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APPROVED Public Minutes
of the Four Hundred and Eighty-Third Meeting
of the Benchers Board of the Law Society of Alberta (Law Society)
Red Deer, Alberta
August 21, 2017

Benchers:

Anthony Young, President
Donald Cranston, President-Elect
Robert Armstrong
Glen Buick
Arman Chak
Brett Code
Nancy Dilts
Robert Dunster
Dennis Edney*
Fred Fenwick
Robert Harvie
Cal Johnson
Sarah King-D'Souza
Corinne Petersen
Kathleen Ryan
Hugh Sommerville
Kent Teskey
Margaret Unsworth

Regrets:

Sandra Corbett
Adam Letourneau
Walter Pavlic
Darlene Scott
Amal Umar
Louise Wasylenko

Executive Leadership Team members:

Don Thompson, Executive Director and CEO
Elizabeth Osler, Deputy Executive Director and
Director, Regulation

Staff:

Jennifer Freund, Policy Counsel
Christine Schreuder, Governance Assistant
Stephen Ong, Business Technology

**Secretary's Note: The arrival and/or departure of participants during the meeting are recorded in the body of these minutes.*

The public meeting was called to order at 10:20 am on August 21, 2017.

1 Welcoming Remarks from the Chair

Anthony Young

The Chair opened the meeting and welcomed Benchers and staff thanking them for their attendance. The meeting was called to discuss possible amendments to the *Legal Profession Act (the “Act”) Policy Proposal - Design Document*.

The Chair noted that it is important for the table to understand the context of the proposed legislative amendments for three reasons. First, he noted that there are new Benchers at the table; second, some Benchers have been unavailable for some of the key strategic discussions and third, he noted that we need to keep moving forwards if this work is going to successfully get on the legislative agenda.

The Chair noted that what is being proposed is an evolution of a change process that has been underway for a long time, both at the Law Society and within the profession. He commented that the next stage of this evolution is the proposed amendments to the *Act*. He observed that the changes will allow the Law Society to be responsive to the changing legal marketplace around us, to lead the profession through the inevitable changes that are already happening and will continue to happen.

The Chair commented that the Bencher table is at a unique point in its history and that the Board has an opportunity to make a difference by taking a statute that is over a hundred years old, to improve it, to do a better job protecting the public interest, to assist the profession in staying relevant and to cement the Law Society's place as the leading legal regulator in the country.

The Chair shared his concern that the Board will not get another opportunity for amendments for a long time if we miss the chance now and if we miss it, the legal marketplace will become even more unrecognizable.

The Chair noted that the amendments fall into three categories; the most substantive changes are enabling, to allow future Bencher tables to consider, discuss and decide what the future looks like. The remainder of the changes can be categorized as the improvement or simplification of our existing processes.

The Chair noted that while the work the Board is doing now is time sensitive in terms of handing over the ‘ask’ to Government, the Board will retain control over what, how and when the changes happen and most importantly, he noted that the Board would retain control over how and when the consultation with the profession happens, as he understands how strongly the Board feels about this. He also acknowledged the Board's frustration at having to wait to consult with the public and the profession until the amendment scope could be finalized with the Government. He noted that looking ahead,

it is estimated that it will take between 3-10 years to implement the changes that may flow out of these amendments.

The Chair commented that it was important for the Bencher table to remember that this conversation about change began almost ten years ago with the creation of the Comprehensive Governance Plan and the adoption of the Law Society's first Strategic Plan in 2010. The Chair noted that the Law Society is now on its third Strategic Plan which was adopted in December 2016. The Strategic Plan clearly sets out the path we need to follow, with the amendments to the *Act* being an important part of the plan as the amendments are an essential part of the Law Society's ability to achieve our strategic goals.

The Chair reminded the table that the Government first expressed interest in this work in 2016 as it aligns with the NDP's ideals and goal structure, and they want to make progress in the Access to Justice area.

Following this introduction, the Chair said the next items on the Agenda would be a historical overview of the Board's thinking and decisions with respect to governance changes and access to justice by members of the Legislation Task Force ("LPA Task Force"). The Chair noted that this would be followed by an overview of the Government process with respect to how legislative amendment proposals flow through the Government's approval system, then an update on the Communications Plan from the Executive Director, and finally a round table discussion of the issues.

