than Almaty.

LC: What was RBS’s strategy for going into central Asia, and specifically Kazakhstan?

GH: ABN AMRO, which was the Dutch bank that RBS took over back in 2007, had been out here since the early mid-90s. In fact, ABN AMRO was the first international bank to set up operations in Kazakhstan. It had also come into Uzbekistan after the collapse of the Soviet Union, since there were growth opportunities. When RBS took over ABN AMRO, or parts of it, it gained the international network of offices around the world, which were more numerous than RBS had at the time. The goal was a global investment and network bank. Of course, the financial crisis hit and you could say the rest is history. The bank was bailed out by the UK government during the crisis.

Since then, it’s really been a matter of restructuring and retrenching a fair bit, including exiting quite a number of countries, most recently about another 25, and Kazakhstan being one of them.

LC: So what are you doing now?

GH: I’ve been involved through the whole sales process, negotiating with potential buyers and working on a final bid with one of the buyers. However, we’re still working on the sale—on the various integration aspects and regulatory aspects—as there have been some delays. There are lots of complexities in selling a bank. Then I head back to the UK presumably.

LC: When did you know you wanted to move from being the head of transaction execution in structured finance, to being a strategy leader and country head?

GH: I had done structured finance in Vancouver at Davis & Co., as it was at the time. It’s DLA Piper now. Then I moved to London to join Clifford Chance and started working in securitization and

structured finance. After a number of years, I joined RBS, which had been a client of Clifford Chance, and spent a number of years on the transaction execution team, in the securitization and structured finance business. And then I began looking at some other opportunities.

I had started to become involved in discussions with the trade associations in London and Europe. It was in the early stages of the financial crisis—the villain in all of it was securitization in many people’s minds, and there wasn’t a lot of distinction between the securitizations that ultimately did fail, and those deals that were healthier and, in the end, did survive the crisis relatively well.

There was a lot of discussion with regulators and law makers in Brussels, in particular, who were first looking at the issue in Europe. I started out as an industry expert out of the securitization and structured-finance business, and then decided to take up an opportunity where I would be doing that on a more full-time basis for the bank, working with the regulatory developments team and being one of the main liaisons with people in Brussels, Strasbourg and Westminster on a lot of those early-stage developments with the post-crisis regulation that was coming in.

I did that for a while. It wasn’t so much a light switching on, it was a bit more of a gradual progression, and an opportunity that came up that I decided to pursue for a while. Then another opportunity came up when I made the move back into the capital markets business as chief operating officer. I had known the head of that business for many years in the bank and in fact prior to that, when I was at Clifford Chance, he was a client.

I did that for a couple of years, and that’s partly what resulted in the opportunity to come out here to Kazakhstan as a country manager and take on a lot more responsibility.

LC: What’s next for Gordon Haskins?

GH: Back to London probably, once we finish here. But we recently purchased 15 acres in the Okanagan Valley in BC’s wine region. That’s going to be our early retirement property at some point, a completely different life of orchards and vineyards. Ultimately we’d like to have an art retreat, which is something my wife is quite into.

We had a community art studio in London for a number of years before we left there, which we started up in our local neighbourhood, in a rented old warehouse building, not far from our house in east London. It used to be a glass factory. People in the community helped to fix and clean it up and turn it into a studio space. It grew from there. We had all kinds of different events going on: art exhibitions, summer fairs, ‘jumble’ sales, as we called them in London—a kind of yard or garage sale to raise money for charity. We did a lot of local charity fundraising through the studio, and got the local community really quite engaged, which there was not a lot of in that part of east London. It became a real focal point for the local community, and it’s still running. It’s called Red Door Studios. It’s being managed by somebody we handed the business over to, but we’re still peripherally involved in it with advice here and there. We always go see it when we’re back in London.

Read the full version of this Q & A here <http://uoft.me/haskins>



@NikkiGershbain: Heading to our 15 year @UTLaw school reunion! #ClassOf'00 #BFFs #Didn'tMarryLawyers #GettingOld !



@AndrewLewisFC: Optimal conversation at all @UTLaw reunions tonight: "What have you been doing?" "Well, I'm.....WOOHOO GRAND FREAKIN' JOEY BATS SLAM!"





