



Canadian Lawyers Liability Assurance Society

2024/2025 Renewal Application for
Excess Professional Liability Insurance

This application is made by the undersigned member (the “Firm”) of the Canadian Lawyers Liability Assurance Society (“CLLAS”) for issuance by CLLAS to the Firm of policies of professional liability insurance.

Note: *The policies applied for are “claims made” policies and only provide coverage for claims first made against the Insured during the policy period.*

Please answer **ALL** questions. Where space to answer is insufficient, attach a separate sheet.

1. Name of Firm (Named Insured):

2. Address of principal office:

Phone:

Fax:

3. Address, phone, and fax numbers of other office(s):

4. Management or service companies, date(s) established, and services provided:

5. Is the Firm a multi-disciplinary partnership (“MDP”)? ☐ yes ☐ no

If “yes”, provide date MDP was established and name the non-lawyer partners and their respective disciplines.



6. Since last year's CLLAS application, has the name of the Firm been changed, or has any firm merged into the Firm?

☐ yes ☐ no

If "yes", please attach details (including the number of lawyers merged into the Firm in each such situation).

7. Attached, as Appendix A, is a list of the Firm's predecessor firms resulting from mergers since July 1, 1987. Is the list complete?

☐ yes ☐ no

If "no", please provide update.

Note: A predecessor firm is one a) which has undergone dissolution; and b) in which more than 50% of the partners and employed lawyers became partners and employed lawyers of the Firm.

8. Please complete Appendices B and C to provide the following details as of February 15th, 2024:

- a) Number of lawyers (including partners, employed lawyers, counsels/of counsels, and lawyer consultants).
- b) Number of patent & trademark agents (who are not lawyers).
- c) Number of other non-lawyer consultants.
- d) Number of paralegals.
- e) Number of other employees.
- f) If applicable, the number of lawyers who are not partners, employed lawyers, counsels/of counsels, or lawyer consultants of the Firm who, directly or indirectly, provide services to professional corporations which are partners of the Firm. Please identify such individuals and professional corporations as requested in Appendix B.

Note: A common professional corporation structure is one where the lawyer remains a partner of the firm but the firm contracts with a professional corporation to provide the services of the partner to the firm via the professional corporation. Those lawyers would be accounted for in a) above. Question f) is intended to address an alternative structure whereby the professional corporation itself is a partner of the firm and it contracts directly or via another professional corporation with a lawyer to provide professional services.



9. Please show the Firm's practice split by indicating the approximate percentage of billings for the following areas of law:

	<u>This Year</u>	<u>Last Year</u>
a) Corporate and Commercial Law	_____ %	_____ %
b) Criminal Law	_____ %	_____ %
c) Family Law	_____ %	_____ %
d) Intellectual Property	_____ %	_____ %
e) Labour Law	_____ %	_____ %
f) Litigation	_____ %	_____ %
g) Real Estate	_____ %	_____ %
h) Securities Law	_____ %	_____ %
i) Tax Matters	_____ %	_____ %
j) Wills, Estates, Trust	_____ %	_____ %
k) Other (please specify)	_____ %	_____ %

10. Have any of the lawyers, or non-lawyer consultants listed in Appendices B and C, or former lawyers, or former non-lawyer consultants of the Firm been the subject of disciplinary proceedings, suspended, or disbarred from practice since last year's CLLAS application?

☐ yes ☐ no

If "yes", please attach details.

11. Attached, as Appendix D, is a description of the "Associated Firms" and "Umbrella Firms" which are identified in the Associated Firm Endorsement (Endorsement No. 1) of the current CLLAS Primary Policy. Please verify and update where appropriate and advise CLLAS of any anticipated changes.

12. Canadian law society programs may restrict coverage if Professional Services are provided outside of Canada or if the Professional Services relate to non-Canadian law. The CLLAS Primary Policy also excludes coverage for lawyers providing Professional Services from a U.S. office, as well as the practice of non-Canadian law. Please provide details of such services in Appendix E.

