

Index

- ACCIDENTS**
See Workplace Safety and Insurance Act, 1997
- ACCOUNTS RECEIVABLE**
Monitoring, 7:4
- ADVERTISING**
See Hiring
- ALTERNATIVE DISPUTE RESOLUTION**
See Disagreements and Disputes; Family Law
- ARBITRATION**
Generally, 13:18, 18:3, 18:5
- BANKRUPTCY AND INSOLVENCY**
Employment issues re, 14:4
Shareholders agreement issues, 1:22
- BANKS**
Financing by, 1:4
- BEQUESTS**
See Family Law, gifts or bequests, intergenerational
- BUSINESS ASSOCIATIONS, FAMILY**
See Family Business Associations
- BUSINESS STRUCTURE**
Asset protection arrangements, 7:4
holdco, use of, 7:4
opco, use of, 7:4
“vertical” segregation, 7:4
Changing legal structure, 13:1
management vs. shareholder control, 13:1
- BUSINESS STRUCTURE—Cont’d**
Corporation, 1:3
limited liability and, 1:3
tax considerations, 1:3
Disagreements and disputes
See Disagreements and Disputes
Opportunity to review, 7:1
Parents with children in business, considerations, 1:21
Parents with no children in business, considerations, 1:20
control issues, 1:20
emotion, decisions affected by, 1:20
succession issues, 1:20
Partnership, 1:3
caution re using, 1:3
fiduciary duty and, 1:3
Restructuring
See Restructuring
Shareholders agreement
See Shareholders Agreement
Sole proprietorship, 1:3
Succession issues
See Succession Issues
- BUYING OR SELLING BUSINESS**
See Income Tax Considerations
- CHILDREN**
(See also Disagreements and Disputes)
Active vs. non-active, 13:5
Business education of, 7:11
Business structure considerations re
See Business Structure
Competence as guiding principle of involvement, 7:7
Differing roles of, 7:7

CHILDREN—Cont'd

Experience, importance of gaining, **7:7**
Gifts to
 See Family Law
Option to purchase shares, child's, **12:13**
Tension between, **7:7**
Transfer of shares to, **11:3, 12:12**

CONTROL

Change of control of business, **14:3**
Estate freezes and, **12:10**
Management vs. shareholder, **13:1**
Parents with no children in business, considerations, **1:20**
Taxation issues
 See Income Tax Considerations, corporations

CORPORATIONS

(See also Oppression Remedy)
Business structure of
 See Business Structure
Taxation issues
 See Income Tax Considerations

CREDITORS

 See Financing

CREDIT RATING

Generally, **1:4**

DEATH

(See also Succession Issues)
Family law scenario, **18:1**
Insurance issues
 See Insurance
Premature death of founder, **13:9**
Shareholders agreement issues re, **1:17, 1:22**
Tax minimization on, **16:4**
Trusts issues, **15:1**

DISAGREEMENTS AND DISPUTES

Alternative dispute resolution strategies, **13:18**
arbitration, **13:18**

DISAGREEMENTS AND DISPUTES—Cont'd

Alternative dispute resolution strategies, **13:18**—Cont'd
 mediation, **13:18**
 private courts, **13:18**
Generally, **13:14**
Limitation periods, **13:19**
Management of business through period of, **13:17**
Oppression
 See Oppression Remedy

DISCRIMINATION

 See Hiring; Human Rights Legislation

DOMESTIC CONTRACT

(See also Family Law)
Drafting suggestions, **6:12**
 dispute resolution, **6:12**
 equalization payment, **6:12**
 financial disclosure, limitation of, **6:12**
 net family property provisions, **6:12**
shares

 agreement to sell back, **6:12**
 authorization to deal with, **6:12**
 broad definition of, **6:12**
 valuation formula, **6:12**
 waiver of rights to, **6:12**
Family Law Act provisions re, **6:11**
Generally, **6:11**
Shareholders agreement and, **6:18**

DOWNSIZING

Generally, **14:5**

EMPLOYEES

(See also Employment)
With contractual or legal obligations to others, **2:26**
 fiduciary duties, **2:28**
 inducement, doctrine of, **2:29**
 inducing breach of contract, tort of, **2:27**

