Bennett Jones

Where clients matter most.

Bennett Jones Academy

Professional Development

2019

Calgary and Edmonton

Student Seminar Program

"Learning is like rowing upstream: not to advance is to drop back."

- Chinese Proverb

Bennett Jones Academy

Student Curriculum Calgary and Edmonton

Our Commitment to Continuing Legal Education – Substantive and Professionalism Courses 2019

We are delighted to welcome you to our Bennett Jones Academy (BJA) Curriculum, specifically designed for students, which has been created to highlight our upcoming courses in 2019. At Bennett Jones LLP, we are committed to helping our students and lawyers reach their highest potential as professionals, consistent with the firm's standard of excellence in client service. BJA is a comprehensive, integrated system that provides you with the tools, opportunities and support to excel in the legal profession.

Our student specific courses are delivered in the summer and early fall in order to ensure that our summer and articling students receive continuing legal education seminars that introduce you to the firm, the practice of law and some of the basic principles of law that will support you in your efforts to hit the ground running as a new legal professional.

The student curriculum is one part of our overall, firm-wide, BJA offerings. Our broader BJA offerings, delivered year round, are designed to build the best possible foundation and enhance the skills and knowledge of our lawyers at every stage of their careers. Our orientation and introductory programs provide you with the framework and tools for understanding the legal, business, ethical and practical issues you are likely to encounter in the first years of practice. Our professionalism courses support you as you grow into more senior supervisory and leadership roles and our advanced substantive programs help you keep abreast of developments in your area of practice and continue to hone your skills and expertise.

We believe in providing top-notch, value-added programming for our students and lawyers and are pleased to be offering a wide range of substantive and professionalism courses for 2019.

Our substantive courses range from understanding private equity transactions from both the legal and client perspectives, to trial preparation and mergers and acquisitions. Our professionalism courses include advanced transactional drafting, negotiation ethics and applying science to improve our health and wellness.

As you review this booklet, you will see that we have laid out the 2019 student sessions so you can know specifically what you will be learning and who will be delivering those sessions. We have also outlined a sampling of other courses that were offered previously or are planned for 2019 in order to provide you with a good sense of the overall BJA offerings that are provided to all students and lawyers.

We hope you will enjoy attending our courses, learning about the latest developments and trends in the law and gaining an insight into different areas of professionalism.

Hugh MacKinnon
Chairman & Chief Executive Officer

Available in person

Live video conferencing

Student Programs

Lawyer & Student Programs

Bennett Jones

Practicing Law – What it Means to be a Corporate, Litigation, Regulatory and Tax Lawyer

Bennett Jones Professionalism Series

Date: Summer, 2019

Lunch: 11:45 a.m. – 12:00 p.m.
Course: 12:00 p.m. – 1:15 p.m.

Course Overview

Each of our department heads will take the opportunity to introduce you to their broad areas of practice, how their practices have evolved over the course of their careers and how all of our different practice areas work together to provide excellence in all client services.

This is also an opportunity to learn, in a casual setting, how each department functions, how work-flows, how teams are formed for particular transactions or advocacy opportunities and to get a sense of the people and culture of Bennett Jones.

Faculty

Brent W. Kraus

Partner, Co-Head of Corporate Department

Brent Kraus focuses on public and private mergers and acquisitions and capital market transactions, as well as corporate governance and shareholder activism.

Kenneth T. Lenz Q.C.

Partner, Co-Head of Litigation Department

Co-head of the firm's litigation department, Kenneth Lenz focuses his practice on insolvency and restructuring matters, including representing companies, receivers, monitors, acquirors, creditors and financial institutions in managing corporate reorganization and the realization of assets. Ken has in recent years acted in almost every significant restructuring in Alberta, and in many as counsel for the restructuring company under *Companies Creditors Arrangement Act* proceedings where the indebtedness and share structure are modified through a court ordered arrangement. This practice necessarily involves litigation concerning oil and gas industry agreements, lending arrangements, security enforcement and corporate governance matters.

Brad Gilmour

Partner, Head of Regulatory Department

Brad Gilmour is head of the firm's regulatory department and co-head of the environmental department. His practice focuses primarily on environmental, energy, regulatory and aboriginal law.

Darcy D. Moch

Partner, Co-Head of Tax Department

Darcy Moch is co-chair of the firm's tax and estates department. His practice focuses on the income tax aspects of corporate reorganizations, mergers and acquisitions, takeovers, debt and asset-based financings, the formation and capitalization of income funds, partnerships and other flow-through vehicles, and cross-border financing and leasing transactions.

Business Etiquette and Professionalism –

Getting Along and Getting Ahead: The Professionalism Advantage

Bennett Jones Professionalism Series

Date: Summer, 2019

Course: 9:00 a.m. – 12:00 p.m.
Lunch: 12:00 p.m. – 1:30 p.m.

Course Overview

Designed specifically for students beginning their careers in the legal industry, this half-day workshop will include interactive exercises and role playing and will conclude with a luncheon, at which time students will have the opportunity to enhance their understanding and command of dining etiquette.

This Bennett Jones Academy professionalism series course will focus on:

- Showing Up Prepared
- Remembering Names
- Delivering for Clients
- Behavior in Meetings
- Exchanging Business Cards
- Office Consideration
- Phone & E-mail Correspondence
- Cocktail Receptions & Networking
- Social Media Best Practices
- Dining Etiquette

Faculty

Thomas Farley

Manners & Etiquette Expert

Thomas P. Farley is an expert on modern manners and professionalism. His work as a media commentator, author, corporate trainer and professional speaker is empowering individuals nationwide to master habits and behaviors that will enhance their opportunities for success—both in their professional lives and in their social interactions. His clients are corporations, professional service firms, and universities, and among the companies he has worked with include Walt Disney, Viacom, Wells Fargo, JPMorgan Chase, AAA, Patton Boggs, Venable, Estée Lauder and the New York City Economic Development Corporation.

For almost a decade, Thomas edited *Town & County* magazine's "Social Graces" column, and his book, *Modern Manners: The Thinking Person's Guide to Social Graces*, has enjoyed multiple printings. He is featured contributor to *The Experts Guide to Doing Things Faster*.

Programs such as the *Today Show* and *CBS Early Show* regularly seek his advice, and the *New York Times*, *Los Angeles Times*, and *USA Today* have also relied on his counsel.

