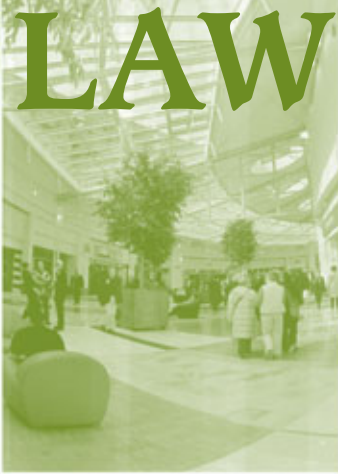


CANADIAN SHOPPING CENTRE LAW CONFERENCE



▶ Final Program

The Sutton Place Hotel

Toronto, Ontario

March 6 – 7, 2008



International Council of Shopping Centers, Inc.

THURSDAY, MARCH 6

REGISTRATION

8:00 am – 5:30 pm

BUFFET BREAKFAST SERVED

8:00 – 8:45 am
(No food service after 8:30 am)

OPENING REMARKS

8:45 – 9:00 am

STUART W. LEMESURIER

ICSC 2008 Canadian Shopping Centre
Law Conference Co-Chair
McLean & Kerr LLP
Toronto, ON

ROUNDTABLES

9:00 – 10:30 am

REFRESHMENT BREAK

10:30 – 10:45 am

CONCURRENT SESSIONS

10:45 am – 12:00 noon

**A. GREENING OF SHOPPING CENTRES:
COSTS, BENEFITS AND CHALLENGES
FOR LANDLORDS AND TENANTS**



What you need to know about the green building revolution: what lease clauses will move landlords and tenants closer to green, what you should know about LEED certification and what the leaders in the shopping centre industry are doing today and will be doing tomorrow to be more energy efficient and environmentally friendly.

MODERATOR

JAMES D.M. FRASER

Associate Counsel
Miller Thomson LLP
Toronto, ON

PANELISTS

MICHAEL BROOKS

Executive Director
RealPac
Toronto, ON

THOMAS MUELLER

President
Canada Green Building Council
Ottawa, ON

RON RIVET

Director of Construction
First Capital Realty Inc.
Toronto, ON

**B. ALL STEAMED-UP ABOUT BOILERPLATE: DRAFTING
TO AVOID PITFALLS**

Standard shopping centre leases contain many boiler plate provisions which are given little attention and seldom negotiated. It is important to understand the purpose of each clause, its meaning, its interpretation and treatment by the courts in the applicable jurisdiction, and its ultimate effect on the parties' rights and obligations, as many substantive issues can arise from it. The panel will discuss a number of these provisions, such as the entire agreement clause, registration, subordination, Planning Act, overholding, joint and several liability, notices, seals, and the English lan-

guage clause in Quebec leases. Issues will be examined from both the tenant's and the landlord's perspectives and the similarities and differences between the common law and civil law boiler plate lease clauses will be highlighted.

MODERATOR

ANNE BOUTIN

Senior Director, Legal Services
The Cadillac Fairview Corporation Limited
Montreal, QC

PANELISTS

WILLIAM A. ROWLANDS

Partner
Lang Michener LLP
Toronto, ON

Laurie Sanderson

Partner
Gowling Lafleur Henderson LLP
Ottawa, ON

Francois Viau

Partner
Gowling Lafleur Henderson srl
Montreal, QC

LUNCHEON SERVED

12:00 noon – 1:00 pm
(No food service after 1:00 pm)

KEYNOTE SPEAKER

1:00 – 1:45 pm

**WHAT'S IN STORE FOR CANADA? HOW CHANGING
DEMOGRAPHICS IMPACT RETAIL REAL ESTATE**



DR. TONY HERNANDEZ

Director & Eaton Chair in Retailing
Centre for the Study of Commercial Activity
Ryerson University
Toronto, ON

Using the latest retail intelligence, this presentation outlines the key trends in Canadian demographics and their impact on retail real estate. What is the future of the mall? Will lifestyle centres be developed across Canada? How many more power centres can the Canadian market sustain? How will Canada's increasingly aged consumer shape retail behaviour? These critical questions, along with others, will be discussed in a talk that will envision the future retail landscape of Canada.

CONCURRENT SESSIONS

1:45 – 3:00 pm

**A. EXPOSED—SHOPPING CENTRE CONSTRUCTION
FROM THE GROUND UP: THE BASICS OF LANDLORD
AND TENANT CONSTRUCTION**

Have you ever wondered what the difference between a roof and a roof membrane is, or why landlords and tenants spend time discussing whether there will be a finished ceiling or an open ceiling? This panel will present, through the use of pictures, a basic beginning to end explanation of the construction process which should help you to better understand construction schedules in your negotiations.