<p>EMPLOYEES—Cont’d</p> <p>With contractual or legal obligations to others, 2:26—Cont’d restrictive covenants, 2:26</p> <p>EMPLOYMENT</p> <p>(See also Labour Relations)</p> <p>Bankruptcy/insolvency of business, 14:4</p> <p>Change of control of business, 14:3</p> <p>Constitutional jurisdiction over, 2:1</p> <p>Contracts</p> <p> See Employment Contracts</p> <p>Downsizing, 14:5</p> <p>Employees</p> <p> See Employees</p> <p>Executive search firms, use of, 2:31</p> <p>Hiring</p> <p> See Hiring</p> <p>Human rights legislation</p> <p> See Human Rights Legislation</p> <p>Minors, of, 2:11</p> <p> employment contracts, enforcement of, 2:11</p> <p>Non-family members, of</p> <p> “phantom” shares, use of, 7:3</p> <p> profit-sharing plan, 7:3</p> <p> senior management frustrations, 7:3</p> <p> share ownership and, 7:3</p> <p> stresses and tensions, 7:3</p> <p>Pay equity, 8:35</p> <p>Privacy legislation, compliance with, 2:8</p> <p>Probation, 2:12</p> <p> Employment Standards Act, 2000 provisions re, 2:12</p> <p> terms in employment contract, 2:12, 2:23</p> <p>Restructuring, 14:5</p> <p>Sale of business, 14:2</p> <p> Employment Standards Act, 2000 provisions, 14:2</p> <p>Labour Relations Act, 1995 provisions, 14:2</p>	<p>EMPLOYMENT—Cont’d</p> <p>Sale of business, 14:2—Cont’d Pay Equity Act provisions, 14:2</p> <p>Standards</p> <p> See Employment Standards</p> <p>Types of, 2:9</p> <p> fixed term, 2:10 indefinite, 2:9</p> <p>Violence and harassment in workplace, 8:25, 8:26</p> <p>Wrongful dismissal</p> <p> See Wrongful Dismissal</p> <p>Wrongful hiring, 2:32</p> <p>EMPLOYMENT CONTRACTS</p> <p>Generally, 2:13</p> <p>Breach of, anticipatory, 2:30</p> <p>Employment Standards Act, 2000 and, 2:13</p> <p>Fairness requirement, 2:13</p> <p>Form of, 2:13</p> <p>Generally, 2:13</p> <p>Minors, with, 2:11</p> <p>Probationary periods, inclusion of terms in, 2:12</p> <p>Signing reluctance, 2:13</p> <p>Terms of, 2:14</p> <p> confidentiality clause, 2:20 copyright and inventions, 2:25 “entire agreement,” 2:24 incentives, 2:22 independent legal advice, 2:25.50 legal requirements, 2:15 non-competition clause, 2:18 non-solicitation clause, 2:19 notice, 2:17 probationary period, 2:23 remuneration, 2:21 restrictive covenants, 2:16</p> <p>Written, 2:13</p> <p>EMPLOYMENT STANDARDS</p> <p>Bankruptcy/insolvency of business, 14:4</p> <p>Emergency leave, 8:11</p> <p>Family medical leave, 8:11</p>
--	---

EMPLOYMENT STANDARDS

—Cont'd

- Generally, 8:9
- Hours of work, 8:10
- Lay-off, 8:13
- Military reservists' leave, 8:12
- Minimum wages, 8:17
- Overtime, 8:10
- Pregnancy/parental leave, 8:11
- Rest periods, 8:14
- Sale of business and, 14:2
- Severance pay, 8:13
- Statutory holidays, 8:16
- Termination pay, 8:13
- Term or temporary employees, dismissal of, 8:13
- Vacation pay reporting requirements, 8:15
- Vacations, 8:14

**ESTATE ADMINISTRATION
TAXES**

- Generally, 15:2

ESTATE FREEZES

- Generally, 12:7
- Considerations before effecting, 12:11
- Control issues, 12:10
- Improvident depletion issues, 12:16
- Net family property freeze, 12:8
- Net family property freeze plus, 12:9
- Succession issues, 9:2
 - income splitting through, 9:2
 - preference shares freeze, 9:2
 - tax-free rollover, 9:2
 - trust, use of, 9:2
- Traditional type, 12:7

