



DEVRY SMITH FRANK *LLP*

Lawyers & Mediators

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AREAS OF PRACTICE

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Since 1964, Devry Smith Frank *LLP* has been a trusted advisor and advocate for corporations, individuals, and small businesses. These enduring relationships form the cornerstone on which the firm is built. Our law firm is comprised of over 175 dedicated legal and support staff to better service your needs. We are driven by delivering value to our clients in all that we do.

We have expertise in virtually every area of law. We pride ourselves on providing approachable, professional and affordable client-tailored service. We work as a team to provide you with expertise and resources required to achieve the best possible legal result.

Alternative Dispute Resolution

- Mediations & Arbitrations
- Settlement negotiation and structuring
- Family Mediations and arbitrations

Appellate Advocacy

- The Ontario Court of Appeal
- Divisional Court
- Applications for Judicial Review
- Appeals of interlocutory orders to a judge of the Superior Court
- Small Claims Court appeals
- CPP review tribunal
- Workplace Safety and Insurance Appeals Tribunal
- Denial of LTD claims and
- Appeals of Arbitrators' awards

Bankruptcy & Insolvency

- Bankruptcy and receivership
- Insolvency and workouts
- Security enforcement and recovery
- Priority issues
- Acting for secured and unsecured creditors and debtors
- Acting for and advising trustees and receivers

Capital Markets and Securities

- Public and private financings including equity, debt and fund offerings
- CPC formation and CPC qualifying transactions
- Venture and private equity fund formation
- Initial public offerings
- Reverse take-overs
- Private placements
- Acquisitions including negotiated and non-negotiated
- Take-over bids
- Plans of arrangement
- Divestitures
- Corporate reorganizations
- Proxy contests
- Going private transactions
- Leveraged buy-outs
- Domestic and cross-border transactions
- Corporate governance
- Compliance, disclosure obligations, stock exchange requirements
- Seed and Angel investments

Criminal Law

- Criminal
- Defence of Regulatory offences

Civil & Commercial Litigation

- Contract disputes
- Injunctions and equitable relief
- Insurance litigation
- Motor vehicle litigation
- Personal injury claims
- Products liability
- Negligence actions
- Defamation, Libel and Slander actions
- Shareholder and partnership disputes
- Real property and title insurance litigation
- Commercial and residential landlord and tenant litigation
- Estate litigation
- Mortgage enforcement
- Secured transaction recovery
- Priority disputes among secured creditors
- Repossessions
- Breach of fiduciary duty
- Employment and wrongful dismissal
- Collections and enforcement of judgments
- Education Law

Construction Law

- Drafting and reviewing construction contracts (CCDC or other)
- Registering, perfecting and discharging construction liens
- Vacating construction liens (by posting lien bonds or other security)
- Litigating construction lien matters (including lien bond claims)
- Litigating breach of trust claims
- Litigating collection claims
- Preparing, reviewing and commissioning statutory declarations

Corporate & Commercial

- Amalgamations and Dissolutions
- Business Succession Planning
- Capital Markets and Securities
- Commercial Agreements
- Construction Contracts
- Corporate Policies
- Corporate Record-keeping
- Distributorship and Licensing Arrangements
- Employment Agreements
- Financial Services
- Franchise Law
- Incorporation and Organization
- Insurance
- Intellectual Property
- Leasing
- Master Service Agreements
- Mergers and Acquisitions
- Not-for-Profits and Charities
- Partnership Agreements
- Partnerships and Joint Ventures
- Private Placements and Public Offerings
- Regulatory Compliance
- Reorganizations and Restructurings
- Shareholder Agreements
- Shareholders' Rights
- Tax Planning

Estate Planning & Administration

- Will preparation and estate planning
- Mental incompetency and guardianship
- Tax planning trusts
- Interpretation of wills and trusts
- Powers of attorney
- Estate administration and litigation

Family Law

- Divorce
- Separation Agreements
- Marriage Contracts
- Cohabitation Agreements
- Child and Spousal Support
- Custody and Access
- Property Division
- Structuring business in light of Family Law issues
- Adoptions
- Child Protection (Children's Aid Society proceedings)
- Collaborative Law and Collaborative Practice
- Family Mediation and Family Arbitration
- Family Court Proceedings
- Surrogacy, Fertility & Reproduction

Employment & Labour Law

- Wrongful dismissal
- Employment contracts
- Non-competition, non-solicitation and confidentiality
- Taxes and retiring allowances
- Employee terminations
- Severance packages
- Constructive dismissal
- Human rights
- Human resources
 - Overtime
 - Vacations and leave
 - Disabled employee benefits
 - Discrimination
 - Retirement and pensions
 - Workplace safety, testing and investigations