A graduate of New York's Fordham University, Thomas advocates an approach to manners and etiquette that is practical, enjoyable and non-judgmental, and his down-to-earth advice is immediately applicable.

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Effective Legal Writing Workshop

Bennett Jones Professionalism Series

Date: Summer, 2019

Course: 9:00 a.m. – 12:00 p.m.
Lunch: 12:00 p.m. – 1:00 p.m.

Course Overview

Learn to write, and therefore, think better (or different, following *Apple's* advice). We use a radical example (comparing a concise, precise, and direct release with a standard version) to show how just two key principles and two key tools will improve your writing—forever. Let readers focus on your ideas, without getting lost in fuzzy language.

This Bennett Jones Academy professionalism series course will focus on:

- Writing more like you speak;
- Writing for your readers;
- Being concise; and
- Using active-voice verbs.

Faculty

John Blois

Writer, Editor, Instructor

With a background in law and communications, John has trained over 2000 professionals (lawyers, accountants, bankers, doctors, engineers, bureaucrats, scientists, and others) across Canada (with forays to America) to write better.

When they can't do that, he also writes and edits for them. Clients include the Canadian Bar Association, the Legal Services Society of BC, law firms, auditors general in Alberta and Manitoba, securities commissions in several provinces, Canadian banks, and federal, provincial and municipal governments.

Joan Bilsland

Associate

Joan Bilsland is a corporate and research lawyer. She works primarily in corporate law, assisting energy and utility companies on questions of shareholders' rights, directors' duties and responsibilities, partnerships, including limited partnerships, and real estate transactions.

Joan's experience in legal research is complemented by her Master's of Library and Information Science, for which she completed a research project on electronic research needs of lawyers. The program gave her added insight into how people use electronic information for business purposes.

Joan is a member and former President of the Canadian Bar Association Research Lawyers Section (South). She is also an Associate American Bar Association member.

Corporate Law Overview

Bennett Jones Substantive Series

Date: Summer, 2019

Lunch: 11:45 p.m. – 12:00 p.m.
Course: 12:00 p.m. – 1:00 p.m.

Course Overview

Join us for a session with our corporate law professionals covering basic corporate law topics including an overview of the process of incorporating and organizing a CBCA corporation, maintaining corporate existence and undertaking fundamental corporate changes.

This Bennett Jones Academy substantive series course will focus on:

- Factors in determining a Canadian jurisdiction for incorporation;
- Attributes of classes and series of shares;
- Meetings and resolutions of Directors and Shareholders; and
- Duties of Directors and Officers.

Faculty

Kelly R. Ford

Partner

Kelly R. Ford advises on private equity transactions, public and private mergers and acquisitions and corporate and securities matters.

Kelly has experience advising strategic and financial buyers and sellers operating in principally the resource, energy services and technology sectors with respect to public and private merger and acquisition transactions, including unsolicited takeover bids, plans of arrangement and asset and share purchase transactions. Kelly also advises on all aspects of routine and transactional corporate and securities matters, including ongoing business planning and governance issues.

Prior to joining Bennett Jones, Kelly practised in Vancouver, British Columbia, at a major Canadian law firm and a boutique firm specializing in private equity and corporate and securities law.

Helen L. Cox

Associate

Helen Cox has a general corporate law practice, with a focus on commercial transactions within the energy sector.

Prior to joining Bennett Jones as an associate, Helen articled with the firm.

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Litigation Overview

Bennett Jones Substantive Series

Date: Summer, 2019

Lunch: 11:45 p.m. – 12:00 p.m.
Course: 12:00 p.m. – 1:00 p.m.

Course Overview

The Litigation Department at Bennett Jones is vibrant and diverse. You will have the opportunity to work on a broad range of files at all levels of court in Canada as well as in both domestic and international arbitration forums. The objective of this seminar is to introduce you to the Litigation Department and provide general practice advice for students.

This Bennett Jones Academy substantive series course will focus on:

- Structure of the court system;
- Litigation practice considerations;
- Applications and Chambers practice points; and
- Litigation in practice

Faculty

Alexis E. Teasdale

Partner

Alexis Teasdale practices in the areas of insolvency, restructuring and general corporate commercial litigation, with a secondary focus in real-estate based commercial litigation and administrative tribunal work. She has significant experience in Chambers work at the Court of Queen's Bench level and is building a strong appellate practice. Alexis' client base includes major financial institutions and accounting firms, as well as major real estate services companies. She has represented monitors, receivers, trustees, debtors and creditors in a broad range of insolvency proceedings and complex commercial debtor-creditor litigation.

In her real-estate litigation and administrative tribunal practice, Alexis assists clients with administrative hearings before business and property tax assessment review boards and related appeals to the Court of Queen's Bench, as well as subdivision and development appeal board appeals and foreclosures.

Alexis handles a wide range of matters for a broad constituency of clients and has been endorsed by clients and colleagues for her skills in commercial litigation. She is also actively engaged in furthering her knowledge through academic pursuits and has published articles for and presented at several national insolvency law conferences.

David J. Wahl

Associate

David Wahl's practice focuses on commercial litigation, international commercial arbitration, and investor-state arbitration, with a particular emphasis on construction disputes.

In addition to advocating for his clients before courts and arbitral tribunals, David is regularly consulted to provide strategic advice to clients on construction projects where disputes are on the horizon. He also has extensive experience with builders' lien disputes.

David represents major institutional clients in complex multi-party litigation and international commercial arbitration with respect to significant commercial disputes. David appears as litigation counsel before all levels of courts in Alberta, and has acted as arbitration counsel under the world's leading international arbitration rule systems including ICC, LCIA and UNCITRAL.

David's practice is complemented by his business and executive experience in the construction industry before entering the field of law.

Corporate/Commercial Energy Law - Overview

Bennett Jones Substantive Series

Date: Summer, 2019

Lunch: 11:45 p.m. – 12:00 p.m.
Course: 12:00 p.m. – 1:00 p.m.

Course Overview

This session will provide students with an overview of the different areas of law and industries in which lawyers in the Energy Group practice, with emphasis on:

- the type of agreements, projects and clients typically involved in each area;
- industry basics and terminology;
- market trends; and
- what it's like to practice law in these areas.