ESTATE PLANNING

- (See also Income Tax Considerations, planning)
- Family issues and problems, 16:2
- Generally, 16:1

ESTATE PLANNING—Cont'd

- Non-active family members, funding distributions to, 16:3
- investment pool for bequests, 16:3
- life insurance, use of, 16:3
- public offering, 16:3
- share transfers, 16:3
- Tax minimization on death, 16:4

**FAMILY BUSINESS
ASSOCIATIONS**

- Generally, 5:1, 7:11

FAMILY ISSUES

- See Children; Family Law

FAMILY LAW

- Alternative dispute resolution, 18:3
- arbitration, 18:3, 18:5
- generally, 18:3
- limitation period for equalization applications, 18:3
- mediation, 18:3, 18:4
- Constructive trust, 6:7
- Death scenario, 18:1
 - spousal entitlement, 18:1
- Estate freezes
 - See Estate Freezes
- Excluded family business, purchasing interest in, 6:19
- Family Law Act, described, 6:2
- Generally, 6:1
- Gifts or bequests, intergenerational, 12:2
 - formalities, 12:4
 - gifts to children, 12:3
 - improvident depletion issues, 12:15
- income tax consequences, 12:5
- loan vs. gift, 12:3
- record keeping, 12:4
- Information required before advising re protection, 6:10

FAMILY LAW—Cont'd

Marriage breakdown
 attempted avoidance of equalization or trust claim, **18:2**
 court order altering structure of business, **18:2**
 negative consequences of, **6:9**
 oppression remedy, use of, **18:2**
 scenario re, **18:2**
 third party shareholders, interests of, **18:2**
 Net family property, equalization provision, **6:3**
 application re entitlement, **6:3**
 court powers of enforcement, **6:5**
 definition of term, **6:3**
 excluded property, **6:3**
 financial information disclosure, **6:5**
 operating business or farm, **6:5**
 preservation orders, **6:5**
 property, defined, **6:3**
 resulting trust and, **6:8**
 unequal divisions, **6:3**
 valuation date, **6:3**
 valuation issues, **6:4**
 fair market value, **6:4**
 fair value, definition of, **6:4**
 valuation factors, **6:4**
 “value,” definition of, **6:4**
 Protection techniques, **6:11**
 domestic contract
 See Domestic Contract
 estate freezes
 See Estate Freezes
 generally, **12:1**
 improvident depletion issues, **12:14**
 intergenerational gifts or bequests
 See gifts or bequests,
 intergenerational, supra
 option to purchase shares, child's, **12:13**
 pre-advice information requirements, **6:10**

FAMILY LAW—Cont'd

Protection techniques, **6:11**
 —Cont'd
 shareholders agreement, **6:13**
 buyout
 funding of, **6:16**
 provisions, **6:14**
 triggering events, **6:15**
 domestic contract and, **6:18**
 generally, **6:13**
 miscellaneous provisions, **6:17**
 transfer of joint ownership in shares to children, **12:12**
 trusts, **12:6, 12:15**
 Resulting trust, **6:8**
 Trusts, **12:6**

FIDUCIARY DUTIES

Generally, **13:16**
 Employees with obligations to others, **2:28**
 Partnership issues, **1:3**

FINANCING

Bank financing, **1:4**
 Creditors
 secured, **1:4**
 unsecured, **1:4**
 Credit rating, **1:4**
 Land mortgage, **1:4**
 Personal guarantee, **1:4**
 PPSA security
 financing statement, registration of, **1:4**
 general security agreement, **1:4**
 priorities under, **1:4**
 Private financing, **1:4**
 Public financing, **1:4**
 Shareholder loans, **1:4**

FOUNDER

(See also Succession Issues)
 Planning by
 See Planning
 Premature death of, **13:9**
 Remuneration for retired, **7:8**

