



Proposed Enhancements to the Law Society's Annual General Meeting

Date: December 20, 2013

Submitted to: Law Society of Upper Canada,
Governance Issues Working Group, Policy
Secretariat

Submitted by: The Ontario Bar Association



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Introduction

The Ontario Bar Association (“OBA”) appreciates the opportunity to comment on the proposed enhancements to the Law Society’s Annual General Meeting (“AGM”), as set out in the Law Society of Upper Canada (the “Law Society”) Governance Issues Working Group – Enhancements to the Law Society’s Annual General Meeting, Call for Input (the “proposed enhancements”).

The OBA

As the largest voluntary legal organization in the province, the OBA represents more than 16,000 lawyers, judges, law professors and students in Ontario. OBA members practice on the frontlines of our justice system in virtually every area of law and in every practice type, to provide legal services to a broad range of clients in every region of the province.

In addition to providing legal education for its members, the OBA is pleased to assist government, the Law Society, and other decision-makers with many policy initiatives each year –in the interests of both the administration of justice and the public.

Overview

The OBA welcomes the Treasurer’s interest in exploring enhancements to the Law Society’s AGM, in keeping with Convocation’s affirmation of governance effectiveness as an important ongoing objective for the Law Society.

The OBA welcomes proposals for modernizing the Law Society’s AGM in ways that collectively provide members who wish to participate with opportunities to raise issues, ask questions, seek information, and better understand progress on priorities and initiatives identified by Convocation.

The OBA is pleased to provide the following comments on some of the options that the Working Group is considering for revitalizing the AGM, as outlined in the Call for Input.

Comments on Law Society Outreach Initiatives

As the OBA has recognized in previous submissions, we congratulate the Law Society on decisions to consult broadly as part of its policy reviews.



The OBA is proud that our membership reflects many of the same hallmarks of diversity as membership in the Law Society, including representation in every region, age, gender, race/ethnicity, practice area, practice setting, and law firm size. As the country's largest voluntary legal association, the OBA shares an interest with the Law Society in actively engaging members across the province on issues of importance to the legal profession and the public we serve.

The OBA is pleased to have commented on many prior Law Society consultations, which recently include the Articling Task Force/Pathways project, the five year review of paralegal regulation, proposed changes to the process for electing Regional Benchers, and proposed amendments to the Rules of Professional Conduct.

The OBA supports the Law Society's overarching commitment to further develop and enhance constructive means for members to bring issues to the attention of the Law Society, to learn about policy development on priority initiatives identified by Convocation, and to contribute to policy initiatives at the Law Society as they are developed and assessed after implementation. As recognized in the Call for Input, the Law Society's AGM is one of the ways in which these important functions may be carried out.

Ensuring that members have the opportunity to participate fully in the AGM strengthens the Law Society's ability to successfully fulfill its role of regulating the legal profession in the public interest. Greater access to an enhanced AGM will help the profession understand and contribute to issues identified as priorities by Convocation, which will further support the Law Society's highly regarded stakeholder and public affairs outreach. Effective consultation and communication with the members also helps sustain the self-governing status of the profession by enhancing confidence in the regulator of those it governs.

Motions and Promoting Effective Dialogue

The Call for Input presents options related to motions, a new forum for dialogue, expanded Treasurer's remarks, and inviting prominent guest speakers as initiatives relevant to the Law Society's communications and dialogue with the profession, and education through the AGM.

While issues raised by members may sometimes be the subject of resolute advocacy and debate, and perhaps underscore contemporary disagreements amongst licensees, facilitating a critical examination of matters of importance to the members is critical to the Law Society's ability to effectively carry out its public protection mandate.

The OBA has observed and appreciated the Law Society's efforts towards increased transparency over the mandate of this Convocation. As advocates on behalf of the profession, our ability to get information to our members early ensures that policy initiatives are informed by evidence rather than misunderstandings and rhetoric.



As noted in the Call for Input, motions at the AGM have been part of the process since 1969, but they have historically been very infrequent and are not binding on Convocation. This suggests that at most, the ability to bring a motion at the AGM is one of the potential ways in which items of perceived importance to the members may be brought to the Law Society's attention.

The Call for Input identifies other proposals for enhancing the AGM that may serve as effective alternatives for raising issues and seeking debate and input from the members, as discussed below.

By way of comparison, the OBA AGM addresses recognized items such as approving prior Minutes, approving the Auditors' Report and Financial Statements, and introducing reports and remarks from the President and Treasurer. The OBA AGM itself does not provide an opportunity to bring motions, although the larger meeting of the OBA Council – our governing body – does provide a range of other opportunities for members to learn about initiatives and raise issues for discussion and debate. These opportunities include presentations of scheduled items, motions from sections, and hearing from guest speakers (including some from the Law Society, who spoke at our most recent Council on the new Law Practice Program).

In our view, the essential elements to be incorporated at the AGM are providing opportunities for members to hear, raise, and provide input to items of importance. As part of its on-going outreach, the Law Society must also ensure that key issues identified at the AGM benefit from thorough consultations with the profession on a timeframe that allows input from all those interested in participating.

With respect to the other proposed enhancements, a new forum that educates and encourages dialogue between the Law Society and those it governs may assist in allowing members to constructively raise issues of importance with the Law Society.

Providing additional opportunities for the Treasurer to expand on the current discussion of reports and initiatives and to speak substantively about issues of importance also provide an increased opportunity for members to consider and contribute to policy development and post implementation assessment.

Similarly, inviting a prominent guest speaker could provide an additional opportunity to speak to issues and perspectives of importance to the profession.

These in turn may help promote access to the AGM as described below.

Greater Access to the AGM

The Call for Input refers to webcasting, remote participation by electronic means, and rotating the place of the AGM, which relate to increased ability of the members to participate in the meeting.



The OBA is keenly aware of the myriad of ways in which technology can help to make consultation and communication more effective, and we are continually engaged in enhancing our own outreach through volunteer portals, webcasting, discussion forums, access to archived presentations, social media, and an increasingly accessible website.

The OBA applauds the Law Society for actively considering what might be done to facilitate greater access to the AGM, and especially measures that would improve accessibility for members from outside the Greater Toronto Area.

The Call for Input notes that there are administrative and cost considerations that favour hosting the AGM in Toronto. While holding the AGM in Toronto may make it difficult for members living in outside the GTA to participate in person, it is not clear from the proposal that rotating the place of the AGM would alleviate that challenge, except for those living in close proximity to the particular location chosen in a given year.

In our view, it is the interest of the profession that the Law Society encourage and facilitate the ability of those members who wish to participate in the AGM, regardless of where they live, and to do so in a cost effective manner.

The OBA's substantial experience suggests that technology advances such as those proposed in the Call for Input are likely to help enhance participation. Capitalizing on new technologies is also increasingly cost effective as the necessary applications become more widely used. As also noted in the Call for Input, we agree that incorporating remote participation requires careful attention to protecting the integrity of the processes, including voting, etc.

The OBA also suggests that participation of those unable to attend in person might also be encouraged if the proposal to invite a prominent guest speaker includes invitations to those practicing outside of major urban centres, or to those speaking on issues of importance to smaller practices.

Conclusion

The OBA applauds the Law Society's attempts to revitalize its AGM. It is important that the profession and its regulator be prepared to rethink existing structures with a view to making them as effective as possible. The OBA views this process as an opportunity to increase participation, and we particularly support measures aimed at increasing the participation of members from across the province.

Once again, the OBA appreciates the opportunity to provide initial input into the Law Society's consideration of this issue and we look forward to on-going dialogue on further development of any options the Law Society is interested in pursuing.