This Bennett Jones Academy substantive series course will focus on:

- Oil & Gas
  - Upstream
  - Midstream
  - Downstream
  - M&A
  - Joint Venture/Co-Ownership
- Power and Renewables
  - Power/Electricity
  - Other Renewables
  - Emissions and Climate Change
- Engineering, Procurement and Construction
  - Types of Energy Related Projects
  - Contracting Models and Strategy
  - Project Execution and Operations

Faculty

Geoffrey P. Stenger

Partner

Geoffrey Stenger's practice is primarily focused on project development, energy, infrastructure and construction law as he acts for owners and contractors on a variety of commercial matters relating to structuring, delivery and execution of projects, both in Canada and internationally. Geoff has experience acting for clients negotiating, drafting and advising on large EPC, Design-Build, Engineering, DBFO, maintenance and other construction/project related agreements on energy, infrastructure and commercial projects and Geoff's experience includes structuring, drafting and negotiating project related joint venture and partnership relationships. He has also acted on a number of private-public partnership (P3) projects throughout Canada pertaining to the construction and maintenance of schools, highways, hospitals, and other infrastructure initiatives.

Geoff also advises clients on procurement (RFP/Tender) related matters, builders' liens, service agreements as well as other issues that arise during the execution of work on a project.

Geoff is on the executive of the Alberta Construction Law subsection of the Canadian Bar Association.

Geoff received *The Osgoode Certificate* in Public-Private Partnerships.

Ashley M. White

Associate

Ashley White represents energy companies on a broad range of commercial transactions in Canada. She regularly advises clients on corporate and commercial issues, and represents clients in the negotiation and drafting of energy contracts relating to project development, infrastructure, construction law and corporate restructuring. Ashley has experience acting for clients in the context of large EPC agreements and other project related agreements including joint ventures, procurement, operation, maintenance, and service agreements.

Ashley also assists clients in the acquisition and divestiture of energy-related projects and assets. She brings to her practice complementary experience in negotiations involving partnerships with First Nations.

Ashley is a member of the Canadian Energy Law Foundation and is actively involved in the Calgary community, including as a member of the Board of Directors of Big Brothers and Big Sisters of Calgary and Area.

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Motions and Appearances

Bennett Jones Substantive Series

Date: Summer, 2019

Lunch: 11:45 a.m. – 12:00 p.m.
Course: 12:00 p.m. – 1:00 p.m.

Course Overview

This course provides instruction on the strategy, etiquette and procedures involved in appearing in Masters' and Justices' Chambers at the Courthouse.

This Bennett Jones Academy substantive series course will focus on:

- How to prepare to make an application to the Court;
- How to present an application;
- How to deal with opposing counsel and the Court in the course of the application;
- Dealing with opposed applications; and
- What happens after the application is over?

Faculty

Chris D. Simard

Partner, Co-Head of Restructuring and Insolvency

Chris Simard is co-head of the Restructuring and Insolvency practice group. His practice encompasses all areas of restructuring and bankruptcy as well as energy litigation. He acts for creditors, debtors, court-appointed monitors, receivers and trustees in bankruptcy and in large and complex insolvencies and restructurings.

In the area of energy litigation, Chris has advised energy companies on disputes arising out of CAPL, seismic and security agreements and on various matters related to Crown and Freehold leases.

Clients, according to *Chambers Global: The World's Leading Lawyers for Business*, see Chris as "fantastically clever, practical, easy to work with and aggressive in court."

Chris frequently writes and speaks on bankruptcy and restructuring issues. He has authored papers for the Canadian Energy Law Foundation, Canadian Institute seminars and Canadian Association of Insolvency and Restructuring Professionals seminars.

Securities Law Overview

Bennett Jones Substantive Series

Date: Summer / Fall, 2019

Lunch: 11:45 a.m. – 12:00 p.m.
Course: 12:00 p.m. – 1:00 p.m.

Course Overview

An understanding of fundamental securities law concepts is helpful in all areas of practice. Join us as professionals from the capital markets group provide an overview on concepts, terms, procedures and material documents related to the practice of securities law.

This Bennett Jones Academy substantive series course will focus on:

- A general introduction to concepts and terms, and how securities law may impact your practice;
- Procedure and key documents when conducting private placements and public offerings;
- Timelines for securities transactions; and
- Non-compliance with securities laws and enforcement by the courts and regulatory bodies.

Faculty

Harinder S. Basra

Partner

Harinder Basra practises corporate and securities law, with a particular emphasis on advising public and private companies on mergers and acquisitions, securities offerings, shareholder activism, corporate governance and general corporate matters.

His practice focuses on advising domestic and international clients on transactions in the upstream oil and natural gas industry. Harinder provides practical legal advice to a diverse group of clients, from start-ups to multinational dual-listed issuers. His clients include public and private entities, private equity funds and investment banks.

Harinder has acted for buyers and sellers on several high profile acquisitions and dispositions in the oil and natural gas industry. His extensive experience in the M&A space includes take-over bids, plans of arrangement and corporate reorganizations. Harinder has also developed an expertise advising issuers and underwriters in a wide variety of corporate finance matters, including domestic and cross-border initial public offerings, secondary offerings and new issues of equity and debt securities. He also routinely advises clients on regulatory compliance and corporate governance matters.

Harinder is a Trustee of the Calgary Zoo and has previously served on the Leadership Giving Cabinet of the United Way. Harinder is also the Chair of the Student Recruitment Committee in Calgary.

Tessa E.J. Guenther

Associate

Tessa Guenther has a general corporate commercial practice, with a focus on corporate finance, commercial transactions, and mergers and acquisitions.

Prior to becoming an associate, Tessa summered and articled with the firm.

Bennett Jones

Drafting Briefs

Bennett Jones Substantive Series

Date: Summer / Fall, 2019

Lunch: 11:45 p.m. – 12:00 p.m.
Course: 12:00 p.m. – 1:00 p.m.

Course Overview

A litigator's first opportunity to persuade the judge comes in the form of a written brief that sets out the relevant facts and law applicable to any contested application. Join us as we provide an overview of how to draft effective and persuasive legal briefs, which can help win our clients' cases before ever stepping foot in a Court room.

This Bennett Jones Academy substantive series course will focus on:

- The Importance of Written Submissions;
- General Rules/Tips for Effective Legal Writing;
- Typical Components of a Written Brief; and
- Partner Pet Peeves/Favourites.

Faculty

Brian P. Reid

Partner

Brian Reid has a diverse commercial litigation practice with a strong emphasis on construction and energy related disputes. Brian assists international and domestic owners, contractors and engineers with the review and drafting of construction and joint venture contracts and tender documents. He also has extensive experience with builder's lien disputes.

