



Preliminary Program

Canadian Shopping Centre Law Conference

Metro Toronto Convention Centre – South Building

Toronto, ON | March 27 – 28, 2019

#ICSCLaw



Canadian Shopping Centre Law Conference

WEDNESDAY, MARCH 27

Registration

7:30 am – 6:45 pm

Breakfast

8:00 – 8:30 am

No breakfast service after 8:30 am.

Welcome and Introduction to the Program

8:30 – 8:45 am

Melissa McBain

ICSC 2019 Canadian Shopping Centre Law Conference
Program Planning Committee Chair
Partner
Daoust Vukovich, LLP
Toronto, ON

Yan A. Besner

ICSC 2019 Canadian Shopping Centre Law Conference
Program Planning Committee Vice-Chair
Partner
Osler, Hoskin & Harcourt, LLP
Montréal, QC

Roundtable Discussions

8:45 am – 10:15 am

Networking Break

10:15 – 10:45 am

Concurrent Sessions

10:45 am – 12:00 pm

A. Cannabis: The First 180 Days After Legalization

Pre-October 17, 2018, cannabis was regulated as a 'controlled substance' and 'narcotic.' This panel will examine what has happened in the 180 days since legalization. We will approach this from the perspective of the landlord, tenant, city and distributor. We will give real life examples as to how each of these players are navigating the legal framework. Implementation schemes vary from province to province. The panel will endeavor to address what schemes have been implemented across the country.

MODERATOR

Laurie Sanderson

Partner
Gowling WLG (Canada), LLP
Ottawa, ON

PANELISTS

Timothy Carre

Solicitor, Litigation, Legal Services Division
City of Toronto
Toronto, ON

Phillip Shaer

Chief Legal Officer
Canopy Growth Corporation
Smith Falls, ON

B. Mental Health in the Legal Profession – The Paradox and Perils of High Functioning Depression

This session will focus on the perils, signs and self-help tools for people with high functioning (or hidden) depression in the legal profession.

Orlando will discuss: the prevalence and high incidence of depression and anxiety in the legal profession; the hidden nature of depression; mental health stigma and self-stigma in the legal profession and its deterrent effect on seeking help for depression and anxiety; the paradox and perils of high functioning depression; review of a recent study from the U of T Faculty of Social Work that concluded that the more "successful" lawyers are, the more depressed they become; Orlando's story including his struggles with depression leading up to and beyond a suicide attempt, and how he helped himself recover and stay healthy; self-help tools lawyers can use to maintain wellness; signs of trouble to help colleagues; steps to take to help colleagues and other resources; and reasons a rich and meaningful professional life can be achieved despite having a chronic or episodic mood disorder.

MODERATOR

Christina Kobi

Partner
Minden Gross, LLP
Toronto, ON

PANELIST

Orlando Da Silva, LSM

Senior Crown Counsel, Serious Fraud Office,
Prosecution Division
Ontario Ministry of the Attorney General
Toronto, ON

Lunch Served

12:00 – 12:30 pm

No lunch service after 12:30 pm.

Keynote Presentation

12:30 – 1:00 pm

Creactive – A Family Entertainment Concept in a Retail Environment

Join us for a discussion with Cirque du Soleil Entertainment Group and Ivanhoé Cambridge as they share the story of a creative collaboration and partnership in retail entertainment.

Derek Coss

Senior Vice President and CDO, Retail
Ivanhoé Cambridge, Inc.
Toronto, ON

Karen Laflamme

Executive Vice President and CFO, Retail
Ivanhoé Cambridge, Inc.
Montréal, QC

Marie-Josée Lamy

Producer
Cirque du Soleil Entertainment Group
Montréal, QC

Bernard Poirier

Line Producer
Cirque du Soleil Entertainment Group
Montréal, QC

WORKSHOPS

1:15 – 2:30 pm

A. What Lies Beneath: The Complexities of Mixed-Use and Mixed Ownership Projects and Implications for the Landlord Tenant Relationship

Mixed-use and mixed ownership projects are becoming increasingly common and come in a myriad of forms. From broad strokes to fine points, join our experts for a discussion of some of the more common ownership, easement and licensing arrangements used in these kinds of projects and their implications when structuring the landlord tenant relationship. Whether you act for landlords who are developing mixed-use projects or the tenants who are looking to lease premises from them, improve your understanding of the underlying structure of these projects, keep your footing and avoid the traps, gaps and common pitfalls that lie just below the surface.