GIFTS, INTERGENERATIONAL

See Family Law

HIRING

Advertising, discrimination in, 2:4
ability to perform job, 2:4
compensation, posting of, 2:8.50
job requirements, 2:4
targeting, 2:4
Artificial intelligence, use of, 2:8.50
Discrimination prohibitions, grounds, 2:3
Employment agencies, use of, 2:7
Employment applications, 2:5
Employment Standards Act, 2000 and, 2:2, 2:8.50
Human Rights Code, 2:2, 2:3
Immigration Act and, 2:2
Interviews, 2:6
Pre-employment medicals, 2:8
alternatives, use of, 2:8
bona fide occupational requirement, 2:8
personal information, limitations on use of, 2:8
test guidelines, 2:8
Statutes governing, 2:2

HUMAN RIGHTS LEGISLATION

Breach of, 8:7
Discrimination
bona fide occupational qualification, 8:6
indirect, 8:4
meaning of, 8:3
prohibited grounds of, 8:3
Duty to accommodate, 8:5
Exceptions to, 8:6
Procedure, 8:8
Purpose of, 8:3

INCAPACITY PLANNING

Generally, 9:4

INCOME TAX CONSIDERATIONS

Buying or selling business, 16:5
assets, purchase and sale of, 16:9

INCOME TAX

CONSIDERATIONS—Cont'd

Buying or selling business, 16:5
—Cont'd
capital gains exemption, availability of, 16:5
capital gains on sale, use of "safe income" to reduce, 16:6
earn-out arrangements, 16:7
generally, 16:5
methods of purchasing, factors re, 16:5
personal service contracts, 16:8
retiring allowance payments, 16:8
Corporations, 4:4
associated corporations
association rules, 4:9
de facto control rules, 4:9
determination of association, 4:9
exemptions, 4:9
"look-through" rules, 4:9
tax implications for, 4:8
Canadian-controlled private corporation, 4:4
commercial advantages, 4:4
generally, 4:4
investment tax credits, 4:4
manufacturing and processing operations, 4:5
owner/manager remuneration, 4:10
alternative minimum tax, 4:16
CPP contributions, 4:14
cumulative net investment loss account, 4:15
deductions and credits, use of, 4:15
dividend payment strategy, 4:15
income-splitting opportunities, 4:12
integration principle, 4:11
RRSP eligibility, 4:14

INCOME TAX**CONSIDERATIONS—Cont'd**

- Corporations, **4:4**—Cont'd
 - owner/manager remuneration, **4:10**—Cont'd
 - tax on split income, **4:13**
 - qualified small business corporation, **4:4**
 - small business deduction
 - income eligibility, **4:5**
 - larger corporation and, **4:7**
 - Ontario reduction of, **4:6**
- Death, minimizing tax on, **16:4**
- Estate planning
 - See Estate Planning
- Estates perspective on, **15:3**
- Generally, **4:1**
- Planning, **10:1**
 - capital cost allowance, maximizing, **10:3**
 - capital gains exemption, crystallizing, **10:5**
 - holding company, use of, **10:5**
 - non-share consideration and, **10:5**
 - qualified small business corporation, **10:5**
 - reorganization of capital, through, **10:5**
 - estate freezing, **10:4**
 - holding company, use of, **10:1**
 - income splitting, **10:4**
 - tax-deductible debt, conversion to, **10:3**
 - tax-deferred distributions, **10:2**
- Sole proprietorships and partnerships, **4:2**
 - calendar year reporting, requirement re, **4:3**
 - election re calendar year, **4:3**
 - fiscal year, **4:2**
 - flow-through nature of, **4:2**
 - generally, **4:2**