Brian represents major institutional clients in complex multi-party litigation and is involved in domestic and international mediation and arbitration with respect to significant commercial disputes. Brian also appears before administrative tribunals and all levels of courts in Alberta.

In addition to extensive commercial litigation experience, Brian has also worked as in-house legal counsel for a TSX-Listed oil and gas drilling company and a large manufacturing company in the State of Qatar.

Brian is an Executive Committee Member for the National Construction and Infrastructure Law Section of the Canadian Bar Association and volunteers with Calgary Legal Guidance and the Student Legal Assistance Society (Calgary).

Brian currently serves as a Director for the Calgary International Language Foundation (a sister society to the Calgary French and International School Society).

Ciara J. Mackey

Associate

Ciara Mackey has a general commercial litigation practice, with a focus on energy and civil fraud litigation. Ciara is regularly involved in disputes relating to fraud recovery, breach of fiduciary duty, defamation, and complex breach of contract claims. Ciara also represents medical professionals sued for malpractice or facing professional disciplinary matters.

Ciara has appeared before all levels of court in Alberta on civil claims and judicial review of administrative tribunal decisions, and has experience in alternative dispute resolution. In addition, Ciara has served as legal counsel to the Court of Appeal of Alberta.

During law school, Ciara was actively involved with the Health Law Institute at the University of Alberta and has published and presented on issues of health law, technology, and policy. In 2011, Ciara was awarded the George Bligh O'Connor Silver Medal in Law from the University of Alberta.

Prior to becoming an associate, Ciara served as a law clerk to the Court of Appeal of Alberta and articled with the firm.

Bennett Jones

Due Diligence

Bennett Jones Substantive Series

Date: Summer / Fall, 2019

Lunch: 11:45 p.m. – 12:00 p.m.
Course: 12:00 p.m. – 1:00 p.m.

Course Overview

Due diligence for mergers, acquisitions, securities offerings and joint venture transactions is a critical part of these transactions and articling students and junior associates play an important role in this process. This Bennett Jones substantive session course will discuss basic corporate due diligence and will highlight what to look for and how to present your findings.

This Bennett Jones Academy substantive series course will focus on:

- What is due diligence and why does it matters to our client?;
- The different types of transactions in which due diligence is conducted;
- What to look for when conducting due diligence;
- How to conduct corporate searches and review minute books and material contracts; and
- How to present findings in a concise form.

Faculty

John Lawless

Associate

John Lawless has a corporate law practice with a focus on mergers and acquisitions, private equity, corporate finance and securities primarily for clients in the oil and gas, energy services and technology industries.

John has represented buyers and sellers in connection with plans of arrangement, amalgamations, share purchase transactions and asset purchase transactions, including several private equity transactions. John has acted for both issuers and underwriters in connection with prospectus offerings and private placements of equity and debt securities. John also advises issuers on general corporate and securities law matters including corporate governance, continuous disclosure requirements and dealing with stock exchanges and securities commissions.

Before becoming an associate, John summered and articled with the firm.

Megan J. Ollivier

Associate

Megan Ollivier has a corporate commercial law practice with a focus on commercial transactions within the energy sector and private mergers and acquisitions.

Megan has experience representing energy companies on a broad range of commercial transactions in Canada, including the negotiation and drafting of purchase and sale, joint venture, joint operating and partnership agreements. She also assists clients on the negotiation and drafting of energy contracts related to the development of petroleum, natural gas, oil sands and renewable resources.

Megan regularly acts for buyers and sellers with respect to private merger and acquisition transactions, including asset and share purchase transactions, amalgamations and corporate reorganizations.

Megan is a member of the Canadian Energy Law Foundation.

Prior to becoming an associate, Megan summered and articled at the firm.

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Tips for Appearing Before Regulatory Tribunals

Bennett Jones Substantive Series

Date: Summer / Fall, 2019

Lunch: 11:45 p.m. – 12:00 p.m.
Course: 12:00 p.m. – 1:00 p.m.

Course Overview

The session provides an overview of the primary boards and tribunals that the Bennett Jones regulatory group appears before. We cover the basic jurisdiction, style (degree of formality) and practice points for each tribunal. We also provide insight and context to what it means to be a regulatory lawyer in the Bennett Jones Regulatory Department in terms of expectations, travel and what our legal life is like.

This Bennett Jones Academy substantive series course will focus on:

- Role/Jurisdiction of Canadian/Provincial regulators;
- Degree of formality, types of evidence and expectations of each Board/Tribunal;
- Practice tips for, and "war stories" from, each Board/Tribunal; and
- What it's like to work in the regulatory department.

Faculty

Daron K. Naffin

Partner

With a practice that is directed towards energy, environmental and regulatory law, municipal planning as well as expropriation and surface rights, Daron Naffin acts for oil and gas companies, municipalities, and utilities.

Clients benefit from his experience with matters involving all aspects of energy facility applications. He is also involved in environmental matters concerned with contaminated sites and Alberta power projects.

Daron appears before the Supreme Court of Canada, all levels of the Alberta courts, the Alberta Energy Regulator (formerly, the Energy Resources Conservation Board), the Environmental Appeals Board, the Surface Rights Board, the Land Compensation Board, the Natural Resources Conservation Board, the BC Oil and Gas Commission, the BC Oil and Gas Appeals Tribunal, the BC Surface Rights Board, the National Energy Board and various municipal and expropriation tribunals.

Daron is a past president of the Alberta Expropriation Association, is a member of the International Right of Way Association (IRWA), a member of the Canadian Association of Petroleum Landmen (CAPL) and sat on the Disciplinary Hearing Panel Roster for the Real Estate Council of Alberta (RECA).

Bennett Jones Academy 2019 Sessions for Students

Our Academy Leaders, Craig Kinsman and Annaliisa Sando, and Department Heads have designed the specific Bennett Jones Academy sessions for our summer and articling students that have been detailed in the preceding pages of this program guide. As a firm that is grounded in a "build from the ground up" mentality, we are dedicated to providing our students with the best resources with which to develop a successful and thriving legal career. From introductory substantive courses in Corporate Law and Litigation to professionalism courses on business etiquette, we provide a curriculum that encourages exposure to all of the major areas of law that we practice at Bennett Jones through the practical experiences and war stories of our associates and partners.

