

Policy on Legal Services

Office of Administration:	General Counsel
Approval Authority:	President and Vice-Chancellor
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Next Review:	October 2028
Review History:	N/A

1. Purpose

- 1.1 The purpose of this Policy is to define the role and responsibilities for the provision of legal services to Laurentian University (the ‘University’), and to ensure that legal services are sought internally and externally, where appropriate.

2. Scope

- 2.1 This Policy applies to all legal services required by the University, including but not limited to all administrative and academic departments, legal services required by the Pension Fund, research grants and contracts administered by the University.

3. Policy Statement

- 3.1 In general, the University’s legal affairs will be managed through the Office of the General Counsel. The University seeks to manage its legal risks by ensuring quality, efficient and reliable legal services in support of the University’s activities and objectives by taking into account the cost effectiveness of the legal services.

4. Roles and Responsibilities

- 4.1 The General Counsel is responsible for the general oversight of legal matters at the University, including matters of compliance, and the provision, management and budgeting of legal services provided by Legal Counsel or by external lawyers retained with the approval of the General Counsel, pursuant to this Policy.
- 4.2 The General Counsel is responsible for retaining and managing the relationship with external lawyers.
- 4.3 All requests for legal services shall be made to the General Counsel, who will then consult with the lead senior administrator to collectively determine whether legal services are required, whether such services can be provided internally or whether there is a need to hire an external lawyer.

5. The Office of the General Counsel

- 5.1 The Office of the General Counsel is responsible for providing legal services in matters of legal importance affecting the University when requested by the University’s Board, Senate, or senior leadership.
- 5.2 Legal Counsel communicates the legal risks and legal issues in order to enable the responsible University authority to make informed decisions or take a course of action on a University matter. For further clarity:
- 5.2.1 Legal Counsel represents the institution and does not provide legal services on an individual’s private matter or on a non-University matter;
- 5.2.2 the role performed by Legal Counsel is to act as legal advisor and advocate, and to assist University decision-makers; and
- 5.2.3 if participating in, or attending a University committee, panel, board or other working group or team, Legal Counsel’s role is to provide legal services to such committee, panel, board or working group or team, and Legal Counsel’s participation or attendance is as an advisor to such committee, panel, board or other working group or team.

- 5.3 Legal services provided by the Office of the General Counsel covers a variety of fields (including, but not limited to: employment and labour relations, student matters, human rights, contracts, procurement, construction, real property transactions and leases, corporate matters, business transactions, and intellectual property), and are required when the matter involves any one or more of the following or as may be determined by the General Counsel of the University:
- 5.3.1 a legal proceeding or the threat of a legal proceeding against the University in court or at a tribunal,
 - 5.3.2 a legal issue having strategic importance or University-wide implications,
 - 5.3.3 a matter or legal issue involving significant legal risk, financial exposure or adverse impact to the University,
 - 5.3.4 a contract (regardless of its type or of its value) between the University and a third party that presents potentially significant or uncertain legal liability for the University.

6. Contract Review

- 6.1 Except pursuant to Section 6.2 of this Policy, unless otherwise approved by the General Counsel in consultation with the President an/or the Vice-President(s) of the University, or the appropriate academic or administrative head, or unless otherwise provided in a University by-law or other University policy or procedure, all contracts requiring signature of the President, Vice-President(s) and/or Secretary must be submitted to the Office of the General Counsel for a review from a legal perspective.
- 6.2 The President and/or Vice-President(s) may enter into grants or contracts involving federal and/or provincial agencies and/or routine contracts, including transfer payment agreements from Ontario Ministries, without consulting the Office of the General Counsel, provided they have the signatory authority pursuant to the Policy on Signing Authorizations.
- 6.3 The contract review by the Office of the General Counsel does not include an assessment of the business case, academic or operational aspects underlying the purpose or subject matter of the contract.
- 6.4 The head of the academic or administrative unit wishing to have the contract executed is responsible for ensuring that the contract fits within its academic, business and operational requirements. Prior to undertaking the contract review, the head must provide to the Office of the General Counsel a brief written statement on the context or background of the contract and a statement in support of the execution of the contract in order to facilitate the review by the Office of the General Counsel and signature by the President, Vice-President(s) and/or Secretary.

7. Retention of External Lawyers

- 7.1 The General Counsel, or its designate in the office of the General Counsel, is the only authority within the University who may retain an external lawyer to provide legal services to the University, communicate the University's instructions and who may liaise with the external lawyer retained by and acting for the University's insurer.
- 7.2 For the purpose of this Policy, "Emergency" shall mean an unexpected circumstance requiring the advice of an external lawyer under conditions of sufficient urgency as to make consultation with the General Counsel (or their designate) impracticable. In the event of an Emergency, an approved external lawyer may be retained by the President without the necessity of first consulting with the General Counsel (or their designate), and any fees associated with the external lawyer retained will be charged in accordance with the general guidelines in that respect appearing in this Policy. The relationship with an external lawyer emerging from an Emergency will continue to be managed by the General Counsel, as appropriate.

- 7.3 In determining whether retaining an external lawyer to provide legal services to the University is warranted, the General Counsel of the University is responsible for assessing the need, reviewing the specific circumstances and considering factors to ensure a fair and transparent process, such as the following:
- Cost effectiveness
 - Capacity within the Office of the General Counsel
 - Timelines for the provision of legal services
 - Risk assessment
 - Knowledge and expertise required
 - Conflict of interest
 - Jurisdiction of governing law
 - Priorities of time and effort
 - Any other factor that General Counsel or the Secretary of the University may deem relevant to the matter at issue.
- 7.4 In making the selection of an external lawyer who is most suitable to provide legal services to the University on a legal matter, the General Counsel will consult with the lead senior administrator to collectively consider the interests of the internal University client, the estimated cost, general subject matter expertise, prior experience with the matter at issue and any conflict of interest.

8. Cost of Legal Services

- 8.1 The costs of legal services provided by the Office of the General Counsel as well as external lawyers are accounted for in the budget of the Office of the General Counsel of the University. In exceptional circumstances, with approval of the President, academic or administrative units may be required to contribute funds from their budget to pay for all, or a portion of required legal services.
- 8.2 All legal invoices will be sent to the Office of the General Counsel, who will then ensure they are paid. Where Labour Relations or Human Resources are involved, the Office of the General Counsel will verify with the head of Human Resources or its delegate, before the invoice is paid to ensure routine due diligence.

9. Damages or Other Monetary Consequences

- 9.1 Any and all damages, costs, penalties or other monetary consequences, including any applicable interest or taxes, resulting from legal proceedings involving the University shall be paid from the budget.

10. Court Documents

- 10.1 No member of the University staff is authorized to accept formal service of any Court Document on behalf of the University (or on behalf of any other constituent part of the University) except the President or Vice-Presidents, General Counsel or Legal Counsel of the University, the Executive Administrative Assistant in the Office of the General Counsel or an external lawyer retained by the University, in accordance with this Policy and authorized by the General Counsel of the University or by Legal Counsel to accept formal service on behalf of the University. The expression “formal service” means the formal process and delivery of giving or sending a court document to the University. Examples of a court document include, without limitation, the following: a summons, statement of claim, tribunal application and court order.
- 10.2 Any court document sent to the University or received by University staff must be sent without delay to the Office of the General Counsel for review in order to avoid any prejudice to the University’s legal rights to respond. If monetary consequences to the University arise as a result of the delay in sending the court document to the Office of the General Counsel, the Faculty, Service or other academic or administrative unit responsible may be required to assume the cost of such monetary consequences.