INSOLVENCY

- See Bankruptcy and Insolvency

INSURANCE

- Buying insurance, **11:7**
 - insurance agent, selection of, **11:8**
 - insurance company, selection of, **11:9**
 - financial strength, **11:10**
 - likelihood of superior performance, **11:13**
 - non-financial measurements, **11:12**
 - rating agencies, **11:11**
- Contract, analyzing, **11:17**
 - minimum performance guarantees, **11:18**
- Coverage, types of, **11:14**
- Critical illness insurance, **5:3**
- Death and retirement issues
 - See succession issues, infra
- Difficulties re, **5:1**
- Disability coverage, **5:3, 11:3**
- Disability insurance, **11:21**
 - elimination period, **11:21**
 - group insurance and, **11:21**
 - impact of disability, **11:21**
 - income requirement, **11:21**
 - long-term care, **11:21**
 - maximum limits of income payable, **11:21**
 - neglect of, **11:21**
 - types of —
 - fully guaranteed, **11:21**
 - guaranteed renewable, **11:21**
 - “work,” definition of, **11:21**
- Generally, **5:1**
- Group insurance, **17:3**
- Integration of insurance plan with overall plan, **11:18**
- corporate-owned insurance, **11:20**
 - grandfathering, **11:20**
 - ownership structuring and, **11:20**
- problems re, **11:20**
- stop loss, **11:20**

INSURANCE—Cont'd

Integration of insurance plan with overall plan, **11:18**—Cont'd
individual-owned insurance, **11:19**

Life insurance —
 generally, **11:3, 11:5**
 universal
 See universal life insurance, infra
 whole, **11:16**

Liquidity —
 need for, **11:1**
 options to overcome problem of, **11:2**
 sale or transfer to children, **11:3**
 sale to management, **11:5**
 sale to other shareholders, **11:4**
 spousal rollover, **11:2**
 transfer to surviving spouse or
 spousal trust, **11:2**
 winding up, **11:6**
 solution, as, **5:2**

Risks and, **5:3**

Shared ownership of insurance policy, **17:2**

Start-up period, risks in, **5:3**

Succession issues —

 generally, **13:13, 17:1**
 life insurance funding, **17:1**
 living buyout technique, **17:1**
 lock-in problem, **17:1**
 public offering, **17:1**
 shared ownership of insurance policy, **17:2**

Term insurance —

 deductibility of, **5:3**
 described, **11:14**

Universal life insurance, **11:15**
 deposits not premiums, **11:15**
 flexibility, **11:15**
 investment choice, **11:15**
 unbundling, **11:15**

INSURANCE—Cont'd

Whole life insurance, **11:16**
 non-participating, **11:16**
 participating, **11:16**

INVENTORY

Monitoring and control, **7:4**

LABOUR RELATIONS

(See also Employment)
Generally, **8:18**

**LABOUR RELATIONS ACT,
DESCRIBED**

Generally, **8:18**

LABOUR RELATIONS BOARD

Generally, **8:19**

LIMITATION PERIODS

Generally, **1:14, 13:19**

LIQUIDITY

Insurance and
 See Insurance
Planning and
 See Planning

MANAGEMENT

Buyout by, **13:10**
Control issues, **13:1**
Disputes and disagreements, during, **13:17**