In May and June, we also run intensive, week-long summer and articling student boot-camp training sessions for our incoming student classes. Filled with sessions introducing students to our computer systems, library services and research department, these boot-camps are designed to provide our students with the tools they need to ensure a seamless transition from law school to legal practice. Our Academy Leader is here to ensure that you are ready to face your new career with a running start.

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The following pages contain a sampling of past BJA courses offered to all of our lawyers and students from January through December of each year. Learning does not end the day we graduate from law school. We recognize that our lawyers want and need to keep learning throughout their careers. Our 2019 offerings (currently in the planning stages) will cover a wide array of substantive and professionalism topics designed to provide the ongoing professional development that our lawyers want and that excellence demands.

The Ripple Effect:

Sleep, Eat, Move and Think Better for Exponential Health and Peak Performance

Bennett Jones Professionalism Series

Course Overview

Imagine if work was a place where you went to get healthier and perform to your potential. There are problems standing in the way of making that dream a reality. The world is faced with 4 inter-related epidemics – sleeplessness, obesity, inactivity and mental illness.

Fortunately, the scientific answers to these problems are available today. Sleep soundly, eat smarter, move more and think clearly. In this workshop, Dr. Wells presents the scientific solution to these global challenges. Using stories, research and simple tactics, Dr. Wells clearly outlines how to improve your health, supercharge your life and ultimately reach your full potential.

This Bennett Jones Academy professionalism series course will focus on:

This presentation offers concrete strategies on how to get better and stay better—not just for a few weeks or a few months, but for life. Optimal well-being is obtained through a commitment to the “holy trinity” of healthy living—eating better, moving better, sleeping better. Together these lead to peak performance and exponential improvements in your health.

Faculty

Dr. Greg Wells, Ph.D.

Health & Performance Expert, Physiologist, Bestselling Author

In high performance business situations, the human mind and body have to work together for ultimate results. Dr. Greg Wells is a health and high performance expert who draws the parallels between elite athletes and top executives to help business leaders perform at the highest level, even when under the most extreme circumstances.

As a high school student, Dr. Wells broke his neck in a freak accident while swimming in the ocean. After neurosurgery, he was told by his doctor that he would never perform as an athlete again. He went on to compete at the international level in swimming, competing in events such as the Nanisivik Marathon 600 miles north of the Arctic Circle, Ironman Canada, and the Tour D'Afrique, a grueling 11,000-kilometre event that is the longest bike race in the world.

Throughout his career, Dr. Wells has coached, trained and inspired dozens of elite athletes to win medals at the Commonwealth Games, World Championships, and the Olympics. He has also studied athletic performance in some of the most severe conditions on the planet, including the Andes Mountains and the Sahara Desert.

Currently, Dr. Wells is an associate professor in kinesiology at the University of Toronto and serves as a Senior Scientist in Translational Medicine at The Hospital for Sick Children. At Sick Kids he leads the Exercise Medicine Research Program, exploring how to use exercise to prevent, diagnose, and treat chronic illnesses in children.

A frequent contributor to *The Globe and Mail*, Dr. Wells is often used as an expert source for top media outlets including *USA Today*, ABC News, "20/20," The Discovery Channel, TSN, CBC, and CTV. He also served as the sports medicine analyst for the Canadian Olympic Broadcast Consortium for the 2010 and 2012 Olympic Games.

He is also the bestselling author of three books *Superbodies: Peak Performance Secrets from the World's Best Athletes*, *The Ripple Effect: Sleep Better, Eat Better, Move Better, Think Better, and The Focus Effect*.

Bennett Jones

Is Your Perception My Reality? Exploring Unconscious Bias

Bennett Jones Professionalism Series

Course Overview

The Mattam Group: Until recently, a commonly held understanding was that only “bad” people are prejudiced, so many of our diversity efforts focused on identifying these individuals and changing their beliefs. However, evidence from Harvard University, among others, now reveals that we all inadvertently make assumptions and decisions that impact some groups more adversely than others. It is thus important for leaders to be aware of unconsciously held beliefs, and how these biases might impact their decision making on a day-to-day basis.

This Bennett Jones Academy professionalism series course will focus on:

- Understanding and describing unconscious bias
- Developing an internal awareness of how unconscious bias is created
- Discussing the impact of bias at within organizations
- Discussing concrete opportunities to minimize bias

Faculty

Lisa Mattam

Managing Principal, The Mattam Group

Lisa Mattam is widely recognized as a dynamic leader, inspiring speaker and consultant to business professionals across the globe. As founder of The Mattam Group, a management consulting firm specializing in Leadership, Organizational Development and Strategic Process, Lisa has been quoted on management and leadership issues in newspapers such as the Globe and Mail and on a variety of television media.

After almost a decade working in pharmaceutical sales and marketing and strategy both in Canada and the United States, Lisa founded The Mattam Group. Under her leadership, The Mattam Group has quickly become an industry leader in Talent Management, boasting clients such as Pepsi Bottling, IBM, Dell and Bayer serving clients in Canada, the United States, Latin America and the United Arab Emirates. Due to her firm's outstanding success, in 2009, Profit Magazine ranked Lisa as one of the top 10 women emerging entrepreneurs in Canada.

In addition to her MBA from McMaster University where Lisa graduated as Valedictorian and Graduate of Honour, Lisa holds a Diploma in European Business from ESC Rouen, Rouen, France. Lisa continues to be a guest lecturer and speaker at a number of universities maintaining her academic profile and keeping her pulse on evolving business theory, strategy and process.

Bennett Jones

Private Equity Series

Bennett Jones Substantive Series

Private Equity I – Introduction to Valuation: A Primer for Corporate Lawyers

Course Overview

This course sets the stage for both our 2015 / 2016 Private Equity Series and Mergers and Acquisition Series. Valuation affects legal due diligence, negotiation and the structure of corporate transactions. The objective of this session is to understand the methodology and techniques behind various forms of valuation with a view to better serving the needs of our clients and to put us in a position to speak the language of valuation with our clients.

Private Equity II – M&A Transactions, Buyouts and Treasury Investments

Course Overview

In finance, private equity (PE) is an asset class consisting of equity securities in operating companies that are not publicly traded on a stock exchange. This session is designed to serve as an introduction to the practice of PE law and a discussion of our role in buy-outs [both leveraged (LBOs) and management (MBOs)] & Treasury Investments.