13. Attached, as Appendix F, is a schedule of claims and notices which have been given to the applicable law society and CLLAS as of December 31, 2023. Please verify and provide any changes in status. All known claims or notices that are not on the schedule, including those reported to any underlying insurance carrier, should be reported up to the date of this application. **Notices on this application are not considered proper notice of a claim.**

If applicable, CLLAS will also require an update on claims of your predecessor firms which were reported prior to any merger which are paid or currently reserved in excess of \$500,000.



Note: All claims or notices require the following details: name of lawyer, name of claimant, date claim reported, error date, date claim closed (if applicable), a brief description of the claim including damages sought, amount paid (legal & indemnity, and amount reserved (legal & indemnity).

14. Does the Firm wish to purchase CLLAS optional excess coverage? If so, please select desired options:

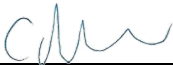
- ☐ \$60M xs \$160M
(\$60 xs \$100M coverage is required to purchase this option)
- ☐ CLLAS second umbrella coverage \$30M xs \$250M
(\$60M xs \$160M coverage is required to purchase this option)

15. Under Appendix G, please provide a full description of the Firm's most current risk management policies and procedures or, if appropriate, an update to your response to Appendix G of last year's renewal application.

16. Please complete Appendix H to provide underwriting information with respect to cyber liability.

17. Please attach, with Appendix I, a copy of the Firm's 2024 Professional Liability Insurance Application and Exemption Form submitted to LawPro.

The undersigned hereby declares that the above statements and particulars, including those set forth in Appendices A through I, are true and that no material facts have been omitted, suppressed or misstated and that this application, which is deemed to include the information from any previous applications completed by the Firm for CLLAS, shall be the basis of each of the insurance contracts with CLLAS.

Signature: 
(Must be signed by a Partner of the Firm)

Name of Signatory: _____
(Who shall be the designated contact person between CLLAS and the Firm as respects this insurance)

Date: _____

APPENDIX A

Predecessor Firms

Name of Firm

McMillan LLP

Note: A predecessor firm is one a) which has undergone dissolution; and b) in which more than 50% of the partners and employed lawyers became partners and employed lawyers of the Firm.

<u>Name</u>	<u>Merger Date</u>	<u>Notes (If any)</u>
McMillan Binch		
McMillan Binch LLP		
Mendelsohn s.e.n.c.	May 1, 2005	
McMillan Binch Mendelsohn LLP		
Thackray Burgess Professional Corporation (TB) *	May 1, 2009	
Blanie & Company (predecessor firm of TB)		
Evans Higa Burgess (predecessor firm of TB)		
Lang Michener LLP	January 1, 2011	
Lang Michener (changed to LLP in October 2003)		
Lang Michener Lawrence & Shaw		
(Lang Michener's former name in Toronto, Mississauga and Western Canada)		
Lang Michener Honeywell Wotherspoon		
(Lang Michener's former name in Ottawa)		
Lang Michener Lash Johnston		
Smith, Shaver		
Honeywell, Wotherspoon (Ottawa)	April 1, 1990	
Lawrence & Shaw (Vancouver)	June 7, 1989	
Lash, Johnston	June 8, 1986	
Lang Michener Cranston Farquharson & Wright		
Robertson Ward Suderman (Toronto)	May 1, 1990	

APPENDIX B
Active Members of the Firm as of February 15, 2024

Name of Firm Updated as of (Enter Date):
McMillan LLP February 15, 2024

	CANADA						OUTSIDE OF CANADA /5				
	B.C.	Alberta	Ontario	Quebec	Nova Scotia	Other Provinces (Please specify, change heading)	U.S.	China	South Africa	Other Countries (Please specify, change heading)	Other Countries (Please specify, change heading)
a) No. of Lawyers /1 (235)	42	16	141	36							
b) No. of Patent & Trademark Agents /2 (1)			1								
c) No. of Non-lawyer Consultants /3 (25)			22	2						1	
d) No. of Paralegals (72)	24	5	31	12							
e) No. of Other Employees (339)	56	19	229	35							
f) No. of lawyers who are not employees of the Firm who, directly or indirectly, provide services to professional corporations which are partners of the Firm /4 - 79	25	9	41	4							

