

THE OSGOODE CERTIFICATE IN ESG, CLIMATE RISK AND THE LAW

“A must certificate program for ESG practitioners. This program provides a fulsome view of today’s rapidly evolving ESG frameworks along with practical advice on processes. And the faculty... these experts generously shared their views, challenges and the trends which made it even more dynamic.”

Suzanne LeClair
Senior Advisor, Stakeholder Engagement, Agnico Eagle Mines Limited

Managing ESG and climate risk is a top business priority.

Engage with Canada’s top governance, climate risk, policy and legal experts to get the most up-to-date practical tools you need to manage ESG and climate risks and opportunities.

You will learn about:

- Evolving ESG and climate risk disclosure obligations and reporting standards, and how they are being handled by other organizations
- Approaches for ensuring a sound governance structure for effective ESG and climate risk management and oversight
- Establishing and developing an adaptive ESG framework within the corporate culture and decision-making process
- Evaluating and modelling financial impacts related to evolving ESG and climate risk and obligations
- Innovations guided by Indigenous communities, partnerships, projects and initiatives

PROGRAM DIRECTORS

Lisa DeMarco
Senior Partner and CEO, Resilient LLP

Sarah Keyes
CEO, ESG Global Advisors Inc.

Jason Kroft
Partner, Miller Thomson LLP

REGISTRATION DETAILS

September 21, 28, October 5, 12
and 19, 2023
9:00 a.m. – 4:30 p.m. ET
Online (Blended)

Can’t make the date?
*Registration includes 120-day
unlimited, online access to the
recorded program.*

Register today at:
osgoodepd.ca/esg

The Osgoode Certificate in ESG, Climate Risk and the Law

In the face of growing demand by key stakeholders for greater corporate responsibility, sustainability and accountability – effective management and disclosure of ESG and climate risk is essential.

Benefits and program highlights:

- Engage with multidisciplinary experts and a professional cohort
- Interactive instruction and discussion
- Real-world examples and exercises with feedback from industry experts
- Downloadable, searchable materials and 120-day program access

With rapidly changing laws, regulation, scientific data, policies, and investment market and other key stakeholder expectations in this area, organizations are grappling with developing a reliable and robust risk framework for managing ESG and climate-related issues. At the same time, failure to properly prioritize and disclose ESG and climate risk increases an organization's exposure to shareholder activism, investor class-actions, civil suits and public "naming and shaming." Organizations are expected to demonstrate proficiency with the latest forward-looking ESG and climate-related developments and best practices.

If your work involves governance, investments, commercial transactions or infrastructure projects, you must have a solid grasp of the complex and evolving laws and expectations in this area.

This is the leading program of its kind for Canadian organizations, boards and legal advisors. Designed and taught by governance, climate risk, policy and legal experts, this practical certificate will give you crucial information, strategies and tactics to effectively advise on or navigate ESG and climate risk and opportunities.

Over five (5) engaging modules, you will develop critical knowledge and skills using real-world examples to enhance your ability to evaluate, navigate and disclose ESG and climate-related issues, establish an adaptive ESG framework, and set suitable legal risk management and operational goals.

Register today at:

osgoodepd.ca/esg



Get the latest information and important insights on:

- Evaluating major economic and legal drivers of environmental/climate impacts and reporting elements – including new and emerging standards
- How and why social criteria and business human rights issues are shifting litigation risk “in the best interests of the corporation”
- Techniques for managing and disclosing ESG criteria and analyzing risk, including ‘greenwashing’ risk
- Anticipating and managing risks arising from global impacting events, conflicts and crises
- Strategies for effective consultation and models for advancing Indigenous-led projects, partnerships and initiatives
- What is ‘green’? How climate-related investment standards are driving the rapid growth of financial instruments and allegations of greenwashing
- Tactics for enhancing diversity and inclusive representation
- Frameworks for effective ESG governance and ensuring climate change is on the agenda
- Practical tips for navigating the *Paris Agreement* in the private sector
- Engagement strategies for shareholders, Indigenous rights holders and other key stakeholders
- Assessing and optimizing ESG and climate-related opportunities