Private Equity III – Private Equity Deal Structuring and Case Studies

Course Overview

This course brings Private Equity I and II to life and serves as a lead in to our Mergers & Acquisition Series. Using actual deal examples, this session will dissect why certain deals were structured in certain ways, why we used the agreements we did and why we conducted the due diligence and other legal work we did – all in the context of understanding what our clients were looking to achieve and how we helped them get there.

Faculty

John M. Mercury

Partner and Vice Chair, Clients and Industries

John Mercury, leader of the firm's private equity practice group, concentrates on private investments and acquisitions, leveraged buyouts and PIPE transactions, primarily on behalf of Canadian and U.S. financial sponsors. John also spends time advising general partners and investors in the formation of private equity funds and other investment vehicles. John's clients span a variety of industries, including energy, financial services, consumer products and manufacturing.

John joined Bennett Jones after spending nearly a decade in New York, where he practised corporate and U.S. tax law with a leading New York-based law firm and where he worked as an investment banker with Merrill Lynch in its M&A group. In these roles, John provided legal and financial advice to a broad range of U.S., Canadian and foreign companies, primarily in the fields of mergers and acquisitions, private equity transactions, debt and equity financings and corporate governance matters.

John is a member of the firm's board of directors and serves on a number of corporate and not-for-profit boards. He is also a member of the American Bar Association and the New York City Bar.

Bennett Jones

Litigation – Expert Evidence

Bennett Jones Substantive Series

Course Overview

Expert witnesses are an essential part of every complex litigation case. Cases are won and lost on expert testimony. This presentation will cover best practices for retaining and working with experts, including how to get the most out of your expert at the least cost. Mitigation of problems arising out of the disclosure of working documents will also be addressed.

This Bennett Jones Academy substantive series course will focus on:

- Identifying the experts you need;
- Finding and retaining the expert witness;
- Preparation of expert reports and disclosure of working documents;
- Preparing your expert for trial; and
- Preparing to cross-examine the opposing experts.

Faculty

Valerie R. Prather Q.C.

Partner, Co-Leader of Health

Valerie Prather's practice focuses on professional negligence and administrative law. She has appeared before various administrative tribunals, the Court of Queen's Bench and the Court of Appeal of Alberta.

Valerie's professional negligence practice concentrates on representing physicians before the courts when they are sued for medical negligence. In addition, she provides assistance to physicians in dealing with professional conduct issues before the College of Physicians and Surgeons and various hospital administrative tribunals. She is a frequent lecturer at the University of Calgary Medical School as well as at Grand Rounds and medical conferences on medico-legal matters.

In addition to her practice, Valerie is actively involved in the Moot Court program at the University of Calgary Law School and teaches advocacy to practising lawyers through the Advocates' Society.

In 2013, Valerie was named a Fellow of the American College of Trial Lawyers. She was also the recipient of the Women in Law Leadership Award for Leadership in Private Practice. In 2016, she was appointed as Queen's Counsel.

Bennett Jones

Financial Concepts and Financial Statements

Bennett Jones Substantive Series

Course Overview

Financial statements provide great insight into the financial activities of a corporation. As a lawyer practicing corporate law, tax law or commercial litigation, it is imperative that you have at least a rudimentary knowledge and understanding of how to read and analyze financial statements and how to discuss financial concepts with your clients.

This Bennett Jones Academy substantive series course will focus on:

- Balance sheets, income statements and cash flow statements;
- GAAP and IFRS;
- Identifying the asset, liability and equity sections of a balance sheet;
- Calculating EBITDA and free cash flow;
- The importance of operating cash flow;
- Calculating key ratio and income metrics, including leverage and ratios; and
- Understanding the Notes.

Faculty

Denise D. Bright

Partner

Denise Bright's practice focuses on banking, financial transactions and securities, where she acts for a variety of public and private companies, partnerships and income trusts in regard to their financing requirements. Denise has also assisted various investment and private equity funds with financing various investments.

She advises clients in public and private equity and debt financings, traditional bank financings, takeover bids, arrangements, amalgamations, private mergers and acquisitions and divestitures by way of either assets or shares. In addition, her practice includes project finance, venture and mezzanine finance, and structured finance transactions, including synthetic leasing.

In addition to having a law degree, Denise is a chartered accountant. Prior to joining Bennett Jones, she worked for an international accounting firm and in the corporate finance department of an oil and gas boutique investment bank.

Denise is a past editor of the University of Calgary Law review. In addition, she is a member of the audit committees for the Law Society of Alberta and Alberta Lawyers Insurance Association and sits on the Bennett Jones Opinion Committee.

Bennett Jones

Point Made: Advanced Transactional Drafting

Bennett Jones Professionalism Series

Course Overview

Legal drafting is legal thinking made visible; it is crucial that it is done well and with precision.

Lawyers are tired of transactional-drafting programs that try to "revolutionize" how they write. Ross Guberman's *Advanced Transactional Drafting* is different. It will help lawyers solve day-to-day drafting problems and avoid common errors and ambiguities.

This Bennett Jones Academy professionalism series course will focus on:

- Avoiding frequently litigated terms and phrases;
- Resolving common usage problems;

Throughout the workshop, we will review and edit excerpts from well-known transactions, agreements, and disclosure documents.

Participants will receive Ross's book, *Deal Struck: The World's Best Drafting Tips*.

Faculty

Ross Guberman

President, Legal Writing Pro LLC

Ross Guberman is the president of Legal Writing Pro LLC, a training and consulting firm. From Alaska and Hawaii to Paris and Hong Kong, he has conducted more than a thousand programs on three continents for prominent law firms, for judges and courts, and for dozens of agencies, corporations, and associations. His workshops are among the highest rated in the world of professional legal education.

Ross is also a Professorial Lecturer at the George Washington University Law School, where he conducts a seminar on drafting and writing strategy.

Ross holds degrees from Yale, the Sorbonne, and the University of Chicago Law School.

In early 2011, Oxford University Press published his *Point Made: How to Write Like the Nation's Top Advocates*, an Amazon bestseller that reviewers have praised as a "tour de force," "a must for the library of veteran litigators," and "an indispensable tool" filled with "practical, trenchant advice." Point Made has sold tens of thousands of copies and is now in its second edition. Ross's next book will be Point Taken: How to Write Like the World's Greatest Judges.