Financial Services

- Bank and institutional lending
- Debentures, mortgages and other security arrangements
- Commercial credit
- Debt restructuring
- Secured transactions
- Mortgage Lending
- Leasing
- Residential and commercial mortgage enforcement
- Debt collection
- Repossessions
- Insurance
- Asset Backed Lending
- Bridge Loans
- Mezzanine Financings

Fraud Litigation

- Real estate and mortgage fraud
- Investment fraud
- Employee theft and dishonesty

Franchise Law

- Franchise, licensing and distribution agreements
- Litigation
- Employee theft and dishonesty
- Advice on tax, international
- Trade and intellectual property issues arising from franchise and distribution systems

Immigration (Canadian and U.S.)

- **Corporate Immigration**
 - Corporate immigration strategies for employees of multinational companies
 - Movement of employees pursuant to Free Trade Agreements
 - Transitioning employees from temporary resident to permanent resident status
 - Corporate immigration compliance and inspections
 - Immigration impact of mergers and acquisitions
- **Individual Immigration**
 - Temporary entry to visit, work or study
 - Addressing criminal inadmissibility
 - Family based permanent immigration
 - Employment based permanent immigration
 - Permanent immigration based on other categories
 - Retention of permanent resident status
 - Citizenship applications

Insurance

- Representation of property, casualty and life & disability insurers
- Motor vehicle liability
 - Third party liability
 - Accident benefits
 - Uninsured, unidentified and underinsured claims (OPCF44R – Family Protection Endorsement)
- Occupier's liability
- Commercial general liability
- Products liability
- Representation at all levels of trial and appellate courts and at the Financial Services Commission of Ontario and Licence Appeal Tribunal
- Representation at private mediations and arbitrations

Intellectual Property

- Trademark registration in Canada, the US, and globally
- Trademark and copyright enforcement
- Trademark opposition proceedings
- Licensing and distribution agreements
- Privacy policies
- Developing branding strategies

Not-for-Profit & Charities

- Setting up not for profit & charitable corporations, foundations and trusts
- Contracts and agreements
- Incorporation and organization
- Charitable registration
- Fundraising issues
- Risk management
- Director and officer liability
- Corporate compliance
- Canada Revenue Agency compliance
- Tax planning and planned giving

Personal Injury

- Car accidents
- Accident Benefits claims
- Uninsured motorist claims
- Slip and fall accidents
- Dog bites
- Disability claims
- Out of Country Accidents
- Assaults

Planning & Development

- Filing approvals for and drafting zoning by-laws, official plan amendments and community improvement by-laws/applications
- Negotiating/drafting subdivision, easement, encroachment, section 37, site plan and other development agreements
- Obtaining severances and minor variance approvals
- Interpreting the provisions of the *Planning Act*, the *Development Charges Act*, 1997, the *Conservation Authorities Act*, the *Condominium Act*, 1998 and the *Ontario Municipal Board Act*
- Attending before the courts, the Ontario Municipal Board, Environmental Review Tribunal, Assessment Review Board, Committees of Adjustment and municipal Councils
- Assembling and coordinating the work of teams of consultants
- Municipal law and liability
- Municipal and institutional governance (open/closed meetings, conflict of interest)
- Building and Fire Code issues
- Expropriations
- Heritage preservation
- Freedom of Information matters
- Infrastructure funding
- Brownfields development and environmental liability
- Licence and permit approvals under the *Aggregate Resources Act*

Real Estate

- Residential and Commercial purchases, sales
- Purchase and construction financing
- Planning analysis
- Title review and opinions
- Commercial Leasing
- Condominium development, documentation and conversion

Tax Planning & Litigation

- Tax objections and appeals
- Tax amnesty
- Tax dispute resolution
- Tax audit
- Tax planning for individuals, estates and businesses
- Tax planned restructuring and reorganizations
- Advice and counsel on tax problems and issues
- Minimization of Federal, Provincial and Estate taxes
- Charitable giving strategies
- Cross-border tax issues
- Estate Freezes
- Inter-vivos and testamentary trust planning
- Alter Ego and Joint Partner Trusts
- Probate Planning
- Business Succession Planning
- Income Splitting Strategies
- Individual and Corporate Wealth Transfer Planning
- Wealth Preservation Strategies
- Cross-border tax Issues and Structuring
- Inbound and Outbound investment
- Executive Compensation and Stock Option Plans
- U.S. Estate Tax Planning



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