

NEW!

# MANAGING THE LEGAL RESPONSIBILITIES & RISKS OF CLIMATE CHANGE

*Climate change is here. Are you prepared to address new and emerging legal consequences?*

**Designed for corporations and their legal advisors**, this one day program will give you practical, proactive strategies to manage and reduce risk and mitigate potential liability.

- Update on climate change issues and obligations affecting the law and economy
- Key impacts on corporate finance and transactional law and how they are being addressed
- Emerging roles and duties for corporate directors and officers: risk disclosure and more
- Environmental, Social and Governance (ESG) criteria and risk management
- Evolving trends in climate change litigation across Canada and the world

Register today at:

[osgoodepd.ca/climate](http://osgoodepd.ca/climate)

## Program Chair

**David Estrin**  
Certified Environmental  
Law Specialist,  
Distinguished Adjunct Professor,  
Osgoode Hall Law School

## Date and Time

February 3, 2020  
9:00 a.m. – 5:00 p.m.  
In Person or Live Webcast

Online Replay:  
March 30, 2020

## Location

**Osgoode Professional  
Development**  
1 Dundas St. West, 26th Floor  
Toronto, ON

# The Osgoode Legal and Business Guide to Climate Change

## *Understanding the New Realities*

According to the UN, global emissions are reaching record levels and show no sign of peaking. The impacts of climate change are being felt everywhere.

As individuals, governments, corporations, and organizations – large and small – grapple with climate change and the complex web of issues it raises, legal professionals must be prepared to provide effective advice and counsel in these changing times. Whether you work in transactional law, corporate governance, or litigation, there are a host of considerations and developments you need to know.

The *OsgoodePD Managing the Legal Responsibilities and Risks of Climate Change* will give you critical information and guidance on the emerging legal and regulatory issues, along with proactive strategies to combat urgent climate change-related risks and mitigate potential liability.

## Topics Include

- Overview of the major climate change issues and emerging legal considerations: practical applications for properly advising your clients
- Impact of climate change on corporate transactions and finance
- Understanding the evolving roles and duties for corporate directors and officers
- ESG and human rights criteria and risk management
- Recent developments in climate change liability and litigation
- Legal strategies being deployed to combat the negative effects of climate change and opportunities under the common law, statutes and the Charter

## Who Should Attend

- Corporate and Commercial Lawyers
- Litigators
- Corporate Directors and Officers
- In-House and Corporate Counsel
- Government Counsel
- Policy makers
- Environmental Lawyers
- Financial Officers
- Securities Lawyers

## Agenda

9:00 a.m.

### Understanding Climate Change and Business and Legal Repercussions

#### David Estrin

Certified Environmental Law Specialist,  
Distinguished Adjunct Professor,  
Osgoode Hall Law School

Climate change is causing displacements and disruptions in many sectors of society and the economy. You will review the key aspects of climate change and the impact on business and the law, including

- Overview of recent disruptions, along with the legal and regulatory landscape
- The energy industry and effects of decarbonization
- Migration and displacement and the impact on the Canadian economy
- Disruption of global security and economy
- Global response: how will international agreements affect Canada
- Current and future impact on various sectors:
  - Municipalities
  - Property owners
  - Indigenous communities
  - Financial institutions
- Developments in insurance and risk management
- Insufficiency of current emissions targets and legal regimes
- Professional need for legal counsel to be cognizant of climate change

10:30 a.m. Refreshment Break

10:45 a.m.

### Red Flags and New Strategies and Opportunities in Corporate Transactions

**Robert M. Elms** President, North American Carbon Canada Inc.

#### Jason Kroft

Partner, Stikeman Elliott LLP

Transitioning to a low carbon economy while addressing the impacts of climate change requires a different approach to business and finance, with new factors to consider including:

- Greater scrutiny in securities, investment and lending for fossil fuel projects

- Disclosures of risk
- Using corporate and securities laws and regulations to address and minimize climate change
- Financial Stability Board's "Task Force on Climate-Related Financial Disclosures"
- Opportunities and risks for lawyers and businesses in managing/minimizing climate change
- Green Finance and emissions trading
- Professional need for counsel to be up-to-date on climate change considerations

### 12:00 p.m. Networking Lunch

### 1:00 p.m.

#### Good Governance: Understanding the New Realities

##### Dr. Janis Sarra

Presidential Distinguished Professor,  
Peter A. Allard School of Law,  
University of British Columbia

##### Cynthia Williams

Osler Chair in Business Law,  
Osgoode Hall Law School

Effective corporate governance includes taking a proactive role given the new realities resulting from climate change. In order to successfully navigate these, legal advisors and executives must ensure their organizations assume a strong leadership role, and embrace and understand the evolving duties and responsibilities.

