

## André Laurin

### Partner

André Laurin specializes in business law. He has broad experience in diverse areas of the law, enabling him to assist clients from a wide range of businesses, most notably in the areas of mergers and acquisitions and corporate governance. He also has extensive experience in corporate management, and as a corporate director and project manager.

He represents large businesses, multinationals, SMEs, government corporations and non-profit organizations in such fields as the food industry, communications, travel, health, professional services, insurance, new technologies, transportation, real estate, mining, finance and investment, pulp and paper, energy and philanthropy.

### Representative work

Mr. Laurin handles a variety of business law mandates, including the sale and acquisition of businesses, takeover bids, mergers and arrangements, various commercial transactions, financings and the drafting of specialized commercial contracts (strategy, conception, advice and negotiation). He also acts as an arbitrator in commercial disputes.

He regularly gives specialized advice, training and courses on corporate governance, directors' liability and professional and business ethics not only to such clients as public and private corporations, Crown corporations, public bodies, professional orders, self-regulatory bodies and non-profit organizations, but also to corporate executives, members of boards of directors and committees and corporate counsel. These services are available where the client is reviewing its existing practices, implementing new practices or corporate safeguards and also in connection with specific transactions or special events, such as takeover bids, share redemptions, business combinations, conflicts of interest, etc.



## Partner, Lawyer Montréal

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### Languages

English

French

### Practice areas

**Securities Law**

## Professional and community activities

- Chairman of the Advisory Committee on prohibition of the limitation of professional liability of the CPA Order's code of ethics (2014 ...)
- Vice-Chair of the Board of Directors of the *Université de Sherbrooke* (2014-...)
- Member of the University Senate and the Board of Directors of the *Université de Sherbrooke* (2012-...)
- Member of Standard Life's independent investment review committee (2007-2013)
- Chairman of the Board of the *Opéra de Montréal* (1999-2006)
- Director and member of various board committees of Alliance Forest Products Inc. (1994-2001)
- Managing partner of Lavery (1992-2000)
- Chairman of the Board of Lavery (1988-1992)
- Participant in the development of ethics guidelines for multidisciplinary companies (2005)
- Member of the special committee established to review the governance of the Québec Bar (2005-2006)
- Member of the advisory committees on governance of the *Commission des valeurs mobilières du Québec* (Quebec Securities Commission) and of the *Fédération des Chambres de commerce du Québec* (Quebec Federation of Boards of Trade) (2003)
- Chaired and directed the work of the committee of the Québec Bar responsible for revising the Lawyers' Code of Professional Conduct (2003-2004)
- President of the Québec Bar's Committee on Multi-disciplinary Practice (2001-2003)
- Member of the Quebec Bar's task force on the exercise of the profession by way of a company or a limited liability partnership (2002-2003)
- Chaired the planning committee for the March 11, 2003 workshop on lawyers' professional conduct, at which he

## Corporate Governance

## Mergers and Acquisitions

## Corporate and Business Integrity

served as chairman and a speaker

Recipient of the "Mérite 2003" award of the *Conseil Interprofessionnel du Québec*, which was given to [translation] "honour a lawyer for his accomplishments and recognize his remarkable contribution to the development of the profession within the Québec professional system"

## Conferences and presentations

Mr. Laurin is regularly invited to speak at conferences primarily in the fields of contracts, meeting management, governance, business integrity risk management and ethics. In addition to the private seminars and training given to boards of directors, corporate management of legal persons, corporate counsels, attorneys in private practice as well as at l'*École du Barreau*, he also teaches at HEC as part of the seminar on governance as well as those offered by the Institute for governance of public and private organizations (IGOPP).

## Publications

Mr. Laurin has also published various bulletins,\* including:

- [Directors and Risk Management](#)
- [Directors' Duties in Light of the Peoples and BCE Decisions](#)
- [Your Contracts: a Systematic and Disciplined Approach is Called For](#)
- [The Role of the Chair of the Board of Directors](#)
- [In-house Counsel's Obligations - Under Certain Provisions of the Code of Ethics of Advocates](#)
- [When Should a Director Resign?](#)
- [Directors of Quebec Non-profit Organizations \(NPOs\)](#)
- [A Recent Quebec Court of Appeal Decision Involving Extracontractual Liability of Directors](#)
- [The Nominee Director and Conflicting Loyalties](#)
- [Corporate Directors: Suggested Precautions](#)
- [Directors' Liability, Indemnification and Insurance Coverage](#)
- [The New Corporate Governance Rules and Guidelines](#)
- [The corporate director: Questions and answers\\*\\*](#)

\*\*This 52-page bulletin answers in a practical and simple manner respecting the legal

framework forty-three (43) questions administrators ask or should ask themselves. It is a very useful tool to promote good governance generating value.

\*These bulletins are available on [Lavery's website](#) or may be obtained by contacting Mr. Laurin's assistant.

## Education

- Directors' improvement program diploma, Institute of Corporate Directors (ICD Corporate Governance College), 2006
- LL.L., *Université de Montréal*, 1969
- B.A., *Collège St-Ignace*, 1966
- Member of Québec Bar since 1971

## Boards and Professional Affiliations

- Institute of Corporate Directors (ICD), certified director