Governance:

Cal Johnson, LPA Task Force member, spoke about how in the last 20 years the Law Society has experienced a steady evolution in the way the work of the regulator is carried out. Mr. Johnson noted that the *Act* sets up what is in many respects an operational Board – and that was definitely the case 20 years ago. With the absence of any professional staff, Mr. Johnson observed that Benchers did operational work, which the Board now understands is clearly the responsibility of management.

He noted that the Law Society has steadily developed a professional staff who now take care of the day to day operations of the organization, and in the last 5-10 years, have taken on progressively more responsibility for delivering the outcomes defined by the Benchers in the strategic and annual business plans.

Mr. Johnson observed that the Strategic Plan focuses on being proactive, and on assisting lawyers to achieve high standards of practice, and this represents a major reset of how the Law Society regulates. Preliminary feedback from the profession during the 2016 consultations demonstrated the take-up by the profession when we offer advice and

assistance. He noted that this had become clear through what he had seen happening with Practice Review and the feedback received through many MCAs.

Mr. Johnson noted that at the same time, the legal and societal expectations of adjudications have increased significantly, resulting in longer and more complex hearings, higher levels of expectations from the court, and thus the need for a higher level of expertise by Law Society adjudicators.

Mr. Johnson observed that the work of the Board has also changed, with the operational detail that occupied the earlier Board tables having been replaced with the expectation that the Board will focus on strategy, and understand the role of the Law Society as regulator in a changing world. He suggested that the Board now needs to understand an increasingly complex operating environment, and make decisions about how to position the organization within that environment. Mr. Johnson commented that as regulators, these changes are a work in progress and the Board should expect to be involved in a continuing evolution of this important work. The evolution through our Governance Plan to a strategic Board has come with its own set of challenges. He noted that we will be marked to the standards of numerous other regulatory type boards that have embraced the strategic model to adapt to the role of a regulator during a period of rapid and transformational change.

Mr. Johnson stated, that as a Board, a considerable amount of time over the last five years has been spent talking about our responsibilities as a Board. This has been done at the Bencher table, at our Jasper retreats and working as a Board with governance consultants. He spoke about how the Committee structure has been changed, Terms of Reference and Mandates for all Committees have been created and the Board has supported innovation within the Law Society through the creation of the Early Intervention program, the revitalization of the trust safety program and ALIA/ALIEX, the rebuilding of CPLED and many other initiatives.

Mr. Johnson stated that all this work has been positioning the Law Society for this moment in time so that the Law Society can embrace the opportunity of legislative amendments to benefit the public, the profession and the Law Society itself. Mr. Johnson commented that as with all our other accomplishments, these amendments allow the Board to lead the profession through change.

Mr. Johnson encouraged the Board to have courage, to put its faith in this work, to be thoughtful and to be engaged, recognizing that every Bencher comes to the table with unique backgrounds, personality traits and emotions about change. Mr. Johnson stated that Benchers have a collective responsibility to the people who elected them to leave those things behind when making important decisions such as this. He encouraged the table to be engaged in this process, to ask questions with the big picture in mind.

Amend our Governance model & Board structure:

Mr. Johnson noted that the proposed changes have a number of features. Consistent with Government policy, 25% of the Board would be lay appointments by the Government – we currently have 16%. The proposed maximum board size is set at 15; this number was guided by a number of considerations - what has been happening recently with other legislation, such as the CPA legislation, and at numerous meetings the Benchers have discussed best governance practices and the recognition of the need to right-size strategic policy boards to those tasks.

Mr. Johnson emphasized that the other proposed changes are enabling only. That is, changes will only be made if the Benchers decide to make changes. The provision allowing the Board to appoint other Board members means that an election may not be the only way onto the Board, but only if the Benchers make that determination and are satisfied it is representative and accountable in a meaningful manner. The proposed changes would allow future Bencher tables to explore a greater range of competencies and perhaps allow for more geographic and firm size diversity. He reiterated, at the end of the day, because it is enabling, if the Benchers cannot reconcile the issues, then they will not make changes to the Board structure.