Who Should Attend

- Commercial banking and finance law practitioners
- Corporate, governance and risk practitioners
- Government professionals
- In-house counsel
- Financial services professionals
- Investors and their advisors
- Investor relations professionals
- Pension fund administrators
- Environmental and Indigenous law practitioners
- Indigenous rights holders

Register today at:

osgoodepd.ca/esg

Drawing on the expertise and experience of a distinguished faculty of leading governance, climate-risk, policy and legal professionals, including:

Program Directors



Lisa DeMarco

Senior Partner and CEO, Resilient LLP



Sarah Keyes

CEO, ESG Global Advisors Inc.



Jason Kroft

Partner, Miller Thomson LLP

Advisory Board

Barnali Choudhury

Professor and Director of Jack & Mae Nathanson Centre on Transnational Human Rights, Crime and Security, Osgoode Hall Law School

Robert Elms

President, North American Carbon Canada Inc.

Murray Gold

Partner, Koskie Minsky LLP, and Fellow, Ontario Teachers' Federation

Carol Hansell

Senior Partner, Hansell McLaughlin Advisory Group

Jennifer King

Partner, Gowling WLG (Canada) LLP

Jamie MacKinnon

Executive Vice President, Regen AG and Nature Based Solutions, Anew

Andrea Moffat

Senior Director, Addenda Capital

Program Faculty

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Managing Director, Compensation Governance Partners

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Executive Director, Canadian Public Health Association

Michelle de Cordova

Principal, ESG Global Advisors Inc.

Antonio Di Domenico

Fasken Martineau DuMoulin LLP

Stephen Erlichman

Fasken Martineau DuMoulin LLP

Blair Feltmate

Professor and Head of the Intact Centre on Climate Adaptation, University of Waterloo

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Director of Sustainable Finance Oversight and Supervision, Autorité des marchés financiers

David Isaac

President and CEO, W Dusk Energy Group Inc.

Michael Jacobs

Chief Executive Officer, Cambium Indigenous Professional Services

Max Jarvie

Davies Ward Phillips & Vineberg LLP

Elisabeth Laratta

Director, Environmental, Social & Governance, CIBC

Avner Levin

Professor, Lincoln Alexander School of Law and Ted Rogers School of Management, Toronto Metropolitan University

Darcy Lindberg

Assistant Professor, Faculty of Law, University of Victoria

Andrew MacDougall

Osler Hoskin and Harcourt LLP

Myron Mallia-Dare

Miller Thomson LLP

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Head of Sustainability, Caisse de dépôt et placement du Québec

Jon Mitchell

Vice-President, Sustainability, Suncor Energy Inc.

Stephen Pike

Gowling WLG (Canada) LLP

Sucheta Rajagopal

Investment Advisor and Portfolio Manager, Research Capital Corporation

Duncan Rotherham

Partner, Infrastructure and Capital Projects, Deloitte Canada

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Director of Policy, FlowCarbon

Javinder Sidhu

Director, Advanced Climate Analytics and Disclosures, Office of the Superintendent of Financial Institutions

Alyson Slater

Managing Director and Head of Sustainable Investment in Canada, Public Markets, Manulife Investment Management

Sara Jane Souliere

Director of Energy and Climate Change, Cambium Indigenous Professional Services

Katie Sullivan

Managing Director, International Emissions Trading Association

Michelle Tan

Partner, Hugessen Consulting

Hillary Thatcher

Senior Director, Project Development, Indigenous Infrastructure, Canada Infrastructure Bank

Dr. DT Vollmer

Resilient LLP

Dr. Janis Sarra

Professor, Peter A. Allard School of Law, and Principal Co-Investigator, Canada Climate Law Initiative

Cynthia Williams

Professor emerita, Osgoode Hall Law School, Professor of Law, University of Illinois, and Principal Investigator, Canada Climate Law Initiative