/1 Including partners, employed lawyers, counsels/of counsels and lawyer consultants
/2 These are not lawyers.
/3 Please complete Appendix C if individuals are reported under this category
/4 Lawyers reported here should not be included under a).(See note at Question 8.f) of the application.
/5 Please complete Question 3 of Appendix E to provide further information on lawyers reported under these columns

Please attach a list of the lawyers reported under a) above, showing in each case their full name, date of call, date joined the Firm and, if applicable, date became partner.
Please attach a list of the names of the individuals reported under f) above, together with the names of the professional corporations to which they provide services.
If underlying insurance is purchased outside any Canadian mandatory law society program for lawyers, please provide full details under Appendix E, Question 4.

If members of the Firm, either alone or with others, engage in the conduct of any profession or business other than the practice of law (e.g. financial management, mortgage brokering or other consulting; underwriting or brokering of securities or investment banking activities; real estate appraisal; actuarial analysis) either directly or indirectly as an agent, employee or partner of any organization, please provide full particulars such as percentage of practice other than Law.

APPENDIX C

Active Non-Lawyer Consultants Of The Firm As Of February 15, 2024
(Excluding Patent & Trademark Agents)

Name of Firm
McMillan LLP

Updated as of (Enter Date):
February 15, 2024

SECTION A

<u>Professional Service Provided or Type of Profession</u>	<u># People in the same Profession</u>	<u>Location (Province)</u>	<u>Client Contact (Y/N)</u>	<u>Advise Clients (Y/N)</u>	<u>Supervised by Lawyers (Y/N)</u>	<u>Underlying Insurance</u> ^{/1}	<u>% of Time Docketed</u> ^{/2}
Strategic Advisors	22	Ontario	Y	N	N	Y	0
Strategic Advisors	2	Montreal	Y	N	N	Y	0
Strategic Advisor	1	HongKong	Y	N	N	Y	0

/1 If underlying insurance is purchased, please complete Section B.

/2 Please complete this column only for individuals who are not acting under the supervision of a lawyer and for that portion of time the individual is not acting under the supervision of a lawyer.

SECTION B

Please provide the following details on the underlying insurances purchased and attach a copy of the policies:

Type of Exposure:	Misc. Professional Liability
Insurance Carrier:	Chubb Insurance Company of Canada
Policy Number:	8207-4107
Period of Insurance:	November 13, 2023 - -November 13, 2024
Retroactive Date:	
Limit (Per Claim):	\$2,000,000
Limit (Aggregate):	\$2,000,000

Type of Exposure:	
Insurance Carrier:	
Policy Number:	
Period of Insurance:	
Retroactive Date:	
Limit (Per Claim):	

APPENDIX C

Active Non-Lawyer Consultants Of The Firm As Of February 15, 2024
(Excluding Patent & Trademark Agents)

Name of Firm	Updated as of (Enter Date):
McMillan LLP	February 15, 2024
Limit (Aggregate):	

- Mahoney, Richard
- Murphy, Tim
- Cullen, Timothy
- O'Brien, Stephanie
- Loney, Julia

APPENDIX D

"Associated Firms" and "Umbrella Firms"