Mr. Johnson addressed the proposal of the separation of Governance and Adjudication functions and noted that this path was decided by the Benchers years ago. Steps towards it were taken with the creation of the non-Bencher adjudication pool in response to the onerous workload of Benchers and the need to remove the conflict that exists in having the Board also be the adjudicators. He noted that this proposal is to create an Adjudication Tribunal to handle all adjudications with the design and control of the Rules residing with the Benchers.

The Chair thanked Mr. Johnson for his comments and invited Mr. Armstrong to speak on the issue of Access to Justice.

Access to Justice:

Mr. Armstrong observed that the Law Society has been involved in access to justice issues, and specifically access to legal services issues, for many years. He noted that as a result of conversations with the Government of Alberta that took place in 2008, the Law Society began the work of the Alternative Business Structures (“ABS”) Task Force.

Mr. Armstrong reported that the Benchers first struck an Access to Justice Sub-Committee of the Executive in June 2006 and a full Committee in February 2009. He commented that the committee struggled with what the role of the Law Society should be in this work. In the end, the Access to Justice Sub-Committee came up with a wide range of activities in which the Law Society might be involved, and ultimately concluded that at

the time, the Law Society had neither the resources nor the jurisdiction to pursue the kinds of projects being proposed. The Benchers concluded that the primary role of the Law Society should be to focus on the consequences of our regulation – what the Law Society does as the regulator to constrain or enable certain forms of delivery - on access to legal services. That is an area in which the Law Society does have the jurisdiction, and in which it alone can make changes. The Bencher table began to focus on issues like access to the profession, attrition from the profession, and whether there are ways that the Law Society should be regulating to increase access to legal services.

Mr. Armstrong noted that one result was the Innovation in Regulation Task Force (“IRTF”), which is looking at whether regulating the entities through which legal services are delivered – what has conventionally been thought of as law firms – might be regulated differently, in a way that would increase access. The IRTF’s conclusion is that we can regulate differently, and, if practitioners have the will and the means, that could have a significant impact on how legal services are delivered.

During the last 8-10 years Government interest in access to justice has been quite uneven. There was great interest back in 2008 when the ABS Task Force was struck. When we delivered the final report in 2012 we did not receive feedback from Government. Mr. Armstrong stressed that this highlights the importance of engaging with the Government when we have its attention as waiting too long can result in the loss of opportunity to engage.

The NDP has identified access to justice as one of their priorities. Mr. Armstrong noted that the Government has made it clear that, to the extent our statutory changes can be framed as increasing access to justice by increasing access to legal services that is of significant interest to them and will result in their support. In addition, the Board made its commitment to this issue clear at the February 2017 meeting when the Innovation in Regulation resolution was passed.

Mr. Armstrong stated that at the December 2016 meeting the Board heard about the triangle analysis of legal services, and while non-lawyers provide more and more legal services, the profession’s share of legal services has steadily grown smaller over the years. Mr. Armstrong added that the Board knows from the Paula Littlewood presentation at our most recent Jasper Retreat program that this erosion will continue unabated unless legal regulators change the way they regulate.

Mr. Armstrong continued and noted that the issue of a shrinking legal market within a system with significant unmet legal needs raises the concern about whether citizens are receiving competent and independent legal advice and services – key features for citizens and businesses working within a properly functioning democracy. In addition, he noted that it raised the question of whether there are steps the Law Society can take as the regulator, to create an environment in which lawyers are more accessible, and thus

provide more legal services in a variety of different settings. Mr. Armstrong observed that the Board has talked about this as ‘innovation in the delivery of legal services’. A phrase that is built on the idea that different forms of ‘firms’ or ‘entities’ might package and deliver legal services in ways that the public finds more accessible. Mr. Armstrong observed that as we talk about this work, the Board will also need to clearly articulate the public’s perspective, as the Board is regulating in their interest.

