

# JASON SQUIRE

## Commercial Litigation

PARTNER

*"To bring strategy to commercial litigation means to be able to look beyond extraneous details and muddled facts, to focus on the issues that matter."*

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### PROFESSIONAL HISTORY

- ◆ Partner, Lerners LLP (2008 to present)
- ◆ Partner, Hodgson Shields DesBrisay O'Donnell MacKillop Squire LLP (2004-2008)
- ◆ Associate lawyer, Hodgson Tough Shields DesBrisay O'Donnell (1999-2004)
- ◆ Completed articles clerking for the Office of the Chief Justice, Superior Court of Justice (Toronto) including for the Commercial List (1998-1999)

### AREAS OF FOCUS

- ◆ Business and Contractual Disputes
- ◆ Administrative and Public Law, Tribunals and Commissions
- ◆ Employment and Fiduciary Litigation
- ◆ Shareholder Disputes
- ◆ Directors' and Officers' Liability
- ◆ Commercial Arbitrations
- ◆ Professional Negligence and Discipline (Preferred Counsel for LawPro)
- ◆ Product Liability Litigation
- ◆ Defamation
- ◆ Constitutional and Charter Challenges and Remedies
- ◆ Enforcement of Foreign Awards and Judgments
- ◆ Securities Investment Dealer, Financial Advisor Negligence, and Discipline

**LERNERS**  
LAWYERS

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## NOTEWORTHY CASES

- ◆ Acting for the New York Stock Exchange, on the recognition and enforcement of a multi-million dollar arbitration award against a Canadian company who underpaid market data fees.
- ◆ Acted for a well-known divestiture expert in a successful application to recover a contingent fee bonus provided for in its contract in relation to a transaction in which it assisted its client to sell a business for an amount well in excess of the target price the client had hoped to get. We prevailed over arguments that the clause was ambiguous and unenforceable, and the Court ordered that the full amount of the fee bonus be paid.
- ◆ Acting for a party duped in a widely-reported condominium corporation loan fraud scheme.
- ◆ Acted for a leading insurance broker in litigation brought by a competitor for hiring the competitor's former employee.
- ◆ Acting in the Hollinger Inc. CCAA litigation, and in defence of Hollinger Inc.'s claims against its former directors and officers; issues recently have included the propriety of third party releases (or "bar orders") to effect partial settlement of claims, and the use of sealing orders to redact documents in the publicly-available court file.
- ◆ Advising a party with an interest in the Sunrise Propane Disaster class action.
- ◆ Frequently retained as Independent Supervising Lawyer on the execution of Anton Piller orders.
- ◆ *ACTIV Financial Systems v. Orbixa* : successful recognition and enforcement of US arbitral award and judgment in Ontario.
- ◆ Acted for a law firm in a claim arising out of an M&A transaction; allegations concern whether there was due consideration given to a large contingent liability represented by existing litigation; successfully disposed of the action on summary judgment.
- ◆ *Noori v. Abdin*: successfully compelled an election within a charitable organization that operates a mosque; the board of directors was entirely replaced.
- ◆ *Pattison Outdoor Advertising v. City of Toronto*: Acting for one of Canada's largest outdoor media companies, seeking to quash Toronto's new billboard sign tax.
- ◆ Acting for a reputed law firm in litigation arising out of the end of its relationship with a chartered bank.
- ◆ Acting for a telecom company in litigation with a departed employee who is now working for a competitor.
- ◆ Acting for a number of former officers and directors, protecting their interests in major corporate insolvencies.
- ◆ Acting for a senior executive who was dismissed from her role at a publicly traded company. Issues include constructive dismissal and entitlement to stock options.
- ◆ Regularly act for parties in shareholder disputes, including in closely-held corporations.
- ◆ Acted for a law firm in litigation arising out of a failed international investment scheme.
- ◆ Acted for an industrial manufacturer in a dispute with a long term supplier, leveraging the dispute into a new long term fixed price contract.
- ◆ *DeWolf v. Bell ExpressVu*: Acted for Bell ExpressVu in a class action brought by subscribers charged administration fees for late payment of accounts; the plaintiff claims the fees amount to interest at a criminal rate. The Court of Appeal granted summary judgment and dismissed the class action: the administrative fees charged by Bell ExpressVu were found not to constitute interest, and instead, to be fees which are, in substance, a reimbursement to Bell ExpressVu of administration costs and, as such, not a charge "paid or payable for the advancing of credit". The Supreme Court of Canada refused leave to appeal.
- ◆ *Poulin v. Ford and Magna*: Acted for Ford in a putative class action brought with respect to allegedly defective door latches in over 300,000 trucks. The plaintiff's motion for certification was defeated, and the motions judge ordered the U.S. law firm he found was underwriting the litigation to pay costs on a substantial indemnity scale. An appeal to the Divisional Court on the merits was dismissed; the appeal on the costs issue was allowed.
- ◆ *Ford v. OMERS*: Acted for Ford of Canada and Ford Motor Company in a Commercial List trial, appeal and Supreme Court of Canada leave application in a complex minority shareholder claim arising out of Ford Motor

Company's compulsory acquisition of Ford of Canada's publicly traded shares. Issues included the appropriateness of Ford's North American transfer pricing regime between 1965 and 1995; the application of the business judgment rule to the board of directors of a publicly-traded subsidiary; the valuation of the Ford entity in Canada, Australia and New Zealand; the ability of shareholders to claim the oppression remedy for periods prior to their ownership of shares; and the application of the Limitations Act to oppression remedy claims.

## ACHIEVEMENTS

- ◆ Benchmark Canada, Litigation Star (2015-2020) - Recognized in the following areas: Class Actions and Commercial (2015-2020); Dispute Resolution (2020)
- ◆ Recognized and selected by peers for inclusion in "The Best Lawyers in Canada" (2016 - 2021)
- ◆ Benchmark Canada inaugural edition (2012), 2013 and 2014: Future litigation star
- ◆ Litigator to Watch – 2011 Lexpert Guide to the Leading US/Canada Cross-Border Litigation Lawyers in Canada
- ◆ Named a Rising Star by Lexpert – one of Canada's Leading Lawyers Under 40

## SELECTED PRESENTATIONS/PUBLICATIONS

- ◆ Co-author, "Re: Sino-Forest Corporation – When is an Indemnity Claim Really Just an Equity Claim?", (with Dom Magisano), Class Act, Ontario Bar Association's Class Actions Law Section Newsletter, May, 2013 ([Read online](#))
- ◆ Panellist, "Evidence for Litigators", Osgoode Professional Development, October 2012
- ◆ Co-Director and Faculty Instructor, "The Expert Witness", The Osgoode – IPTI Certificate for Expert Evidence in Property Valuation Disputes, 2011 and 2012
- ◆ "Non-competition agreements rarely pay off", The Lawyers Weekly, May 22, 2009
- ◆ "Poulin highlights role of U.S. counsel", Law Times, April 6/13, 2009

## MEMBERSHIPS

- ◆ Law Society of Upper Canada
- ◆ The Advocates' Society
- ◆ Toronto Commercial Arbitration Society
- ◆ Toronto Lawyers Association
- ◆ Canadian Bar Association

## EDUCATION

- ◆ Feb 2000, Called to the Ontario Bar – In the Bar Admission Course, attained the highest grade in Civil Litigation
- ◆ 1998, LL.B., University of Victoria – Participated in UVic Law's unique co-op program, completing work terms in Victoria, Vancouver and Wellington, New Zealand
- ◆ 1994, Hon. B.A., University of Toronto – Specialist in Sociology and Urban Studies; Graduated with Distinction

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