MODERATOR

Ian Sutherland

Partner
Stewart McKelvey
Halifax, NS

PANELISTS

Janet L. Derbawka

Partner
McMillan, LLP
Vancouver, BC

Stephen Posen

Partner
Minden Gross, LLP
Toronto, ON

Nicole M. St-Louis

Partner
Borden Ladner Gervais, LLP
Ottawa, ON

B. Food and Entertainment Uses – EAT, DRINK, PLAY and SHOP all day!

Restaurants and entertainment uses are becoming increasingly prominent within the retail environment. Some are even becoming anchor tenants. As these types of uses are classified as non-traditional retail uses, it is important to view them in the context of the mixed-use property as a whole. Some considerations include restrictions on use, exclusivities, parking, municipal requirements, hours of operations and security issues. This discussion will take us through some of these considerations, including how to structure lease provisions to ensure that the food and entertainment tenants can co-exist with existing tenants and how the landlord and the tenant can work together to maximize results.

MODERATOR

Sunita Mahant

Senior Director, Legal Affairs, Operations
Ivanhoé Cambridge, Inc.
Toronto, ON

PANELISTS

Avi Behar

Chairman & CEO
The Behar Group Realty, Inc., Brokerage
Toronto, ON

Julie Robbins

Director, Retail Legal Services
Oxford Properties Group
Toronto, ON

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Deborah Watkins

Partner
Daoust Vukovich, LLP
Toronto, ON

C. The Thrill of the Fight – Negotiations Among Frenemies

Finalizing a letter of intent or offer to lease is often one of the most challenging, crucial and entertaining parts of lease negotiations. With subtle pitfalls, glaring risks, ridiculous timelines, challenging parties and missing deal terms, there is something for everyone. Join us for an interactive discussion on key terms and negotiating strategies. For your viewing pleasure, enjoy a mock negotiation among industry leaders. There will be laughter, there may be tears, but the question is, will they get the deal done?

MODERATOR

David Fenrich

Senior Director, Legal Services
The Cadillac Fairview Corporation Limited
Vancouver, BC

PANELISTS

Stacey Handley

Partner
Gowling WLG (Canada), LLP
Vancouver, BC

Celia Hitch

Senior Director, Legal Services
Morguard Investments Limited
Toronto, ON

Cory Sherman

Partner
Sherman Brown
Toronto, ON

ADV

D. A Day Late and a Dollar Short: Limitation Periods and Commercial Leases Workshop

Are you aware of how to determine when time has run out for a landlord or a tenant to make a claim under a lease for monetary obligations (such as rent) and non-monetary obligations (such as Rentable Area adjustments)? What about claims under an indemnity agreement provided to induce a landlord into a commercial lease? This workshop will not only give you the tools you need for where to start and how to count the days in your jurisdiction, but will also explore the following questions: Can parties contract out of these limitation periods? What might suspend a limitation

period? What happens once you miss your window of opportunity to make a claim?

Join our panel of experts as we work through these issues and so much more.

MODERATOR

Amelia Nasrallah

Vice President, Legal
Brookfield Properties
Toronto, ON

PANELISTS

Gasper Galati

Partner
Daoust Vukovich, LLP
Toronto, ON

Courtney Raphael

Partner
Aird & Berlis, LLP
Toronto, ON

Barry Weintraub

Partner
Rueters, LLP
Toronto, ON

Daniel Zacks

Senior Associate
Clyde & Co Canada, LLP
Toronto, ON

BASIC

E. Back to Basics: The Leasing 101 Workshop You Didn't Think You Needed but Were Glad You Attended

This workshop will explore topics such as the required elements of any lease, the pitfalls of floating possession dates, maintenance and repair obligations, TMI costs and calculating shares, restoration obligations, "special rights," and the unique challenges of leasing in Québec.