An active member of the bar and a former attorney at a top firm, Ross has also worked as a translator, professional musician, and award-winning journalist. After the federal takeover of Fannie Mae, Slate magazine called his 2002 article about the company "totally brilliant and prescient." In her bestseller Reckless Endangerment, New York Times business columnist Gretchen Morgenson wrote that "the article was groundbreaking and made even the most jaded Washingtonian take note."

Quoted in such publications as *The New York Times* and *American Lawyer*, Ross often comments on business, law, writing, training, and lawyer development. He has also addressed several major international conferences, including the American Society of Training and Development, NALP's Annual Education Conference, the Professional Development Consortium, the Professional Development Institute, and the Association for Continuing Legal Education. And he has been invited to speak at several judicial conferences as well.

Ross also immerses himself in the best practices for adult learning. He is a member of The American Society for Training & Development, which has awarded him its Certified Professional in Learning and Performance™ credential for passing a rigorous eight-part test and for creating a standardized writing assessment that he has since administered to thousands of lawyers worldwide.

Bennett Jones

Litigation – Trial Preparation

Bennett Jones Substantive Series

Course Overview

As a litigation associate at Bennett Jones, you will have the opportunity to observe many different approaches to arguing a client's case at trial. While courtroom styles will differ, the fundamental aspects of trial preparation will be common to most cases. The objective of this seminar is to identify the key things to consider when preparing a case for trial, and to identify areas where a junior at trial can provide the most value.

This Bennett Jones Academy substantive series course will focus on:

- Presenting documentary evidence at trial and issues to consider in preparing Agreed Exhibit Books;
- Preparing Agreed Statements of Facts and Damages;
- Anticipating evidentiary issues at trial;
- Effectively preparing your witnesses; and
- Issues to consider in pre-trial communications with the trial judge.

Faculty

Rose M. Carter Q.C.

Partner

Rose Carter, Q.C. has extensive experience in a broad range of litigation and regulatory matters, with a particular focus on administrative law, health law, personal injury mediation, advanced directives, and biotech and life sciences law. She has represented clients at all levels of Court in Alberta, tribunals, various administrative panels and professional regulatory bodies. Rose offers her clients 25 years of legal expertise and is conversant with the *Health Professionals Act*.

An authority on the issues most pressing for members of the medical community, clients benefit from Rose's holistic and informed counsel. Rose represents: Acupuncturists, Chiropractors, Dentists, Hygienists Nurses, Midwives, Naturopaths, Occupational Therapists, Opticians, optometrists, Paramedics, Pharmacists, Physiotherapists, Physicians, Surgeons, Osteopaths, Podiatrists, Psychologists, Dietitians, Nurses, Respiratory Therapists, Social workers, Speech-language Pathologies and Audiologists.

In addition to working on matters with health professionals listed above, Rose represents individuals in serious personal injury cases, and in personal injury mediation.

To complement her practice, Rose is an Adjunct Professor of the Faculty of Medicine and Dentistry at the University of Alberta. Rose is a frequent lecturer to Health Care Providers covering all areas of Health Law on such topics as regulation of professions, other administrative law areas, navigating the requirements of medical assistance in dying (MAID) and medical negligence and bioethics issues. She is frequently recognized for the breadth of her understanding of the topics listed above.

Andrea L. Froese

Partner

Andrea Froese focuses on commercial, oil and gas, environmental, product liability and professional negligence litigation.

Andrea acts for major and junior oil and gas companies, oil sands projects, manufacturers and insurers. She also provides counsel to professionals in medical malpractice matters and to professional negligence insurers. She appears at all levels of court in Alberta.

Prior to joining Bennett Jones, Andrea clerked at the Court of Queen's Bench and Court of Appeal of Alberta in Calgary.

Bennett Jones

Anatomy of an Energy Transaction

Bennett Jones Substantive Series

Course Overview

What distinguishes an "energy" transaction from a general corporate transaction? A discussion of transactions involving energy assets, energy project development and providing advice on legal matters relating to unique industry conditions.

This Bennett Jones Academy substantive series course will focus on:

- Distinguishing between upstream, midstream and downstream;
- Commodities trading and marketing;
- Power Generation;
- Project structuring (Wind, Biomass, Solar, Coal fired/NG fired Cogeneration); and
- Operational Agreements.

Faculty

Thomas W. McInerney

Partner, Co-Head of Climate Change & Emissions Trading

Thomas McInerney acts for energy companies on a broad range of commercial transactions, both in Canada and internationally.

Tom assists with asset and share purchase and sale transactions, corporate/commercial reorganizations and restructurings, new project development, structuring joint ventures and partnerships, marketing arrangements and licensing, and the use of proprietary technology. He also has considerable experience with large engineering procurement and construction projects particularly within the oil sands industry and also advises clients with respect to power generation projects, including those which employ alternative sources of energy such as co-gen biomass facilities.

Co-head of the firm's climate change and emissions trading practice, Tom also advises clients with respect to compliance issues and strategies in respect of climate change and emissions legislation in respect of both existing and new projects.

Vivek T.A. Warrier

Partner, Co-Head of Energy & Oil & Gas Industry Team

Vivek Warrier practises primarily in the areas of infrastructure project development and private mergers and acquisitions in the energy industry. His practice encompasses the entire petroleum, natural gas and power value chain, from upstream exploration and production, to midstream transportation and processing solutions and the marketing of energy products. Recently, Vivek has been engaged as primary counsel on projects at the forefront of emerging trends in the Canadian energy industry, including the development of liquefied natural gas export facilities on both the west and east coasts of Canada, renewable energy projects across the country, joint ventures in emerging resource plays in Alberta, British Columbia and Saskatchewan and the development of crude oil rail transloading facilities throughout western Canada. He is consistently sought out by clients for the negotiation, conduct and completion of complex purchase and sale transactions and frequently advises clients in the structuring, ownership and operation of energy infrastructure projects. He also advises clients on all types of contractual issues arising from construction, procurement, participation, joint operating and service-related agreements.

Vivek is a frequent contributor to the Rocky Mountain Mineral Foundation quarterly newsletter, the *India Business Law Journal* and is frequently sought out by the media for his insights on emerging legal developments in the oil and gas industry. He is co-author of the Canada chapter of the *Oil and Gas Law Review* and taught Oil and Gas Contracts Law at the University of Calgary Faculty of Law. Vivek is extensively involved in the Calgary community, including as a member of the Board of Directors of the Canadian Energy Law Foundation, Chair of the Board of the Calgary Center for Newcomers and as a United Way volunteer.