Executive search firms, use of, **2:31**

Non-family —

 frustrations of, **7:3**
 securing confidence of, **13:3**

Professional

 See Professional Management

Sale of business to, **11:5**

Shareholders agreement issues re, **1:12, 1:22**

MARRIAGE BREAKDOWN

See Family Law

MEDIATION

Generally, **13:18, 18:3, 18:4**

MINORS	PARTNERSHIP—Cont'd
Employment of, 2:11	Taxation
MORTGAGES	See Income Tax Considerations
Generally, 1:4	
NET FAMILY PROPERTY	PAY EQUITY
See Family Law	Generally, 8:35
OCCUPATIONAL HEALTH AND SAFETY ACT	PLANNING
Appeals, 8:30	Estate
Defences, 8:29	See Estate Planning
Employee obligations, 8:27	Founder —
Employee rights, 8:33	ego of, 5:1
Employer obligations, 8:26	exit strategy options, 5:1
Enforcement of, 8:28	Liquidity, 5:2
Generally, 8:25	asset sales, 5:2
Health and safety committee —	buyouts, triggering of, 5:2
generally, 8:31	cash, 5:2
powers of committee, 8:32	insurance solution, 5:2
Violence and harassment in	loans, 5:2
workplace, 8:25, 8:26	sale of business to outsiders, 5:2
Workplace Hazardous Materials	will, disposing of business
Information System (WHMIS),	through, 5:2
8:34	Professional team and, 5:1
OPPRESSION REMEDY	Risks, importance of addressing,
“Complaint,” OBCA definition of,	5:1, 5:3
13:15	Start-up period, 5:3
Court order re, 13:15	Tax
Family business propensity for,	See Income Tax Considerations
13:15	
“Incorporated partnership”	POWER OF ATTORNEY
approach, 13:15	Use of, 9:4
Limitation periods, 13:19	
Marriage breakdown and, 18:2	PPSA
Minority rights, 13:15	Generally
Private vs. public corporations,	See Financing
13:15	Restructuring and, 7:5
Shareholders agreement and, 13:15	
Statutory remedy re, 13:15	PREMISES, SELECTING
PARTNERSHIP	Generally, 1:5
Business structure, as	Leased premises —
See Business Structure	family-owned building, 1:5
Non-family partner, 1:7	personal guarantee and, 1:5
	succession planning, 1:5
	Real estate purchase, 1:5
PRIVACY LEGISLATION	
Compliance with PHIPA, 2:8	

PRIVACY LEGISLATION

—Cont'd

Compliance with PIPEDA, generally, **1:6**

Use of employees' personal information, **2:8**

PRIVATE COURTS

Generally, **13:18**

PROBATION

See Employment

PROFESSIONAL MANAGEMENT

(See also Management)

Benefits of, **7:9**

Importance of, **7:9**

Recruiting, **7:9**

Shareholder distrust, techniques to combat, **7:9**

Training through, **7:9**

PROFESSIONALS, USE OF

Generally, **7:10**

PROFESSIONAL TEAM

Assembly of, **1:2**

Planning through, **5:1**

REMUNERATION

Authority to determine, **7:8**

Conflict re, **7:8**

Employment contract clause re, **2:21**

Merit principle, importance of, **7:8**

Owner/manager

See Income Tax Considerations, corporations

Retired founder, **7:8**

Spousal tension re, **7:8**

RESTRUCTURING

Due diligence issues, **7:5**

intellectual property assets, review of, **7:5**

PPSA registrations, **7:5**

shareholder agreements, review of, **7:5**

RESTRUCTURING—Cont'd

Employment obligations and, **14:5**

SALE OF BUSINESS

See Income Tax Considerations

SECURITY REGISTRATIONS

(See also PPSA)

Updating, **7:2**

SHAREHOLDER LOANS

Generally, **1:4, 1:13**

SHAREHOLDERS AGREEMENT

Domestic contract and, **6:18**

Family dynamics and, **1:10**

Family law, protection from

See Family Law, protection techniques

Issues, **1:22**

bankruptcy/insolvency of shareholder, **1:22**

buy/sell provisions, **1:22**

death, **1:22**

decision-making, **1:22**

disability, **1:22**

family law, **1:22**

financing, **1:22**

management/administration, **1:22**

non-competition, **1:22**

purchase and sale of shares, **1:22**

termination of employment, **1:22**

transfer of shares, restrictions on, **1:22**

Lawyer as facilitator, **1:10**

Oppression remedy and, **13:15**

Provisions of, **1:11**

buyouts, **1:17, 1:18, 1:22**

contributed capital, **1:13**

death or disability of shareholder, **1:17, 1:22**

insurance provisions, **1:17**

valuation for buyout, **1:17**

family law, **1:16, 1:22**

financing and distributions, **1:13**

management of business, **1:12, 1:22**

SHAREHOLDERS AGREEMENT —Cont'd

Provisions of, 1:11—Cont'd
 Ontario Limitations Act, 2002,
 1:14
 sale of shares to third parties,
 1:19, 1:22
 shareholder loans, 1:13
 share transfers, restrictions on,
 1:15, 1:22
 Restructuring, on, 7:5
 Succession issues, 13:4

SHARES

Children —
 option to purchase, 12:13
 transfer of shares to, 11:3, 12:12
 Distribution through will, 9:3
 Domestic contracts clauses re
 See Domestic Contract, drafting
 suggestions
 Ownership by non-family
 employee, 7:3
 Phantom, use of, 7:3
 Shareholders agreement issues re,
 1:15, 1:19, 1:22