MODERATOR

Karsten Lee

Partner
WeirFoulds, LLP
Toronto, ON

PANELISTS

Mordecai Bobrowsky

Vice President, Legal
Primaris Management, Inc.
Toronto, ON

Yael Bogler

Partner
Owens Wright, LLP
Toronto, ON

Richard Burgos

Partner
Lavery de Billy, LLP
Montréal, QC

Marco Gammone

Partner
Aird & Berlis, LLP
Toronto, ON

Networking Break

2:30 – 2:45 pm

Plenary Session

2:45 – 4:00 pm

Hammering It All Out: Construction Law in the Leasing Context

We've assembled a panel of experts to help you size up consultants, take the measure of lien law, build solid contracts and gird your project against the unexpected. Get those pencils ready – you're going to want to take notes.

MODERATOR

Angela Mockford

Lawyer
Mockford Law
St. Catharines, ON

1. How to Choose and Retain an Expert

Good consultants are often critically important in a construction project. Choosing a consultant requires attention to key considerations. Google Search is not an adequate tool for the purpose. Once you have selected a consultant, it is equally important that you retain the consultant under an agreement that properly covers the scope, risk management, service levels, costs, timing and reporting requirements. We will examine the issues that you need to deal with to ensure a successful outcome, such as the selection process, appropriate documents having regard to standard forms such as the Ontario Architects Association standard agreements and similar forms published by other professional bodies, as well as simpler forms for smaller projects.

Dennis Daoust

Partner
Daoust Vukovich, LLP
Toronto, ON

2. The CCDC Contract

What's a CCDC contract? Which one do you use in which circumstances? What are key amendments you must consider as a project owner and how do you draft them? Take a closer look at these complex but common standard form construction contracts.

Marta Lewycky

Partner
Minden Gross, LLP
Toronto, ON

3. A Summary of Recent Changes to the Ontario Construction Act

Just when you thought that you had finally figured out construction liens, the Ontario legislation has been substantially amended. The new Construction Act modernizes construction liens and trusts rights, imposes a requirement for prompt payment and introduces adjudication as the way to resolve project disputes in real time. Join us to learn about the important changes and updates in the new Construction Act that will affect you.

Faren Bogach

Partner
WeirFoulds, LLP
Toronto, ON

4. So You Think You Know Construction Lien Legislation? Meet Alberta, Québec and British Columbia

Our experts will walk us through the particular and unique construction lien legislation regimes of QC, AB and BC. You'll learn about the key statutory provisions regarding construction liens in each of these jurisdictions, as well as some potential pitfalls and traps to avoid.

Fabrice Benoît

Partner
Osler, Hoskin & Harcourt, LLP
Montréal, QC

Matthew Huys

Associate
Osler, Hoskin & Harcourt, LLP
Calgary, AB

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5. Unexpected Risks in Construction Projects

Construction projects are frequently daunting due to their sheer size and scope. While issues of delay and availability of labour and materials consume us on a practical level, are there other risks – including legal risks – to which we should be more attuned? Hear about real-life cases in which landlords and tenants have received unpleasant surprises.

Karen Groulx

Partner
Dentons Canada, LLP
Toronto, ON

Networking Break

4:00 – 4:15 pm

Roundtable Discussions

4:15 – 5:15 pm

Member-Hosted Reception

5:15 – 6:45 pm

THURSDAY, MARCH 28

Registration

7:30 am – 2:30 pm

Breakfast

8:00 – 8:45 am

No breakfast service after 8:45 am.