Mr. Armstrong commented that this is not about protecting the profession from change – but rather about guiding the profession through opportunities and embracing creative change, while protecting the public and ensuring delivery of quality services. He made the point that the reason lawyers need to remain as part of the triangle (ideally in innovative new ways) is because lawyers are best situated to protect privilege, the rule of law, and independence. The Board must be clear that this can’t be about protecting the competitive advantage of lawyers, but instead must be framed as protecting the public and the public interest by providing independent, competent legal services.

Mr. Armstrong noted that the proposed model extends regulation to include firms and other entities. However, he noted that this will necessarily result in other changes, since right now licensure for practice is directly related to membership status. Mr. Armstrong observed that it is important for the Board to understand that under the proposed changes, there will still be members, but the right to practice – whether by a lawyer, a firm or some other entity – will be carried out through registration.

In conclusion, Mr. Armstrong advised that the LPA Task Force had taken into account what was heard at the Bencher table, that the Benchers did not want to lose control and that is why the proposed changes are enabling: they leave control over these changes, including when and if any changes are made, entirely within the Board’s control. Mr. Armstrong stated that the definition of what exactly ‘legal services’ means, will be defined by Rule. In the future, if the Benchers were ever to decide to permit non-lawyer investment in law firms, or alternative business structures, that would be entirely within the Board’s control.

The Chair thanked Mr. Armstrong for his summary and asked Ms. Unsworth to speak to the Government process.

Government Process

Ms. Unsworth noted that the Government initially indicated their interest in potential changes to the *Act* in the fall of 2016 and at the December 2016 meeting the Bencher table was advised and the issue discussed. Ms. Unsworth noted that the Benchers agreed to create the LPA Task Force to help move this work forward. Expressions of interest were sought following the meeting and the LPA Task Force was established. Ms. Unsworth noted that the first meeting of the LPA Task Force was on January 4, 2017 and

the LPA Task Force has met regularly since then to discuss progress with the Government and draft documents. All documents created by the LPA Task Force have been shared with the Benchers.

Ms. Unsworth next spoke about the draft Design Document which identifies the areas of amendment the Board thinks should be advanced. Ms. Unsworth commented that when this work began, the Board knew that the discussions with the Government would progress in tandem with the Board and she advised that the Government has been provided with the draft Design Document on the explicit understanding that the Board's feedback is being sought. Ms. Unsworth further advised that the Government had indicated that the Design Document may need to be pared down for it to get on the legislative agenda and secondly, the Government has also made clear that the Law Society can now to begin the consultation with the profession on the need for amendments to the statute.

Ms. Unsworth reassured the Board table that we have made it clear to the Government that the Bencher table, like the Government, wants to see consultation take place and must take place before final decisions are made about the proposed amendments.

Ms. Unsworth confirmed that access to justice is a huge motivator for the Government so entity regulation/ innovation in legal service is what has 'grabbed' the Minister's attention and will continue, the Deputy Minister (DM) believes, to be the motivating factor in Government moving this work along.

Ms. Unsworth made clear that this is not to say that all changes sought to the *Act* are connected to access to justice; however, having caught the Government's interest the Law Society is able to also ask for other changes to the *Act* which the Law Society may not otherwise be able to advance – for example, the Board sees the need and usefulness of splitting the governance and adjudicative functions of Benchers. Ms. Unsworth noted that the Government sees the logic in this, particularly if it can make it possible for new voices to be heard around the Bencher table – something now out of reach for many because of the overwhelming workload. Ms. Unsworth commented that the Government wants to see boards with greater diversity and skill sets, and smaller Boards who are nimbler and more effectively able to deal with change.

Ms. Unsworth reviewed the internal Government process and said that the typical routing is: Policy committees, Cabinet, Legislative Review Committee (LRC), Cabinet. Ms. Unsworth reported that a Cabinet Report will be prepared by Policy Counsel so Cabinet can review the policy proposal. She also noted that there are steps prior to that involving:

- approval by the Justice Minister (the *Act* is a statute administered by the Ministry of Justice);
- the Policy Coordination Office (Executive Council) – the question they will ask is whether the proposal aligns with Government priorities? Ms. Unsworth observed that it is

here that the Government will be interested in the reaction from the profession. Are there any 'hot spots'?