Hugh Wright

Miller Thomson LLP

Agenda

MODULE 1

September 21, 2023
9:00 a.m. – 4:30 p.m. ET

Corporate Diligence and Governance of ESG

ESG and Governance for Corporate, Investment and Financial Sector Boards

- Requirements under corporate law, securities law and TSX rules and guidance
- Best practices for oversight of E&S risks and opportunities, including climate and effective communication between boards and executives
- The role of the trustee in oversight of ESG and climate
- Navigating the investor and lender perspectives and key distinctions

ESG Disclosure and Reporting Obligations and Risks

- Crucial developments, new obligations and determining “good” vs. “bad” disclosure
- How are companies *actually* disclosing and reporting ESG issues?
- Overview of key risks, challenges and legal issues to keep top of mind
- Targets and regulatory/legal policy changes and trends – Canadian and global

Executive Compensation and ESG

- Why is executive compensation important for ESG?
- Important developments and trends, nationally and globally
- Methods for evaluating executive compensation and linking it to E&S/climate performance
- Practical considerations, lessons learned and tips to overcome common pitfalls

Engagement with Shareholders, Indigenous Rights Holders and Other Key Stakeholders

- The importance of consultation, clear communication and engagement
- Navigating challenges for investment managers, investee companies and other key stakeholders
- Indigenous rights and considerations, modern slavery, child labour issues
- Building an effective and proactive ESG/sustainability engagement strategy

MODULE 2

September 28, 2023
9:00 a.m. – 4:30 p.m. ET

Strategic ESG Governance Topics and Pension Fund Governance

Privacy and Cybersecurity Board Implications

- Data privacy overview for ESG, major legal developments and trends
- Cybersecurity risks, challenges and legal issues
- Assessing board implications, planning and reporting strategies

Disaster Risk and Discharging the Duty of Care: Special Focus on Extreme Weather

- What is reasonably foreseeable?
- Financial and social costs, risks and impacts
- Disaster risk governance strategies

Greenwashing Hot Topics for Corporate, Investment and Financial Sector Boards

- What is it and how does it impact governance?
- Key issues, developments, shifting obligations and focus amidst rising risk, confusion and debate
- New CSA guidance, disclosure and diligence considerations and strategies

GHG Emissions Disclosures for Pension Boards and Government

- Governance models for pension boards and government and key ESG and climate strategies
- GHG emissions disclosures – key reporting issues, challenges and risk mitigation strategies
- Understanding the role of materiality

Energy Investments for Pension Funds

- Canada’s energy sector is changing – situating the climate risk controversy and concerns
- IPCC and IEA directives and practical implications
- Tackling challenges, financing queries, engagement and divestment strategies

Greenwashing Risks, Transparency and Accountability for Pension Funds

- What ‘greenwashing’ risks do pension funds face?
- Net zero, climate commitments and pledges – do plan members/sponsors understand?
- Climate risk monitoring/reporting strategies

Pension Fund Approaches for Offsets, Standards and Related Challenges

- Why they remain a major climate challenge
- Key reporting standards for pension funds
- Tips for dealing with offset ‘failure’ and companies carrying significant offset reliance

MODULE 3

October 5, 2023
9:00 a.m. – 4:30 p.m. ET

ESG Focused Climate Risks, Impacts and Reporting Strategies

Understanding Environmental/Climate Markets and Strategic Decision-Making

- What are environmental/climate markets and why are they important?
- How and why traditional economic drivers are changing – key mitigation and adaption implications, including carbon pricing signals
- Operational and capital decision-making strategies for compliance – stranded assets, competitiveness, climate opportunities and nature-based climate solutions

Paris Agreement as Applied to the Private Sector

- Core requirements and key provisions
- New government and judicial requirements
- New licensing risks, operational challenges for carbon-related projects and litigation risks
- Trading and transactions – Article 6, Article 5 controversy, Redd Dot Plus 6

Corporate ESG Reporting and New Standards Specific to Climate

- Key disclosure and reporting updates and emerging standards, nationally and globally
- Risk mitigation considerations and strategies, with investment/pension perspectives
- Targets/metrics – net zero emissions; governance developments, targets and implementation plans; links to accounting and capital investments
- Appropriate reporting – TCFD, ISSB, OSC NI51-107, SEC disclosure rules