Name of Firm

McMillan LLP

1	The Named Insureds under the CLLAS policies are McMillan LLP; McMillan S.E.N.C.R.L., s.r.l.; McMillan Binch Mendelsohn LLP; McMillan Binch LLP; Mendelsohn s.e.n.c.
2	McMillan Vantage Policy Group LP and MV Communications Services are added as Additional Insureds.
3	The Firm has offices in Toronto, Ottawa, Vancouver, Calgary, Montreal. The Hong Kong Office will close and cease business operations as of March 31, 2024
4	On May 1, 2005, McMillan Binch LLP merged with Mendelsohn s.e.n.c. to form McMillan Binch Mendelsohn LLP.
5	On May 28, 2008, McMillan Binch Mendelsohn LLP changed its registered business name to McMillan LLP and McMillan S.E.N.C.R.L., s.r.l. in Quebec.
6	On May 1, 2009, McMillan LLP completed a transaction with Thackray Burgess Professional Corporation of Calgary where the Firm employed certain former Thackray Burgess lawyers and certain other lawyers from that firm became partners at the Firm. While the two firms were not formally merging, for the purpose of insurance, CLLAS considers this as a merger and recognizes Thackray Burgess as a predecessor firm.
7	On January 1, 2011, McMillan LLP and Lang Michener LLP merged and operates under the name McMillan LLP.
8	McMillan Binch LLP had formed a national association with two other law firms, Bull, Housser & Tupper of Vancouver and Surrey and Byers Casgrain of Montreal. The national association brought the three firms together for the purpose of providing enhanced levels of service to clients in Canada.
9	McMillan Binch LLP also formed an international partnership with the same two law firms in 1990. This international partnership was known as McMillan Bull Casgrain and was formed for the purpose of practising Canadian law outside Canada.
10	In 1993, McMillan Bull Casgrain entered into an association with the Hong Kong firm of Robert W.H. Wang & Co. The association was later terminated.
11	The McMillan Bull Casgrain association ended on January 31, 2000.
12	There is an endorsement on the policy with respect to McMillan Bull Casgrain to cover possible claims relating to the period during which the partnership was in operation.
13	Coverage is provided to Thackray Burgess Professional Corporation and its predecessor firms, namely Blanie & Company and Evans Higa Burgess.
14	Coverage is also provided to Lang Michener LLP and its predecessor firms, namely Lang Michener; Lang Michener Lawrence & Shaw; Lang Michener Honeywell Wotherspoon; Lang Michener Lash Johnston; Smith, Shaver; Honeywell, Wotherspoon; Lawrence & Shaw; Lash, Johnston; Lang Michener Cranston Farquharson & Wright and Robertson Ward Suderman.

Professional Services Provided Relating to Non-Canadian Law & Professional Services Provided In the U.S. & Outside of Canada

Updated as of (Enter Date):
February 15, 2024

Please provide the following information on lawyers primarily resident in Canada who provide Professional Services relating to non-Canadian law (not including those which are incidental to the practice of Canadian law). Please only report on lawyers with more than 5% of docketed time in this category.

For lawyers practicing both Canadian and Non-Canadian Law, please provide a split between Canadian and Non-Canadian. Note that in cases where a split is not available, a 50% 50% split will be assumed.

Please provide the following information on all lawyers reported in Appendix B under the “Outside of Canada” column.

[illegible]

APPENDIX E

Professional Services Provided Relating to Non-Canadian Law & Professional Services Provided In the U.S. & Outside of Canada

Name of Firm McMillan LLP	Updated as of (Enter Date): February 15, 2024
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4 Other Insurance

For the exposures identified in Questions 1, 2 and 3 above, please provide details of specific insurance protection (e.g. coverage provided for a non-Canadian office or by a non-Canadian law society) as well as a copy of the policies.

Type of Exposure:	#1 Professional Liability
Insurance Carrier:	Ardonagh Specialty Limited t/a Price Forbes & Partners
Policy Number:	B0507NM2300022
Period of Insurance:	July 1, 2023-June 30, 2024
Retroactive Date:	
Limit (Per Claim):	\$450,000
Limit (Aggregate):	\$450,000

Type of Exposure:	
Insurance Carrier:	
Policy Number:	
Period of Insurance:	
Retroactive Date:	
Limit (Per Claim):	
Limit (Aggregate):	

Type of Exposure:	
Insurance Carrier:	
Policy Number:	
Period of Insurance:	
Retroactive Date:	
Limit (Per Claim):	
Limit (Aggregate):	

Type of Exposure:	
Insurance Carrier:	
Policy Number:	
Period of Insurance:	
Retroactive Date:	
Limit (Per Claim):	
Limit (Aggregate):	

APPENDIX F

Schedule of Claims and Notices As of December 31, 2023

Name of Firm

McMillan LLP

Updated as of (Enter Date):

