

## Mastering Due Diligence

### Young Lawyers Division

**Date:** Thursday, September 28, 2017 | 9:00 am to 12:45 pm

**Location:** Twenty Toronto Street Conferences and Events  
20 Toronto Street, 2<sup>nd</sup> Floor, Toronto

**Program Chairs:** **Jeremy P. Pleasant**, McCarthy Tétrault LLP  
**Chantal A. Cipriano**, Dickinson Wright LLP



In-Person



Webcast



This program contains 1 Professionalism Hour  
This program is eligible for up to 2.75 Substantive Hours

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Canada.

Due diligence can be a successful tool for negotiating, and an important way to deliver value to your clients. Whether you are a new or mid-level practitioner, attend this program to receive the latest best practices for effective due diligence, and learn why *effective* due diligence is such an important step to optimizing your client's position. **Key takeaways include:**

- Understanding the due diligence process
- Effectively reviewing minute books
- Ordering and reviewing due diligence searches
- Key issues to consider in contract, real property, environmental, labour and employment, and financial/lending due diligence
- Preparing the due diligence report

Register now to ensure your due diligence process is one of your most essential tools for risk management, and ultimately, achieving a successful outcome.

8:50 am Registration and Coffee

9:00 am Welcome and Opening Remarks

9:10 am **Overview of the Due Diligence Process**

**Jordan Dolgin**, Dolgin Professional Corporation

- What is “due diligence”?
- What are the objectives of due diligence?
- Why is due diligence important? Keep focused on the big picture
- Preparing a due diligence checklist
- Electronic data sites: top tips

9:35 am **Ordering and Reviewing Due Diligence Searches**

**Luke Woolford**, Cassels Brock & Blackwell LLP

- Overview of the common searches
- What attributes influence the types of searches conducted?
- Properly reviewing and assessing search results
- Issue spotting

10:00 am **Effective Minute Book Reviews**

**Jonathan MacKenzie**, Aluvion Law

- Establishing a minute book review precedent
- Reviewing the articles of incorporation, by-laws, share registers and resolutions
- Rectifying minute book deficiencies

10:25 am Networking Break

10:40 am **Contract Due Diligence**

**Jonathan MacKenzie**, Aluvion Law

- Establishing a contract summary precedent
- Identifying material contracts
- Key provisions to consider in different types of transactions including share purchase versus asset purchase transactions and financings

11:05 am **Overview of Different Kinds of Due Diligence**

**Real Property Due Diligence**

**Andrew Guerrisi**, Borden Ladner Gervais LLP

- What constitutes real property?
- Problems to look for when conducting real property due diligence

**Environmental Due Diligence**

**Matt Gardner**, Willms & Shier Environmental Lawyers LLP

- Liabilities arising from environmental issues and allocation of the risks
- Reviewing environmental assessments (Phase 1 and Phase 2)

**Labour and Employment Due Diligence**

**Ryan Campbell**, DLA Piper (Canada) LLP

- What are the key labour and employment issues considered in due diligence?

**Financial Services/Lending Due Diligence**

**Ian Mak**, Partner, McCarthy Tétrault

- What are the key financial/lending issues considered in due diligence?

**Intellectual Property Due Diligence**

**Anil Bhole**, Bhole IP Law

12:20 pm **Preparing the Due Diligence Report**

**Jasmine Samra**, Partner, Blaney McMurtry LLP

- Setting out the scope of the due diligence review
- Who will be relying on the due diligence report?
- Discussing the due diligence report with your client: risk analysis and possible courses of action
- Overview of the key sections in a due diligence report

12:40 pm Q&A/Closing Remarks

12:45 pm Program Concludes

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Questions? [pd@oba.org](mailto:pd@oba.org)