Roundtable Discussions

8:45 am – 10:15 am

Networking Break

10:15 – 10:45 am

Concurrent Sessions

10:45 am – 12:00 pm

A. Personal Experience and Convenience: At What Cost to Privacy?

Going shopping is not what it used to be. We are all seeking a new “Shopping Experience” where shopping is now a secondary reason to go to the mall. Interactive

technology is designed to make each visit personalized, convenient and enjoyable. Instantly we know where to park and receive coupons and deals from our favourite retailers. But does this convenience come at a cost to the consumer’s privacy? Join us as the panel explores the topic of developing technologies currently being used at shopping centres and the impact on the consumer’s privacy.

MODERATOR

Antonella Talarico

National Director, Legal & Lease Administration
Crombie REIT
Mississauga, ON

PANELISTS

Catherine Bate

Partner, Leader, Marketing, Advertising & Product Compliance
Miller Thomson, LLP
Toronto, ON

Thomas Santram

Vice President, Deputy General Counsel
Cineplex Entertainment
Toronto, ON

Ron Strathdee

Vice President, Legal, Assistant General Counsel and CPO
The Cadillac Fairview Corporation Limited
Toronto, ON

ADV

B. The Other “F” Word

In today’s ever-shifting and increasingly competitive retail industry, brand owners and retailers are looking at innovative uses of existing retail space and creative ways of capturing market share, including through co- and multi-brand bricks-and-mortar retail shops, virtual malls and store-in-store concepts. Each of these new models raises potential franchise issues for the brand owner. In addition, traditional franchising is no longer reserved for international expansion initiatives, as retailers are increasingly looking to the franchise model for their domestic operations. This workshop will explore some of the legal issues retailers need to consider in order to avoid being an “accidental franchise” and will provide an overview of a franchisor’s obligations under Canadian franchise legislation should the brand owner decide to embrace being a franchisor.

MODERATOR

Yan A. Besner

Partner
Osler, Hoskin & Harcourt, LLP
Montréal, QC

PANELISTS

Andraya Frith

Partner, Franchise & Retail
Osler, Hoskin & Harcourt, LLP
Toronto, ON

Networking Lunch

12:00 – 1:00 pm

No lunch service after 1:00 pm.

Legal Update

1:00 – 2:15 pm

PANELISTS

Jeanne Banka

Partner
Daoust Vukovich, LLP
Toronto, ON

Steven Chaimberg

Partner
Miller Thomson, LLP
Montréal, QC

Randy Shapiro

Partner
Parlee McLaws, LLP
Calgary, AB

Closing Remarks

2:15 – 2:30 pm

Conference Adjourns

2:30 pm

Program information current as of January 11, 2018.

PROGRAM PLANNING COMMITTEE

Melissa McBain, ICSC 2019 Canadian Shopping Centre Law Conference Program Planning Committee Chair, Daoust Vukovich, LLP

Yan A. Besner, ICSC 2019 Canadian Shopping Centre Law Conference Program Planning Committee Vice-Chair, Osler, Hoskin & Harcourt, LLP

David Fenrich, The Cadillac Fairview Corporation Limited

Christina Kobi, Minden Gross, LLP

Karsten Lee, WeirFoulds, LLP

Sunita Mahant, Ivanhoé Cambridge, Inc.

Angela Mockford, Mockford Law

Amelia Nasrallah, Brookfield Properties

Laurie Sanderson, Gowling WLG (Canada), LLP

Randy Shapiro, Parlee McLaws, LLP

Ian Sutherland, Stewart McKelvey

Antonella Talarico, Crombie REIT

The ICSC Canadian Shopping Centre Law Conference will seek continuing education credit pre-approval for the Provinces of Ontario, Québec and British Columbia. For Alberta lawyers, consider including this course as a CPD learning activity in your mandatory annual Continuing Professional Plan as required by the Law Society of Alberta. For Nova Scotia lawyers, consider including this course in your annual CPD Plan as required by the Nova Scotia Barristers' Society. For more information and updates on our progress, visit www.icsc.org/2019CLC.