Ms. Unsworth said that once the policy has been approved by Cabinet, implementation of that policy by way of specific proposed amendments is prepared by Government staff. Typically, this is done in a three-column chart (existing legislation; proposed; why) and this is why the LPA Task Force prepared the Design Document as it did. She continued and said that it then goes to LRC to ensure the precise amendments proposed align with the policy approved. The chair of the LRC is currently the Honourable Kathleen Ganley, Minister of Justice.

Ms. Unsworth stated that once the LRC gives their approval, it goes to Cabinet for final approval and then to Legislative Counsel for drafting of the actual Bill. Ms. Unsworth noted that at any stage changes to details may occur and policy directions earlier approved may 'fall off'. Government staff will not be able to guarantee what the final product will look like as changes may occur based on political/ policy decisions.

The Chair thanked Ms. Unsworth for her comments and then asked the Executive Director to speak to the Communications Plan.

Communications Plan

Mr. Thompson noted that he has been talking to the Board and the Government about the need for a plan to engage the profession and the public since this proposal first came forward in the fall of 2016.

Mr. Thompson then spoke about the fact that until June the Government had asked the Law Society to not start that public discussion because the Government was not far enough along in their internal discussions of this proposal. The Government felt that going public at that stage would likely preclude the project moving forward.

Mr. Thompson advised that the Law Society did not begin its consultation over the summer because our communications advisors advised that it would be met with skepticism by those who point out that many people are away from their offices. Instead, over the summer, staff and the LPA Task Force, working together, have been refining the plan and taking some professional advice about how best to carry out the consultation.

Mr. Thompson advised that there would be 2 streams to the communications strategy: public and profession.

Mr. Thompson noted that the public stream will be focused on access to legal services and the Law Society will use consultants, building on the work carried out by the Nova Scotia Barristers' Society ("NSBS") with their public consultation. Mr. Thompson reported

that the public consultation will be largely carried out by the consultants, using Benchers and staff as necessary.

With respect to the profession stream, Mr. Thompson advised that there would be two parts: access to legal services through innovation, and specifics of the proposed changes to the *Act*. The consultation would include:

- Informing a group of people already close to the Law Society – existing volunteers, people who have worked with the Law Society in other capacities, former presidents and Benchers, etc.
- Town halls in smaller communities – these have been successful in previous consultations, and we think we can get even better turnouts using what we learned from our previous consultation exercises.
- Going to existing meetings of lawyers across the province – Canadian Bar Association sections, Canadian Corporate Counsel Association meetings, Managing partner meetings, etc.
- Town halls in Edmonton and Calgary.
- Specific meetings aimed at – for instance – younger lawyers, from whom the Law Society hears very little, and who have a very big stake in the future of the profession.
- A web presence – the engagement website, as well as webinars and innovative web presentations.
- General and targeted emails.
- Other opportunities as matters progress and as the Law Society learns from the input that comes in.

Mr. Thompson advised that communications plans by their very nature are dynamic, and will be modified depending on what the Law Society hears, and on the opportunities that present themselves.

Mr. Thompson noted that the intention is to invite Benchers to these meetings, either to play active presentation roles, or to engage more directly with the attendees. He commented that the goal of this engagement is to have the profession understand what is driving the need for innovation, how the need for innovation creates a need for amending the *Act*, and hearing what the profession thinks about both innovation and the proposed changes. He concluded by saying that the feedback will be brought back to the Board table and Government and the proposal will change as needed. Mr. Thompson noted that the Communications Plan is ready to go and that he expects to be pushing hard starting at the beginning of September, and running through to the end of the year.

Mr. Thompson then spoke about another key part of the Communications Plan, the conversation with Government. He noted that the Law Society has been communicating with Government since this project began, with the Law Society educating them about

what the Law Society wants, and the Government educating us about their agenda, their processes, and what can be expected.