MODERATOR

CELIA C. HITCH

Counsel
Lang Michener LLP
Toronto, ON

PANELISTS

BARRY CRYSTAL

Vice President, Retail
Sony of Canada Ltd.
Toronto, ON

FRANK STRILEC

Manager, Tenant Coordination
The Cadillac Fairview Corporation Limited
Toronto, ON

MURRAY TAIT

Executive Vice President
T & T Properties
Calgary, AB

B. HERE TODAY, GONE TOMORROW: TENANT EXIT STRATEGIES AND RECONCILING THE INTERESTS OF LANDLORDS AND TENANTS

Find out the reasons behind why tenants want, and sometimes demand, exit strategies to be built into their leases through the use of co-tenancy provisions, go-dark provisions, assignment rights, special signage and vista rights, exclusive use provisions, environmental contamination, expropriation, material adverse change provisions and other provisions that may entitle a tenant to terminate its lease. The panel will consider what is a fair balance between the interests of a landlord and a tenant in the negotiation and final resolution of such provisions. These issues and more will be explored during this panel discussion.

MODERATOR

SUSAN ROSEN

Partner
Gowling Lafleur Henderson LLP
Toronto, ON

PANELISTS

LEIGH BALGOPAL

Legal Counsel
Sobeys Inc.
Toronto, ON

LISA BORSOOK

Partner
WeirFoulds LLP
Toronto, ON

MONTY WARSH

Partner
Heenan Blaikie LLP
Toronto, ON

REFRESHMENT BREAK

3:00 – 3:15 pm

PLENARY SESSION

3:15 – 4:30 pm

TEN TERRIFIC TOPICS IN UNDER 10!

MODERATOR

DENNIS DAOUST

Partner
Daoust Vukovich LLP
Toronto, ON

FRANCHISING ISSUES—WHAT'S NEW?

SPEAKER

SHELDON L. DISENHOUSE

Partner
Fraser Milner Casgrain LLP
Toronto, ON

DISTURBING THOUGHTS ABOUT NON-DISTURBANCE AGREEMENTS

SPEAKER

JOSEPH GRIGNANO

Consultant
Blake Cassels & Graydon LLP
Toronto, ON

REASONABLE WEAR AND TEAR EXCEPTED—WHAT'S REASONABLE ABOUT IT?

SPEAKER

LAWRENCE H. IRON Q.C.

Associate Counsel
Miller Thompson LLP
Markham, ON

TROUBLE OR TREASURE—DEALING WITH ABANDONED GOODS ON LEASE TERMINATION

SPEAKER

ANGELA MOCKFORD

Partner
WeirFoulds LLP
Toronto, ON

DISTRESS—A DISTRESSING REMEDY

SPEAKER

STEPHEN POSEN

Partner
Minden Gross LLP
Toronto, ON

BEST EFFORTS, REASONABLE EFFORTS, COMMERCIALY REASONABLE EFFORTS, COMMERCIALY REASONABLE BEST EFFORTS AND OTHER CRYSTAL CLEAR CONCEPTS

SPEAKER

RANDY S. SHAPIRO

Partner
Parlee McLaws LLP
Calgary, AB

ESTOPPEL CERTIFICATES—WHAT DO THEY REALLY STOP?

SPEAKER

NED A. STEINMAN

Partner
Gowling Lafleur Henderson LLP
Ottawa, ON

COVENANT FOR QUIET ENJOYMENT—A PROMISE OF BLISSFUL QUIET OR GOOD TITLE OR SOME KIND OF HYBRID?

SPEAKER

DEBORAH A. WATKINS

Partner
Daoust Vukovich LLP
Toronto, ON

FAIR MARKET RENEWAL RENT—WHAT'S FAIR WHEN THE TENANT ISN'T GOING ANYWHERE?

SPEAKER
JENNIFER M. WILLIAMS
Associate
Blake, Cassels & Graydon LLP
Vancouver, BC

RELOCATION—MOVING THE PIECES TO MAKE MASTERPIECES

SPEAKER
NATALIE VUKOVICH
Partner
Daoust Vukovich LLP
Toronto, ON

MEMBER-SPONSORED RECEPTION

4:30 – 5:30 pm

BLAKE, CASSELS & GRAYDON LLP
BLANEY McMURTRY LLP
DAOUST VUKOVICH LLP
FRASER MILNER CASGRAIN LLP
GOWLING LAFLEUR HENDERSON LLP
HEENAN BLAIKIE LLP
LANG MICHENER LLP
MCLEAN & KERR LLP
MILLER THOMSON LLP
MINDEN GROSS LLP
PARLEE McLAWS LLP
WEIRFOULDS LLP

FRIDAY, MARCH 7

REGISTRATION

8:00 am – 1:45 pm

BUFFET BREAKFAST SERVED

8:00 – 8:30 am
(No food service after 8:30 am)

ROUNDTABLES

8:30 – 10:00 am

CONCURRENT SESSIONS

10:00 – 11:15 am

A. MANAGING THE DEFAULT PROCESS

This session will identify and examine practical strategies and tips for landlords and tenants and for their legal counsel on how to avoid the pitfalls and problems with default notices, termination notices and waivers, estoppel and other related issues. Experienced counsel will share their collective tips and strategies on how to succeed in enforcing your lease rights whether collecting rent, terminating the lease, or curing a landlord default.