Overview of Carbon Pricing and Strategies

- What is it? Overview of costs, risks and opportunities
- What is shadow pricing? Social Cost of Carbon?
- Carbon portfolio management the circular climate and energy economy
- Overlap between current voluntary markets and emerging compliance markets

Cryptocurrency, Blockchain and Carbon

- Overview of the cryptocurrency market, blockchain and Web3
- Crypto, carbon emissions and ESG impacts
- Blockchain and the future of carbon markets

MODULE 4

October 12, 2023

9:00 a.m. – 4:30 p.m. ET

Climate Disclosure Obligations and Opportunities

Legal Briefing: Key Litigation Risks and Impacts for ESG, Climate and Beyond

- Key litigation, trends and risks, nationally and globally
- Crucial impacts, including distinctions and disproportionate impacts
- Why it's important for ESG and risk management
- Best practices and tips to avoid or mitigate risk

Group Discussion: Hot Topics in Environmental/Climate Risk – What Would You Do?

Overview of developments and trends accelerating the “E” factor including technology, global events, conflicts and humanitarian crises, as well as approaches for navigating the impacts in Canada.

Group discussion – faculty will lead a discussion based on a review of short fact scenarios to enhance skills and capacity in risk analysis and problem-solving when dealing with environmental/climate risks, issues and trends, concluding with a debrief and a checklist of considerations

What is ‘Green’? Climate-Related Investment Standards, Frameworks and Taxonomies

- How to advise clients and organizations about different standards and qualifications
- Key litigation risks with ambiguous standards
- Disclosure and transparency considerations for capital allocation and decision-making
- Components for meeting investment product specific disclosure standards

Climate Opportunities and Strategies

- Key climate opportunities and why they're crucial – including CO2 captures and removals
- Typical challenges, issues and risks, and strategies for overcoming them
- Sustainable finance, key trends and impacts and what to do about them
- Strategies to optimize climate opportunities

Big Data and Artificial Intelligence for ESG and Climate Analysis

- Overview of key risks, challenges and legal issues
- Using big data and artificial intelligence to optimize ESG and climate analysis
- Review of current and emerging market tools

MODULE 5

October 19, 2023

9:00 a.m. – 4:30 p.m. ET

Social Criteria, Global Events and the Future

The Importance of Social Criteria in ESG

- Why is social a criteria and how does it rank/intersect with “E” or “G” criteria?
- Key international standards: UN Global Compact, UN Guiding Principles on Business and Human Rights, PRI, SFDR
- Global events, pandemic impacts and growing expectations for the “world of work”
- Strategies for navigating key challenges, legal issues and risks

Business and Human Rights: Risks, Intersections and Impacts for ESG

- Key risks, issues and impacts, including the intersections with labour and supply services
- Legal, litigation, social and cultural developments and trends to address abuses
- Corporate and investor ESG responses to “modern slavery” and other abuses
- Navigating developments and emerging trends and what they mean for business

Interactive Exercise: Navigating Social Risks and Trends for ESG – What Would You Do?*

Faculty will discuss crucial topics and emerging issues impacting the “S” factor and accelerating ESG imperatives and share insights and tips on how to deal with them.

Interactive exercise* – you will engage in a mini-scenario analysis and breakout into small groups to work through social risks, issues and brainstorm solutions. Faculty will provide guidance, and the session will conclude with a group debrief and a checklist of considerations.

*Note breakouts will not be recorded.

EDI Implications for ESG

- Representation and advancing EDI – boards and organizations
- Status report – what's happening across Canada now?

- Board diversity and representation drivers
- Climate/ESG competence for directors

Indigenous-Led Initiatives and Stewardship

- Understanding the “I” in ESGI and why it's crucial for integrity and sustainability
- Indigenous-led initiatives, partnerships, projects and efforts – key innovations and drivers toward sustainability
- Advancing Indigenous representation, voices, initiatives and stewardship
- Insights toward an Indigenous-inclusive approach to ESG and sustainability

ONLINE PRIMERS

FOUNDATIONS IN ESG, CLIMATE RISK AND THE LAW

Included with the certificate, these on demand primers focus on core concepts for those who may be newer to the area or for those who may benefit from a succinct refresher.