- Corporate and fiduciary duties – emerging common law and statutory director's duties, and what counsel need to know
- Stranded assets: when resources can no longer provide an economic return due to transition to low-carbon
- Role of corporate directors and investment trustees in developing strategies to adapt to climate change
- Strategies to ensure effective and thorough due diligence

### 1:45 p.m.

#### Minimizing Investment Risk: What Legal Advisors, Executives, Shareholders and Investors Need to Know (...and should be doing)

##### Judy Cotte

CEO, ESG Global Advisors

##### Murray Gold

Partner, Koskie Minsky LLP

The investment industry faces immense challenges adapting to the climatic upheavals roiling the global economy and underpinning legal and regulatory regimes. Focusing on corporate considerations from the investment point of view, you will learn:

- What is driving growing investor focus on climate-change related issues?
  - client demand
  - regulatory/voluntary initiatives, including the Task Force on Climate-Related Financial Disclosures
  - risk awareness
- How should companies be responding?
  - improved disclosure
  - strategies and discussions during engagement
  - understanding the role of scenario analysis
- How investors are integrating climate-related issues into their investment decision making, including:
  - climate related issues: more than just carbon
  - the perils of carbon footprint reporting
  - different approaches of asset owners vs. asset managers

### 3:00 p.m. Refreshment Break

### 3:15 p.m.

#### Climate Change Litigation and Human Rights Claims: Anticipating and Avoiding New Liabilities

##### Kristin Casper

Senior Legal Counsel Strategic Litigation,  
Greenpeace International

##### David Estrin

Certified Environmental Law Specialist,  
Distinguished Adjunct Professor,  
Osgoode Hall Law School

In a short period of time, more than 1,000 climate litigation cases have been filed worldwide. Recent and escalating developments in different jurisdictions demonstrate the need for all legal professionals, board members and organizations to keep up-to-speed on these rapidly developing new legal principles and

corresponding strategies to reduce liability and combat the negative effects of climate change. Hear from experienced litigators about the latest and most pressing issues in climate change-related litigation in Canada, the U.S. and beyond, including:

- Mass tort liability
- New developments, cases, and opportunities in Canadian citizen litigation
- Other less explored legal strategies and opportunities under common law, statutes and the Charter
- Citizen litigation in other countries
- IBA Model Statute for Proceedings Challenging Government Failings to Act on Climate Change
- Lessons from international climate jurisprudence and pending claims against companies and governments

### 4:15 p.m.

#### The Politics of Climate Change and Effects on Law and Regulation

##### The Program Faculty

The saying "All politics are local" rings true when witnessing how laws and regulations are shaped by all three levels of government in Canada in responding to global climate change. The lack of certainty about the timeframe and degree of impact of climate change generates controversy whenever governments take actions to address the problem, and will continue to do so. With the results of the October 2019 federal election as a starting point, the panel will take stock of the current and future direction of crucial climate change-related laws and regulations that affect commercial life in Canada, and what legal advisors and corporations need to know. Topics include:

- The 2019 Canadian federal election results and impact on business regulations
- Recent noteworthy initiatives at provincial and U.S. state levels
- Government response to pressures from international agreements and treaties

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# Chair

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# Faculty

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# Registration Details

## Fee per Delegate

**\$595 plus HST**

**Newly Licensed (2016 – 2019): 50% off regular rate**

Fees include attendance, program materials, lunch and break refreshments. Group discounts are available. Visit [www.osgoodepd.ca/group-discounts](http://www.osgoodepd.ca/group-discounts) for details. Please inquire about financial assistance.

## Program Changes

We will make every effort to present the program as advertised, but it may be necessary to change the date, location, speakers or content with little or no notice. In the event of program cancellation, York University's and Osgoode Hall Law School's liability is limited to reimbursement of paid fees.

## Cancellations and Substitutions

Substitution of registrants is permitted at any time. If you are unable to find a substitute, a full refund is available if a cancellation request is received in writing 14 days prior to the program date. If a cancellation request is made with less than 14 days' notice, a \$75 administration fee will apply. No other refund is available.



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