SOLE PROPRIETORSHIP

Business structure of, 1:3
 Tax issues
 See Income Tax Considerations

START-UP LEGAL ISSUES

Conflicts of interest for lawyer, 1:10
 Financing, 1:4
 Generally, 1:7
 Legal structure of business
 See Business Structure
 Non-family partners, 1:8
 Premises, choice of, 1:5
 Privacy legislation, 1:6
 Shareholders agreement
 See Shareholders Agreement

SUCCESSION ISSUES

Business structure and, 1:20

SUCCESSION ISSUES—Cont'd

Death, succession on, 13:6
 alternatives to sale of business,
 13:10
 dividing the business, 13:12
 good faith, duty, 13:12
 initial public offering, 13:11
 management buyout, 13:10
 generally, 13:6
 premature death of founder, 13:9
 two founders with equal holdings, 13:7
 two founders with unequal holdings, 13:8
 Estate freeze, 9:2
 Generally, 9:1
 Good faith, duty, 13:12
 Incapacity planning, 9:4
 Income tax considerations
 See Estate Planning
 Insurance issues
 See Insurance
 Orderly succession, 13:2
 children, active vs. non-active,
 13:5
 non-family management, securing
 confidence of, 13:3
 shareholders agreement, 13:4
 succession of business relationships, 13:2
 Power of attorney, use of, 9:4
 Shareholders agreement and, 13:4
 Will, use of, 9:3
 common shares, distribution of,
 9:3
 conversion of assets, power re,
 9:3
 distributions to beneficiaries, 9:3
 encroachment on capital, power
 re, 9:3
 estate trustee
 conflict of interest, 9:3
 duties of, 9:3
 life interest grant to spouse, 9:3
 spousal trust, 9:3

SUCCESSION ISSUES—Cont'd

Will, use of, **9:3**—Cont'd
trustee, duties of, **9:3**

TRUSTS

Beneficiaries
choice of, **3:5**
minor, **3:1**
Constructive, **6:7, 18:2**
Death of owner, consequences of, **15:1**
Described, **3:2**
Establishment of, **3:2**
 beneficiaries, choice of, **3:5**
 certainties requirements, **3:2**
 generally, **3:2**
 settlor, choice of, **3:3**
 grandparent as, **3:3**
 Income Tax Act
 considerations, **3:3**
 parent as, **3:3**
trustees
 choice of, **3:4**
 removal of, **3:4**
 trust property, **3:2**
Estate administration taxes, **15:2**
Resulting, **6:8**
Spousal, **9:3, 11:2**
Succession issues, use of re, **9:2**
Trustees
 choice considerations, **3:4**
 duties of, **3:6**
 conflict of interest, **3:6**
 duty to inform, **3:6**
 exercise of discretion, **3:6**
 prudence, **3:6**
Use of in family-owned business, **3:1**
 equity growth and, **3:1**

TRUSTS—Cont'd

Use of in family-owned business, **3:1**—Cont'd
estate freezing and, **3:1**
income splitting and, **3:1**
personal choice aspect, **3:1**
21-year deemed disposition rule, **3:7**
 Income Tax Act provision re, **3:7**

WILL

Disposing of business through, **5:2**
Distribution of shares through, **9:3**
Generally

 See Succession Issues

WORKERS' COMPENSATION

See Workplace Safety and Insurance Act, 1997

WORKPLACE HAZARDOUS MATERIALS INFORMATION SYSTEM (WHMIS)

Generally, **8:34**

WORKPLACE SAFETY AND INSURANCE ACT, 1997

Benefits of scheme, **8:22**
Charter challenge to, **8:20**
Duty to reinstate injured worker, **8:23**
 Funding of plan, **8:21**
 Generally, **8:20**
 No-fault system, **8:20**
 Notice of accident, **8:24**

WRONGFUL DISMISSAL

Aggravated damages, **8:2**
Constructive dismissal, **8:2**
Damages for, **8:2**
Employment contracts and, **8:2**
Just cause, **8:2**
Reasonable notice, meaning of, **8:2**