

18TH ANNUAL PERFECT YOUR PPSA SKILLS

Your clients are relying on you to protect their security interests. Are you prepared?

This practical and efficient one-day program has been designed to provide you an in-depth understanding of the Ontario *Personal Property Security Act*, which is required to properly protect your client's security interests. You will:

- Gain a thorough understanding of the PPSA
- Understand the interplay between the PPSA and the Ontario *Securities Transfer Act, 2006*
- Learn the technical requirements governing financing statements, including differences in other common law provinces

Register today at:

osgoodepd.ca/ppsa-skills

Program Chairs

Richard M. Borins
Osler, Hoskin & Harcourt LLP

Benjamin Leith
McCarthy Tétrault LLP

Program Details

DATE AND TIME:

November 15, 2017

9:00 am - 5:00 pm

In Person or Webcast

Optional Workshop:

November 16, 2017

9:00 a.m. - 12:00 p.m.

In Person

LOCATION

**Osgoode Professional
Development**

1 Dundas St. West, 26th Floor
Toronto, ON

ONLINE REPLAY

December 18, 2017



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To enhance your understanding, this program will also:

- Explore various fact scenarios to identify key information required for PPSA registrations
- Learn about recent developments in real property issues and the PPSA
- Get tips on drafting solidly formulated and appropriately-qualified opinions

PLUS: Reinforce your understanding of these concepts and their application in your practice with an optional half day workshop focused on everyday client scenarios.

Topics Include

- Overview of the PPSA and the “what”, “when” and “how” of attachment
- The principle elements of financing statements, acknowledgements and searches
- Differences in PPSA legislation in the common law provinces
- Exceptions to the “first come, first served” priority rules
- Fundamental registration issues and relevant case law
- Key elements of the Ontario *Securities Transfer Act, 2006* and taking security in investment property
- The required elements of an opinion related to security interest: enforceability, creation of a valid security interest perfection and more

Who Should Attend?

- Counsel whose practice relates to secured lending transactions:
 - Financial services and banking,
 - Bankruptcy and insolvency,
 - Corporate/commercial, or
 - Real estate law
- In-house counsel at entities who have engaged in secured lending transactions
- Law clerks and paralegals who prepare PPSA filings, conduct PPSA searches and/or examine PPSA response certificates

Agenda

THURSDAY, NOVEMBER 15, 2017
DAY 1 (9:00 a.m. - 5:00 p.m.)

8:30 a.m.

Registration and Light Breakfast for On-site Participants and Sign-in for Online Participants

9:00 a.m.

Chairs' Opening Remarks

9:05 a.m.

Overview of the *Personal Property Security Act*

Natalie Renner, Davies Ward Phillips & Vineberg LLP

- What is covered by the PPSA?
- Identifying the specific factual and legal issues
- Recognizing the clients' specific circumstances
- Communicating with the client – what is required?
- What is meant by “security interest” and how is it created?
- The “what”, “when” and “how” of attachment
- “Perfection” of a security interest and why it is important

10:00 a.m.

Preparation of Financing Statements

Suzana A. Lobo, Norton Rose Fulbright Canada LLP

Liliana Carpico, Norton Rose Fulbright Canada LLP

Learn what steps to take and what content to include when preparing financing statements, as you participate in the actual drafting of a sample document:

- Debtor/secured party names and addresses and registration period
- Financing statements and financing change statements
- Collateral classification and description
- Timing of registrations

“Very informative and great speakers who were able to get the key factors across.”

Michael Galea, Asset Administrator, Trailcon Leasing, Inc.

“What a fantastic and useful workshop. I would definitely recommend this to future participants of the course as a valuable add-on.”

Anjlee Patel, Director, Legal Services, Infrastructure Ontario

- Mandatory and optional amendments
- Obligations regarding client confidentiality
- Ethical obligations relating to PPSA filings and registration
- Differences in other common-law provinces

10:45 a.m.

Refreshment Break

11:00 a.m.

PPSA Acknowledgements and Searches

Suzana A. Lobo, Norton Rose Fulbright Canada LLP

Liliana Carpico, Norton Rose Fulbright Canada LLP

- How to examine a PPSA response certificate
- Things to consider when reviewing PPSA search results
- Dealing with potentially competing prior registrations

11:35 a.m.