@UTLaw: Looking forward to seeing our @UTLaw alumni tomorrow when Reunion weekend kicks off! @uoftalumni



Photography by Salathiel & Wesser

REUNION 2015

About 325 alumni from years ending in '0' and '5' celebrated with old friends and classmates October 23-25 for Reunion 2015.

A tour of the first floor of the almost-completed Jackman Law Building kicked off the event, as dozens of alumni donned hard hats and shoe covers for a guided walk through the main areas.

The excitement transitioned over to the Rowell Room, where a cocktail event was in full swing before the class dinners in Toronto—not to mention the Blue Jays game.

View more photos here: <http://uoft.me/r15>

1960

AARON MILRAD, LLB: I started with Fraser Beatty 18 years ago after having my own firm earlier. Through the years, the name of Fraser Beatty changed with different expansions and mergers. It is now part of Dentons, the largest law firm in the world—very exciting for me. I practice in the arts and media area, with a special emphasis on art law. I needed to move to a large national firm, as some of my clients had grown and needed national representation. Now they and my other clients also have international representation, as we have numerous offices in many countries of the world. Dentons is now the largest law firm in China as well. This new change has been very exciting with work in my area of practice coming in from many parts of the world and necessitating travel to places I never thought I would visit. I hope I live to 100.

ROSS LINTON, JD: Retired at 75 after sitting in the Masters Court, hearing references for 25 years. Sat as a member of the Ontario Review Board which deals chiefly with those accused who have been found to be NCR—not criminally responsible—and whether they should be released from hospital and on what conditions, if any. Now fully retired and enjoying family and friends and relatively good health. Attended the Loudon House (University College residence) reunion, celebrating its 50th anniversary. Longstanding member of the Advocates' Society and the Churchill Society for the Advancement of Parliamentary Democracy.

GABY WARREN, LLB: In retirement in Ottawa, I am trying to be a more conscientious husband, father and grandfather than during my abdication of responsibility in my many years of official travel. In 2013 I released my jazz vocal CD, "Reflections of a Jazz Fanatic." As my wife says: "It's a good thing you didn't think earlier of being a jazz singer—we would have starved!"

@BrockBJones: Very excited to begin another year of teaching Youth Criminal Justice @UTLaw! Enrollment is the highest I've ever had!



1975

JOHN LOCKHART, LLB: I do not remember much from first year law back in 1972. However, I think that I will never forget Mendes de Costa teaching us adverse possession. Recently I did an adverse possession application: "open, notorious, peaceful, adverse, exclusive, actual and continuous." Is it all coming back to you?

1976

HOWARD ROTBERG, LLB: After 20 years of being a conscientious and hard-working real estate lawyer in Kitchener-Waterloo (Olsen, Rotberg & Babcock), I took early retirement from my law practice in 1998 to pursue two new careers. I am what we call a "Double Bottom Line" real estate developer. One bottom line is that each project must make some money, although we do projects for less profit than usual. The other bottom line is that the project must do some social justice or cultural enhancement. Most of our projects involve the conversion of heritage properties like old churches, warehouses, even fire halls, into nice, affordable rental housing for low-income working people, usually working with government-inducement programs. My second career is writing and publishing. I have written three books: *Exploring Vancouverism: The Political Culture of Canada's Lotus Land*; *The Second Catastrophe: A Novel about a Book and its Author*; and my latest book *Tolerance: The Ideology Revealed*.

1984

ALASDAIR ROBERTS, JD: I've just taken a new position as a professor in the Truman School of Public Affairs at the University of Missouri, with courtesy appointments in the School of Law and the Department of Political Science.

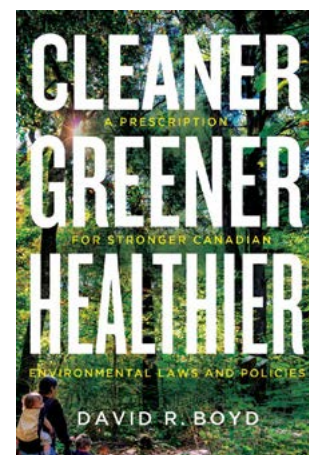
TIM WACH, LLB: After 30 years spent mostly in a somewhat conventional tax practice at Gowlings and one of its predecessor firms, Smith Lyons, as well as two periods spent working in tax policy at the federal Department of Finance, I took the leap in 2015 into a business role as managing director of Taxand. Taxand is a global organization of 45 tax advisory firms with more than 400 partners and over 2,000 tax advisers. Needless to say, travel is a big part of my new job. The change has been energizing!