December 31, 2023

see attached list of Claims not included in the Bordereau
Please attach separately

APPENDIX G

Risk Management Policies and Procedures

1. A list of risk management policies was set forth in the 2012/2013 application.
2. In 2015 the Firm put in place an Anti-Corruption Policy which was further updated in July 2022
3. In 2017 the Firm put in place a Mobile Device Policy (further updated in June 2021) to address the protection and maintenance of firm information asset:
4. In 2017 the Firm put in place the following 3 Policies:
Data Classification & Retention Policy
Information Security Policy, further updated May 2022
Acceptable Use Policy, updated September 2022
5. In 2018 the Firm put in place a Trust (Client funds and valuables) Policy, which was further amended in December 2022
6. In 2019 the Firm put in place a Privacy Policy

APPENDIX H

Cyber Liability

Name of Firm

McMillan LLP

1	Personnel	Enter Yes or No
a)	Do you have a Chief Security Officer or Chief Information Security Officer or equivalent?	Yes
	If "no", who within the Firm is responsible for the management of and compliance with the Firm's Security Policies?	
b)	Do you have a Chief Privacy Officer or equivalent?	Yes
	If "no", who within the Firm is responsible for the management of and compliance with the Firm's Privacy Policies?	

2	Protection	Enter Yes or No
a)	Do you use encryption tools to enhance the integrity and confidentiality of confidential information?	Yes
	If you use encryption tools, in which scenarios is data encrypted? (Check all statements that you believe are applicable.)	
	- Data at rest	Yes
	- Data in transit	Yes
	- Data transferred to removable media (laptops, CD's, backup tapes, USB devices, etc.)	Yes
	- None of the above	
b)	Do you use and regularly update industry-standard antivirus software?	Yes
c)	Do you install the latest software updates to reduce security vulnerabilities?	Yes
d)	Do you require that passwords be a minimum length and contain alpha and numeric characters?	Yes
e)	Do you require that passwords be regularly updated?	Yes
f)	Do you check to make sure that no spyware or adware resides on your computers?	Yes
g)	Do you use and regularly update industry-standard firewall protection systems to prevent unauthorized access to internal networks and computer systems?	Yes
h)	Is the data on your servers encrypted?	Yes
i)	Is the data on your desktop and laptop computers encrypted?	Yes
j)	Is the data on your mobile devices encrypted?	Yes
k)	Have predesignated computer system/application access rights and privileges been set for all authorized users?	Yes
l)	Is there hourly or daily automatic backup of documents and emails?	Yes

APPENDIX H

Cyber Liability

Name of Firm

McMillan LLP

m)	Is there hourly or daily automatic backup of your firm-wide tickler system and/or your lawyers' own personal tickler systems?	Yes
n)	Are backups stored off-site at a secure location?	Yes
o)	Do you use software that can be used to wipe laptops and mobile devices clean if they are misplaced or stolen?	
p)	Do you use software that can detect unauthorized transfers of personal information and unauthorized copying of files?	No
q)	Do you use a metadata scrubber on documents that you transmit to clients or third parties such as opposing counsel?	Yes
r)	Has the firm implemented multi-factor authentication for remote access to firm systems?	Yes
s)	Are security controls consistent across the entire firm?	Yes
3 Incident Report		Enter Yes or No
	Do you have a written network security incident response plan?	Yes
	If "yes":	
a)	Does it include alternative options should a critical third party outsourcing provider's operations be incapacitated?	Yes
b)	Does it include procedures to alert your clients that their data may have been compromised?	Yes
4 Policies		Enter Yes or No
a)	Do you maintain a comprehensive information security and privacy policy that is updated and enforced on a continuous basis?	Yes
b)	Do you advise your lawyers of the risks of using unencrypted email?	Yes
c)	Does your firm advise your lawyers of the dangers of metadata?	Yes
d)	Do you purchase insurance other than CLLAS coverage to protect you in the case of privacy breaches?	Yes
e)	Do you purchase insurance other than CLLAS coverage to protect you in the case of cyber-attacks?	Yes