Mr. Thompson acknowledged that there has been discomfort about the timing of the consultation with the profession and noted that the Government was aware of this but was not able to commit until June. Mr. Thompson noted that the Government had recently asked the Law Society to provide more detail in our request because the Government is in the process of prioritizing their legislation list, and needed information about the ultimate scope of this project. As a result, the Government was provided with a copy of the draft Design Document – carefully noting it is a discussion draft that has yet to be adopted.

Mr. Thompson noted that the preliminary feedback suggests they may come back to us asking for changes in scope – although as of this date the Law Society doesn't have any idea of what kind of scope change the Government may be looking for. Scope in this context includes the number of changes, the kinds of changes, the kinds of policy changes, and the political viability of what's proposed.

Mr. Thompson reported that DM Bryden had committed to getting back to him next week with his evaluation of where matters stand. Mr. Thompson undertook to report to the Board once that call had taken place. Mr. Thompson commented that this type of back and forth is not an unanticipated development and the LPA Task Force has been aware that a Plan B may ultimately be needed.

The Chair thanked Mr. Thompson for his summary.

The Chair noted that he had requested feedback from the Benchers on the Design Document and while he heard from some, he did not hear from all Benchers. He reported that for those Benchers who did not respond, he had followed up by email or phone. He noted that some of the feedback received was specifically related to the actual drafting of the Design Document and commented that he did not propose to go over specific drafting changes here - that will be for the LPA Task Force to review. Instead, the Chair noted that he was seeking outstanding feedback on the key topics as they are outlined in the draft Design Document. The Chair explained that the discussion points from the draft Design Document would be introduced by the President-Elect and each Bencher would have the opportunity to speak by going around the table one-by-one. Common themes of the feedback used as discussion points were: (1) changes to simplify the *Act* to address complex and unnecessary processes; (2) separation of the governance and adjudication functions; (3) enabling legislation to allow future changes to the board structure; and (4) enabling legislation to allow for innovation in legal services delivery.

1. Changes to simplify the Act to address complex and unnecessary processes.

The consensus of the Board was that it is necessary to make enabling changes to the Act to address complex and unnecessary processes and that regulatory jurisdiction needs to be supported by the statute. Discussion summary:

- Important to be clear on the problems with Executive Director delegation.
- Question was raised whether the Benchers are being confined and the point was made the government will not support a complete modernization of the statute.
- Be certain regulatory jurisdiction is clear per Sindu (ACA)

2. Separation of governance and adjudication functions.

The round table discussion of the Benchers did not reveal a consensus on all points.

Discussion summary:

- Many Benchers believe that increasing the use of the Adjudicator pool will significantly reduce Bencher workload.
- The suggestion was made by some Benchers that there is a conflict of interest with Benchers acting as adjudicators and as Board members and that the two roles should be kept separate. In contrast, other Benchers felt that being an adjudicator helps Benchers to understand issues in the profession which in turn helps them to be better Board members. This issue of a conflict was not resolved.
- There was some disagreement about whether members consider the adjudication function when voting for Benchers. Specifically, some Board members felt that they were personally elected because lawyers want them to be their adjudicator if they run afoul of the Law Society. Other Benchers did not agree with this position. The suggestion was made that consultation should include this specific point.
- There was general agreement that the Tribunal Counsel Office provides valuable support.
- A number of Benchers supported a greater separation, stopping short of total separation so that some adjudicative functions could remain with the Benchers. The comment was made that if complete separation of the functions occurs, that Benchers could be part of the adjudicator pool once their term as a Board member ends if the adjudication role is something that they want to continue doing.
- General agreement that consultation with the public and the profession around these issues would be needed.
- We need to clearly identify what efficiencies and effectiveness this will address as the question will be asked.

- One Bencher suggested that, while it was important to discuss the potential implications of amendments, the table is putting the cart before the horse. The changes to legislation would be enabling in nature only, to allow the Board to make decisions in the future about the composition of adjudicative panels. Future decisions about how this could occur would be decided by the Board. The comment made in response was that if that is the case, it needs to be much clearer what enabling legislation is sought and on what points.

3. Board Structure

The Benchers discussed the size of the Board, whether 24 board members is too large and also the concept of appointed Benchers.