Negotiation Ethics: Winning Without Selling Your Soul

Bennett Jones Professionalism Series

Course Overview

National negotiation expert Marty Latz in this program will present a series of ethically challenging negotiation scenarios from a variety of legal negotiations and will lead a discussion/debate on each that will highlight three levels of analysis, all of which impact your reputation.

- **Morality** - *Is it right to engage in certain behavior?*
- **Ethics** - *Is it ethical and/or legal under the Rules of Professional Conduct and the laws of your jurisdiction*
- **Effectiveness** - *Does it work?*

Interspersed with your comments will be the insights provided – on video - by veteran business executives, lawyers and politicians, including former CEO and President of Dial Corp. Mal Jozoff, Vice President of AT&T Mary Upchurch, and Arizona Attorney General Terry Goddard.

This Bennett Jones Academy professionalism series course will focus on:

- Ethically avoid answering certain questions and sharing strategic information
- Skillfully and ethically play your leverage cards
- Use agents to insulate yourself
- Maintain objectivity and professionalism in difficult negotiations
- Solidify current and future relationships

Faculty

Martin Latz

Founder and CEO of Latz Negotiation Institute and ExpertNegotiator Planning & Management Software

Martin Latz is one of the nation's leading experts and instructors on negotiating techniques. Since 1995, he has taught over 85,000 lawyers and business professionals how to more effectively negotiate and his programs have consistently received the highest praise. A Harvard Law honors graduate, Marty will help make you a better negotiator.

An Adjunct Professor – Negotiation at Arizona State University College of Law since 1995, Marty also advises and negotiates on behalf of a wide range of private and public entities. From 1993–1995, he negotiated for the White House nationally and internationally on the White House Advance Teams.

Marty is the author of *Gain the Edge! Negotiating to Get What You Want* and has appeared as a negotiation expert on CBS' *The Early Show* and such national business shows as *Your Money* and *Fox Business*. He also writes a monthly negotiation column for *The Arizona Republic*.

Bennett Jones

Mergers & Acquisitions Series

Bennett Jones Substantive Series

Mergers and Acquisitions I – Private Acquisitions

Course Overview

At Bennett Jones, our lawyers are fortunate enough to work on some of the largest and most complex merger and acquisition transactions in the world. With over 60% of our lawyers engaged in transactional work on a daily basis, it is imperative that our professionals are kept abreast of developments in corporate law and new rules and procedures. This Bennett Jones substantive series course will discuss asset and share purchase and sale transactions involving private entities and will highlight what to look for and how to be an effective associate on these files.

Mergers & Acquisitions II – Public Acquisitions

Course Overview

Following on the material covered in M&A I – Private Acquisitions, we will now turn our minds to the roles and responsibilities of corporate counsel in the purchase and sale of entities that are listed on a public stock exchange. Join Brent Kraus and Harinder Basra for a discussion on recent developments in public M&A law, including changes to stock exchange and securities commission rules, and how to effectively advise your clients on issuer bids, takeovers and arrangements.

Faculty

Bryan C. Haynes

Partner

Bryan Haynes has over 26 years of experience in commercial transactions and business law, with a focus on private mergers and acquisitions, including cross border transactions, and corporate restructurings. Bryan previously co-chaired the national Corporate/Commercial Practice Group at Bennett Jones.

Christopher R. Skelton

Partner

Chris Skelton's practice relates primarily to commercial transactions, with a specific focus on private investments and acquisitions, project joint ventures, and project development.

Chris' practice also includes the formation of private equity funds and related corporate structuring, and commercial transactions in the agricultural sector.

Brent W. Kraus

Partner, Co-Head of Corporate Department

Brent Kraus focuses on public and private mergers and acquisitions and capital market transactions, as well as corporate governance and shareholder activism.

Harinder S. Basra

Partner

Harinder Basra practises corporate and securities law, with a particular emphasis on advising public and private companies on mergers and acquisitions, securities offerings, shareholder activism, corporate governance and general corporate matters.

His practice focuses on advising domestic and international clients on transactions in the upstream oil and natural gas industry. Harinder provides practical legal advice to a diverse group of clients, from start-ups to multinational dual-listed issuers. His clients include public and private entities, private equity funds and investment banks.

Bennett Jones

Seminar Locations

All courses will take place in the 45th Floor Boardrooms in Calgary and the MacKinnon or Jones Boardrooms in Edmonton.

Calgary Office:
4500 Bankers Hall East, 855 - 2nd Street S.W.
Calgary AB T2P 4K7

Edmonton Office:
3200 Telus House, South Tower, 10020 - 100 Street
Edmonton AB T5J 0N3

Academy Leaders

Craig M. Kinsman

Director, Professional Development (Alberta)

403.298.3211
kinsmanc@bennettjones.com

Craig Kinsman is the Director, Professional Development (Alberta). Craig is responsible for all aspects of the associate programs and professional development generally in the Calgary and Edmonton offices.

Prior to joining Bennett Jones, Craig was a Mentor in Residence at the University of Calgary's Faculty of Law. He has also been Executive Director of the Alberta Lawyers' Assistance Society and Executive Director of the Canadian Bar Association (Alberta).

While actively practising, Craig was Staff Lawyer (Practice Review) at the Law Society of Alberta, in-house counsel in Yemen for a large, Calgary-based oil and gas company, and an associate at another large Calgary-based law firm.

Annaliisa Sando

Manager, Student Recruitment and Programs (Alberta)

403.298.4479
sandoa@bennettjones.com

Annaliisa Sando is the Manager, Student Recruitment and Programs (Alberta). She is responsible for managing the recruitment of Law Students, and the Summer and Articling Student Programs, in Calgary and Edmonton. Annaliisa is actively involved in law school recruitment activities, interviewing students, performance reviews, and mentoring.

Prior to her current role, Annaliisa maintained a general corporate commercial practice for several years at a large Calgary-based law firm, and then at a medium-sized Calgary firm. In her role as an associate lawyer, Annaliisa advised clients on a broad range of matters including corporate organization and restructuring, mergers and acquisitions, new business start-ups, and shareholder disputes. Annaliisa gained in-house legal experience during secondments to a large oil and gas company, as well as a major Canadian airline.

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For more information about our courses, or if you would like to suggest any additional topics, please contact us at your convenience.

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We stand by our clients and see things from their perspective across sectors, industries and borders.

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Where clients matter most.