REGISTRATION FORM

How to Register

Fax: +1 732 694 1800

Online: www.icsc.org/2019CLC

Mail: Bank of America, National Association, Canada Branch
International Council of Shopping Centers
C/O Lockbox 918770
P.O. Box 4090 STN A
Toronto, ON M5W 0E9

FOR COURIER DELIVERY ONLY:
Bank of America Lockbox Services
Lockbox 918770
181 Bay Street 5th Floor
Toronto, ON M5J 2V8

Registration Fees

	Advance	HST 13%	Total
Member*	\$450.00	\$58.50	\$508.50
Non-Member	\$900.00	\$117.00	\$1,017.00
Student**	\$50.00	\$6.50	\$56.50

	On-Site	HST 13%	Total
Member*	\$575.00	\$74.75	\$649.75
Non-Member	\$1,150.00	\$149.50	\$1,299.50

*Must be an ICSC member or affiliate member—visit www.icsc.org/membership or call +1 646 728 3800 to join.

**On-site student registration is not available—advance registration is required.

Deadlines

Advance registrations must be received by **March 18, 2019**.

Please Check One: ☐ Member ☐ Non-Member ☐ Student Member

Name		Title
Company		
Address		
City	State/Province	Zip/Postal Code
Telephone	Fax	
Email	Your Membership I.D. #	(2019CLC)
REQUIRED FOR NON-U.S. APPLICANTS: _____		
	Date of Birth	Country of Citizenship

☐ Please check here if any of the above information has recently changed.

Method of Payment (No cash accepted in advance or on-site.)

☐ Check made payable to ICSC enclosed for \$ _____

☐ MasterCard ☐ Visa ☐ AMEX ☐ Discover \$ _____

Name (as it appears on credit card)	Signature
Credit Card Number (include all digits)	Expiration Date (month/year)

Cancellations

All cancellations are subject to a **\$100** cancellation fee for members and non-members; **\$25** for student members. No refunds will be given for cancellations received after **March 18, 2019**. Requests for refunds must be received by ICSC in writing.

Continuing Education Credits

ICSC Certified professionals earn 1.0 credit (A3) towards certification renewal.

Special Needs

Auxiliary aids are available. For more information, contact **Kiran Balladin** at kballadin@icsc.org or **+1 416 486 4511** no later than **March 18, 2019**.

Terms, Conditions and Rules

This Registration Form is subject to ICSC Terms, Conditions and Rules for Event Registrants available at www.icsc.org/event-terms-and-conditions, which are hereby incorporated by reference.

SPONSORSHIP FORM

Your Sponsorship of \$1,000 Includes:

Company logo on sponsor sign and PowerPoint slide display
Logo at the Member-Hosted Reception
Recognition in the Directory*
Logo recognition on the attendee gift
Logo recognition on the ICSC conference website: www.icsc.org/2019CLC
Sponsor ribbons that can be worn with your badge throughout the conference

*Pending production deadline dates.

Return Completed Form and Payment to

2019 Canadian Shopping Centre Law Conference
1221 Avenue of the Americas
New York, NY 10020-1099

ICSC and Sponsorship Contact

Kiran Balladin

Tel: +1 416 486 4511

Email: kballadin@icsc.org

Deadline

Sponsorship must be received by **February 1, 2019** to be recognized at the conference and on the attendee gift.

Reminders

- Payment by credit card or check made payable to ICSC. Payment must accompany the Sponsorship Form.
- Your company logo (.jpeg and .eps format) to kballadin@icsc.org.

Terms, Conditions and Rules

This sponsorship application is subject to the Terms and Conditions for ICSC Sponsorship Opportunities available at www.icsc.org/event-terms-and-conditions, which are hereby incorporated by reference.

Name		Title
Company		
Address		
City	State/Province	Zip/Postal Code
Telephone	Fax	
Email	Your Membership I.D. #	(2019CLC-S)
REQUIRED FOR NON-U.S. APPLICANTS:		
	Date of Birth	Country of Citizenship

☐ Please check here if any of the above information has recently changed.

Method of Payment

☐ Check made payable to ICSC enclosed for \$ _____

☐ MasterCard ☐ Visa ☐ AMEX ☐ Discover \$ _____

Name (as it appears on credit card)

Signature

Credit Card Number (include all digits)

Expiration Date (month/year)