1989

DAVID BOYD, LLB:

In September, I boarded the train in Vancouver, setting off on a four week trip to promote my two new books, *The Optimistic Environmentalist: Progressing Towards a Greener Future* (ECW Press) and *Cleaner, Greener, Healthier: A Prescription*

for Stronger Canadian Environmental Laws and Policies (UBC Press). The tour was also timed to coincide with the federal election campaign in an effort to raise the profile of environmental issues. I'm an adjunct professor at Simon Fraser University.



1998

TAMARA KRONIS, LLB: My custom fine jewellery studio, Studio1098, was voted "Best Jewellery Store in Toronto" by the readers of *Now Magazine*, and has won the NOW Toronto 2015 Readers' Choice Award!



2000

O. ANDREW WILSON, LLB: I'm now a partner at ECBA, a New York litigation boutique that focuses on complex commercial matters and constitutional rights. My commercial practice involves an array of cross-border litigation issues, including a recent win in the Second Circuit Court of Appeals, on behalf of a Swiss national seeking documents related to the Bernie Madoff fraud. My constitutional practice involves race and national origin matters, like a recent settlement that reformed the Pine Bush School district to address pervasive anti-Semitic bullying.

@SpiroToronto: Congratulations to Rob Prichard, former Dean @UTLaw + former President of @UofT on his appointment to the Board of Directors of @BarrickGold



2005

BENJAMIN PERRIN, JD: It's hard to believe that my wife Claudia and I met during my first week of law school (although she wasn't a law student). We now live in Vancouver with our three kids: daughters Rivers (4) and Avia (2) and son Forester (2 months), and our dog Skip (55 in dog years!). I'm an associate professor at UBC Law, recently renamed the Peter A. Allard School of Law. If you're an old law school friend please let us know when you're in town—we'd love to see you!

2006

ROB TÉTRAULT, JD: I'm a portfolio manager with the Wealth Management Group, National Bank Financial. In 2015, I won the BlackRock Award for Portfolio/Discretionary Manager of the Year at the inaugural Wealth Professional Awards in Toronto, where more than 400 industry professionals gathered in June for the first-annual WP Awards gala at Toronto's Liberty Grand.

2009

JASMINK KALAJDZIC, LLM / LLB 1995: After a dozen years as a litigator, I returned to U of T for my LLM and then happily landed a permanent faculty position at the law school in my hometown of Windsor. I teach Evidence, Class Actions and Law and Catastrophe, a course I designed. I'm currently on a one-year sabbatical leave. According to my research plan, I will use this time to write a book on class actions and access to justice. According to my three kids, I'll be baking a lot of cookies.

Send your Class Notes to:
nexus.magazine@utoronto.ca

@RobCenta: Delighted, but not surprised, to see my brilliant @UTLaw pal @ddebrow listed among 16 Torontonians to watch in 2016
<http://fw.to/EKotz1j>



2010

SHANNON BEDDOE, JD: I practice family law at Martha McCarthy & Company where I represent and advise clients on issues related to divorce, custody and access, spousal and child support, division of property, separation agreements, and domestic contracts. Prior to joining the firm in September 2014, I practiced commercial litigation at Lax O'Sullivan Scott Lisus LLP.

@UofTFashionLaw: So proud of the @UTLaw coverage of our Fashion Law Panel! @shawnhewson @BrandFashionLaw



CHRISTOPHER SOMERVILLE, JD: I'm an associate lawyer with Affleck Greene McMurtry LLP, one of Toronto's leading boutique litigation firms—over four years of practice to date covering commercial and civil litigation in general, and securities litigation, administrative law, and employment disputes in particular.

2014

ODETTE UY, GPLLM: The Canadian Board Diversity Council has named me to the 2015 Diversity 50, whose members have been vetted as board-ready candidates for Canadian board directorship.

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Michael McSorley

JD 1977

The strategies and expertise Michael McSorley gained at law school served him well throughout a stellar career in Canadian mining. His goal now is to give deserving students the same advantage. That's why he established the McSorley Scholarships for graduate studies in law. Leave a gift in your will to the Faculty of Law and you too can support the next generation of legal minds. Your bequest is a meaningful way to join the Faculty's Boundless campaign.

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