Discussion summary:

- More clarity about what enabling legislation means will be needed in order to have a successful consultation.
- Some Benchers thought the design document was not clear enough and would raise more questions than answers.
- On the issue of whether the Benchers should be called Benchers, the table did not come to a conclusion.
- Some Benchers expressed their frustration at not being able to speak to the profession until now.
- One Bencher suggested that the table needed to be sensitive to personal bias as they are elected Benchers.
- Concern shared that by changing the Board structure, elected Benchers may end up in the minority.
- Consideration should be given to whether diversity and competencies should be considered when filling Bencher positions. The suggestion was made that being elected by peers was more important than diversity and competency.
- Question was asked precisely what competencies and diversity are needed at the table that aren't there now? Suggestion that this is not clear.
- Comment made that it will need to be made clear how these changes will make the Board more effective and efficient.
- Consultation with the public and the profession will be needed to understand if the profession and the public support changes to the Board.
- There was some disagreement about whether the Law Society's mandate was to protect the public interest. Some Board members feel that their obligation is to the profession and not to the public.
- One Bencher felt strongly that notwithstanding government's recent general approach to appoint 25% of Board members, we should not be presenting that as our wish.

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- The Benchers agreed that maintaining self regulation is paramount.
 - Comment made that the majority of Benchers should be elected in order to preserve self regulation.
 - Comment made that lay Benchers play an important role and should be at the table.

The President-Elect once again emphasized that changes to Board structure would be enabling. The specifics of the Board composition would be for future Board tables to decide. As such, the President-Elect noted that the practical reality is that changes to the Board structure will take years to implement. The President-Elect noted that this an important point to have clarity on around the table with the upcoming Bencher election.

4. Innovation in legal services delivery.

There was general consensus that there was a need for enabling legislation to allow innovation in the delivery of legal services to respond to the rise of unmet legal needs.

- Discussion summary:
 - Comment made that the LSA does not regulate the profession as it currently exists.
 - Communications on this issue will need to be very frank and transparent
 - Recognition that certain parts of the profession will feel very threatened at the suggestion of these changes
 - Concern expressed that some members of the profession will feel that we did not keep our word when we did our entity consultation.
 - Issue of government's request that we wait to consult was discussed. Explanation given that we couldn't consult until we knew that we could be on the legislative agenda.
 - Some Benchers frustrated that consultation has not happened yet.
 - Clarify the language used to ensure it reflects the regulation of lawyers in a variety of practice settings.
 - Consultation with stakeholders is needed.
 - Concern raised by some Benchers that we must not over promise on how innovation will move Access to Justice forwards.
 - Point made that the profession is not adopting the design document, that this is a document for government.
 - Suggestion made that the profession might have difficulty in seeing the nexus between Access to Justice and entity regulation.
 - Observation made that entity regulation has not always worked in other jurisdictions.
 - Comment made that the Law Society should only regulate lawyers.

The counterpoint made was that the current regulatory scheme does not regulate the profession as it exists. The Law Society needs to be able to influence or deal with these entities as they arise. These entities need to have the same ethical and structural framework of law firms.

- There was some confusion around the table regarding the idea of registrants and it was agreed that this needed to be explained more fully.
- Comment made that enabling legislation with respect to innovation of legal services should be endorsed by the Benchers so future Benchers can do what they need to do.
- Some Benchers questioned whether this change would lead to the regulation of non-lawyers; however, the answer given was that this was not the intention and that it would have to be a topic for future Bencher discussion.
- Agreement around table that careful consideration of these issues will be needed by future Board tables.

Mr. Edney left the meeting at 2:05 pm.

The Chair outlined the next steps in this process. The LPA Task Force will revise the Design Document based on feedback from the Benchers and based on any changes coming out the Executive Director's upcoming conversation with the DM regarding the scope of the project. The Benchers will then have another opportunity to review the design principles. Once the Benchers have approved the Design Document principles, it will be officially released to the Deputy Minister. Once this happens, the consultation with the public and the profession can begin.

The Chair and the Board expressed their gratitude to the LPA Task Force for all their work.

The Chair adjourned the meeting at 2:25 pm.