We strongly recommend viewing all five primers prior to attending the program.

To obtain your Certificate, all five primers must be viewed:

- **ESG, Law and Policy Primer**
(75 mins, recorded in 2021)
- **Climate Science, Risk and Carbon Neutrality/Net Zero Primer**
(90 mins, recorded in 2021)
- **Governance Framework for ESG Primer**
(50 mins, recorded in 2021)
- **Indigenous Rights, Consent and the Duty to Consult in Canada Primer**
(100 mins, recorded in 2021)
- **Indigenous-Led Projects and Partnerships Primer**
(80 mins, recorded in 2021)

FINAL ONLINE EXAM:

*Distributed after module five (5), the online multiple-choice exam requires a passing grade of 80% by **November 16, 2023**.*

Register today at:

osgoodepd.ca/esg

Registration Details

Fee per Delegate

\$3,695 + TAX

Fees include attendance, electronic program materials, technical support and 120-day access to the program archive. Group discounts are available. Visit www.osgoodepd.ca/group-discounts for details.

Financial Assistance

This program is eligible for OSAP funding. Federal and provincial job grants may be available. You may also apply for financial assistance with OsgoodePD. To learn more, visit: www.osgoodepd.ca/financial-assistance.

Program Changes

We will make every effort to present the program as advertised, but it may be necessary to change the date, location, speakers or content with little or no notice. In the event of program cancellation, York University's and Osgoode Hall Law School's liability is limited to reimbursement of paid fees.

Cancellations and Substitutions

Substitution of registrants is permitted at any time. If you are unable to find a substitute, a full refund is available if a cancellation request is received in writing 21 days prior to the program date. If a cancellation request is made with less than 21 days notice, a \$150 administration fee will apply. No other refund is available.

For Further Program-Related Information, Please Contact:

Alexandra Karacsony, Program Lawyer akaracsony@osgoode.yorku.ca


Certificate of Program Completion

You will receive a certificate upon completion of the **Osgoode Certificate in ESG, Climate Risk and the Law**. Participants must view all Online Primers, attend all Modules (whether live, by viewing the recordings, or both) and **pass the online multiple-choice exam**, all by **November 16, 2023**.

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osgoodepd.ca/esg

 **Email:** osgoodepd@osgoode.yorku.ca

 **Phone:** 416 597 9724

 **Mail:** 1 Dundas Street West, 26th Floor, Toronto, ON, M5G 1Z3



OsgoodePD has been approved as an Accredited Provider of Professionalism Content by the LSO.

Eligible CPD Hours

LSO (ON): 40h 15m CPD (33h 30m Substantive; 3h 30m Professionalism; 3h 15m EDI).

BC: This program is approved for 37.75 CPD hours with the Law Society of British Columbia

AB: This program is eligible for CPD credit with the Law Society of Alberta

OsgoodePD programs may be eligible for CPD/MCLE credits in other Canadian and US jurisdictions. To inquire about credit eligibility, please contact cpd@osgoode.yorku.ca.



"This was an excellent course with A LOT of information that I have continued to review and use to inform my day to day work. Thanks again."

Ian Williams

Trade Commissioner, Global Affairs Canada

"Great content. I was very pleased with the speakers, and their ability to convey their expert knowledge. The primers were excellent – they gave a great overview of what we were walking into with the modules. I have been able to contribute meaningfully to my organization's development of an ESG program."

Alan Sawyer

Director, Contract Management,
Infrastructure Ontario

"This has been a fantastic [and] enjoyable program – informed and insightful faculty and wonderful participants. The presentations were comprehensive, well-structured and included a great mix of law, policy, practical applications, tips, and what is coming in the future."

Sarah Gilbert

Bennett Jones LLP

"Excellent. Very knowledgeable faculty and generous with their expertise, variety and teaching methods. [They] kept us focused. Merci!"

Mira Gauvin

Dentons Canada LLP

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