Case Study: Exploration of Common PPSA Problems

Meaghan Obee Tower, Stikeman Elliott LLP

Utilizing small work groups, these case studies will include a number of PPSA and related issues that will then be discussed in an interactive forum. You will learn to:

- Identify the key information required for PPSA registrations from fact scenarios
- Identify other issues that may arise from fact scenarios which are technically outside of the PPSA
- Understand your professional and ethical obligations

12:30 p.m.

Networking Luncheon

1:30 p.m.

Exceptions to the Rules: When First Come is Not First Served

Peter Sullivan, Cassels Brock & Blackwell LLP

Before “first come, first served” priority rules can apply, one must ensure that the interest is not captured by one of the many exceptions set out in the PPSA, including:

- Purchase Money Security Interests (PMSIs)
- Fixtures
- Perfection by control (investment property)
- Intellectual property
- Security interests registered under the *Bank Act*

2:15 p.m.

Overview and Introduction to the Securities Transfer Act, 2006 (Ontario)

D.J. Lynde, McCarthy Tétrault LLP

Ian Mak, McCarthy Tétrault LLP

This presentation will highlight key concepts of the Ontario *Securities Transfer Act, 2006* and its impact on taking security interest over personal property, including:

- The “direct” and “indirect” holding systems
- Introduction to the terms “investment property” and “control”
- Certificated and uncertificated securities
- Perfection, priority and conflict of laws rules

3:00 p.m.

Refreshment Break

3:15 p.m.

Real Property Issues and the PPSA

Ben Leith, McCarthy Tétrault LLP

- Recent developments in the comparative priority of distress
- Real property law perspective on fixture financing
- Practice management and competency issues relating to real property transactions and the PPSA
- Understanding the applicable legislation
- identifying the risks and keeping the client informed

4:00 p.m.

How to Draft Solid Opinions

Michael Bertrand, Goodmans LLP

- The basic opinion elements: enforceability, creation of a valid security interest perfection and other elements
- The purpose of each element of the opinion
- Crafting appropriate qualifications
- Opinion formulations to avoid
- Dealing with lien searches and registrations
- Conflict of laws issues
- Perfection by control
- Ethics and legal opinions
- Current opinion issues
- Recognizing your obligations and duties

5:00 p.m.

Conclusion

Workshop

THURSDAY, November 16, 2017
DAY 2 (9:00 a.m. - 12:00 p.m.)

Applying Key Provisions In Everyday Client Scenarios

Suzana Lobo, Norton Rose Fullbright Canada LLP

Amanda Plastina, Norton Rose Fullbright Canada LLP

Join us to practically develop and apply the skills learned throughout this program. This workshop will provide a unique opportunity to explore – with the help of a stellar team of instructors – a number of realistic, thought-provoking situations in light of the ethical and professional issues they raise. Enhance your ability to make the right decisions, to best protect and serve your clients’ interests and to avoid a host of costly pitfalls

NOTE: There will be a 15 minute break during this session

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Chairs

Richard M. Borins
Osler, Hoskin &
Harcourt LLP

Benjamin Leith
McCarthy Tétrault LLP

Faculty Includes

Michael Bertrand
Partner, Goodmans LLP

Ian Mak
Partner, McCarthy
Tétrault LLP

Richard M. Borins
Partner, Osler, Hoskin &
Harcourt LLP

Meaghan Obee Tower
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Natalie Renner
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Suzana A. Lobo
Partner, Norton Rose
Fulbright Canada LLP

Peter J. Sullivan
Partner, Cassels Brock &
Blackwell LLP

D.J. Lynde
Associate, McCarthy
Tétrault LLP

Registration Details

Fee per Delegate

Program Only: \$695 plus HST

Program + Workshop: \$995 plus HST

Fees include attendance, program materials, continental breakfast, lunch and break refreshments. Group discounts are available. Visit 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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Eligible Program CPD Hours - LSUC (ON): 7h

(5h 30m Substantive, 1h 30m Professionalism).

Eligible Workshop CPD Hours - LSUC (ON): 3h

(2h 30m Substantive, 0h 30m Professionalism).

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Register today at:

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