MODERATOR
DAVID R. THOMPSON
Partner
WeirFoulds LLP
Toronto, ON

PANELISTS
PAUL MAYER
Partner
Faskin Martineau Dumoulin LLP
Montreal, QC

RANDALL M. ROTHBART
Partner
Solomon Rothbart Goodman LLP
Toronto, ON

JOHN C. WOLF
Partner
Blaney McMurtry LLP
Toronto, ON

B. WHAT IN THE NAME: WHO IS (AND WHO IS NOT) YOUR TENANT OR LANDLORD AND WHY YOU SHOULD BE CONCERNED

What do you know about your landlord or tenant and how can you protect yourself? Is your landlord or tenant properly named in your lease documents? Does it exist? Does it own the interest it is purporting to convey? Did it sign the document correctly? What is its financial covenant? Why do you as a landlord or tenant even care? Understand the different structures of landlords and tenants (including corporations, partnerships, limited partnerships and trusts) and how they impact lease covenants. This presentation will answer these questions and more to ensure landlords and tenants get what they bargained for.

MODERATOR
KENNETH A. BEALLOR
Counsel
Fraser Milner Casgrain LLP
Toronto, ON

PANELISTS
RON GOLDBERG
Partner
Fraser Milner Casgrain LLP
Toronto, ON

OLIVER HOBDAY
Legal Counsel
Oxford Properties Group
Toronto, ON

JEFFREY LEM
Partner
Davies Ward Phillips & Vineberg LLP
Toronto, ON

REFRESHMENT BREAK

11:15 – 11:30 am



PLENARY SESSION

11:30 am – 12:45 pm

LEGAL UPDATE

MODERATOR

JEANNE BANKA

Partner

Daoust Vukovich LLP

Toronto, ON

PANELISTS

STEVEN CHAIMBERG

Partner

Lapointe Rosenstein LLP

Montreal, QC

RICHARD B. MASK

Partner

Parlee McLaws LLP

Calgary, AB

CLOSING REMARKS

12:45 – 1:00 pm

MICHAEL S. HOROWITZ

ICSC 2008 Canadian Shopping Centre

Law Conference Co-Chair

Minden Gross LLP

Toronto, ON

BUFFET LUNCHEON

1:00 – 1:45 pm

CONFERENCE ADJOURNS

1:45 pm

Conference materials will be provided in CD format ONLY.
The Conference materials will be posted on the ICSC website
prior to the Conference for those who wish to download all
or part of the materials.

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Online: www.icsc.org
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Mail: ICSC
1221 Avenue of the Americas
41st Floor
New York, NY 10020-1099

REGISTRATION FEE

	Advance	On-Site
Member*:	\$350	\$430
Non-Member:	\$450	\$555

(GST included in fee. ICSC identification #R122853757)

*To qualify for the member fee, each registrant must be an ICSC member. A company membership does not mean that every employee of that company automatically becomes an ICSC member. An affiliate membership is required for each employee. To become an ICSC member, call ICSC Information Services at +1 646 728 3800.

ICSC Member Non-Member

Attendees will receive a complimentary copy of the book *ICSC's Dictionary of Shopping Center Terms, 2nd Edition*.

DEADLINES

To be listed in the Meeting Attendees list, you must register by **February 15, 2008**. To qualify for the advance registration fee, your registration must be received by 12:00 noon EST, **February 22, 2008**.

CANCELLATIONS

Cancellations will be subject to a \$25 cancellation fee. No refunds will be given for cancellations received after **February 22, 2008**. All requests for refunds must be received by ICSC in writing.

HOTEL RESERVATIONS

A block of rooms has been reserved at:
The Sutton Place Hotel
955 Bay Street
Toronto, ON M5S 2A2
Tel: +1 416 924 9221

Rate: \$185 Single/Double Occupancy
Cut-off Date: **February 5, 2008, 11:59 pm**
Eastern Standard Time

Be sure to tell the hotel that you are with the ICSC meeting. Requests received after the cut-off date are subject to space and rate availability.

CONTINUING EDUCATION CREDITS

SCSM/SCMD/CLS: 1.5 Credits

SPECIAL NEEDS

Anyone desiring an auxiliary aid for this meeting should notify Randi Glass at rglass@icsc.org or +1 416 486 4511 no later than **February 1, 2008**.

Please photocopy forms as needed.

Name		
Company		
Address		
City	Province/State	Postal/ZIP Code
()	()	
Telephone	Fax	
E-mail Address	Your membership I.D.#	2008CLC-B

Please check here if any of the above information has recently changed.

METHOD OF PAYMENT

Cheque made payable to ICSC enclosed for \$ _____
 MasterCard Visa AMEX Discover \$ _____

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Toronto, ON

MICHAEL S. HOROWITZ

ICSC 2008 Canadian Shopping Centre Law Conference Co-Chair
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Toronto, ON

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Toronto, ON

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March 6-7, 2008 • The Sutton Place Hotel, Toronto, Ontario

CANADIAN SHOPPING CENTRE LAW CONFERENCE



International Council of Shopping Centers, Inc.
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New York, NY 10020 - 1099

