

WHAT'S NEW JUNE | JULY 2025

Practical Guidance



Capital Markets and M&A | Commercial | Employment | Family Law | Intellectual Property & Technology |
In-House Counsel | Playbooks

Capital Markets and M&A

We've recently introduced five new resource kits designed to help our customers find the content they need, faster and more efficiently.

- ▶ **Introduction to Securities Law Resource Kit** – Offers an overview of securities law, along with a curated set of practice notes, checklists, precedents, and reference tables.
- ▶ **Takeover Bids Resource Kit** – Covers the essentials of takeover bids and features a practical selection of practice notes, precedents, and sample clauses.
- ▶ **Cross-Border (US-Canada) Securities Law Resource Kit** – Focuses on key considerations in cross-border securities matters between the U.S. and Canada, supported by practice notes, checklists, precedents, and clauses.
- ▶ **Public Disclosure Resource Kit** – Explores public disclosure requirements, including aspects of corporate governance, and provides a toolkit of practice notes, checklists, precedents, and clauses.
- ▶ **Convertible Bond Offerings Resource Kit** – Provides an overview of convertible bond offerings, complemented by practice notes, checklists, precedents, and clauses for practical application.

Convertible Bond Offerings Resource Kit

Practical Guidance Lawyer Team

Maintenir

This resource kit contains practical guidance materials to guide you through convertible bonds offerings. Convertible bonds are securities that pay regular interest and can be converted into common shares of the issuer at a pre-determined conversion price. It is a hybrid security with debt and equity-like features. The convertible bond carries additional value through the option to convert the bond to stock, even though it typically has a coupon rate lower than that of similar, non-convertible debt. Convertible bonds issued by public companies are subject to approval by the issuer's stock exchange of the country and conversion price for the underlying conversion shares. The resource kit contains practice notes, checklists, precedents and clauses.

For information on medium-term note offerings, see the resource kit: [Medium-Term Note Offerings Resource Kit](#). For information on follow-on offerings, see the resource kit: [Follow-On Offerings Resource Kit](#).

Practical Guidance Documents	Practical Guidance Content Type
Convertible and Exchangeable Securities	Practice Note
Convertible and Exchangeable Securities	Practice Note

Commercial

- ▶ **Presidential Executive Actions Tracker** - This tracker lists the 2025 executive actions under US President Donald J. Trump. With President Donald Trump having commenced his second term, significant changes are occurring across the domestic and global spectrum. To assist in navigating these changes, this executive actions tracker includes:
 1. name and link to the full text of each executive action
 2. summary of each executive action
 3. identification of the area of law
 4. links to countermeasures issued by the Government of Canada and other related content

French-language content for Quebec continues to expand, with new precedents on NDAs and additional practice notes on franchising now available.

- ▶ [Accord de non-divulgence \(pro partie divulgatrice\) \(QC\)](#)
- ▶ [Accord de non-divulgence \(Pro partie destinataire\) \(QC\)](#)
- ▶ [Franchisage : bonne foi et divulgation de l'information \(QC\)](#)
- ▶ [Dispositions des contrats de franchise et documentation \(QC\)](#)

We've also expanded our Consumer Protection content including:

- ▶ [Consumer Protection Law \(Canada\)](#)
- ▶ [Money Services Businesses](#)
- ▶ [Influencer Marketing Regulatory Framework Checklist](#)
- ▶ [Influencer Marketing Best Practices Checklist](#)

Finally, see our evolving content on the concept of force majeure as there is heightened interest in this boilerplate clause:

- ▶ [Force Majeure in Sale of Goods](#)
- ▶ [Pandemic Force Majeure Checklist](#)



Employment

- ▶ The **Businesses Impacted by Tariffs Resource Kit** is now available: The recent tariffs have had a notable impact on businesses, requiring businesses to adapt to rapidly changing government policies and market pressures. This [resource kit](#) provides affected businesses with guidance on managing their workforce amid financial difficulties (such as through terminations and temporary layoffs) while remaining legally compliant. It will also provide guidance for businesses faced with the possibility of insolvency, bankruptcy, or selling their business, and for businesses that may struggle to fulfill contractual obligations.
- ▶ We recently added **two new playbooks**: the [Employment Agreement Playbook](#), and the [Independent Contractor Agreement Playbook](#). These playbooks provide guidance for drafting and negotiating these types of agreements, including preferred positions, fallback language, and guidance relating to commonly negotiated provisions.
- ▶ More jurisdictions continue to introduce **pay transparency** legislation. To assist with understanding obligations and best practices related to pay transparency, we have recently added a [practice note](#) which provides an overview of pay transparency across Canada, and two checklists to assist in [BC](#) and [PEI](#) with compliance.
- ▶ [Social Media Use in the Workplace Training Presentation](#) - this can be used by employers to train employees on acceptable social media use in the workplace, as well as their responsibility in upholding the employer's reputation even when using personal social media accounts on their own time.
- ▶ As part of the Quebec project, new French content is now available, including:
 - Various employer letter precedents, including for termination of employment, warning letters, and offers of re-employment.
 - [Utilisation de l'intelligence artificielle dans le recrutement](#), l'embauche et d'autres décisions d'emploi – a practice note on the use of artificial intelligence in recruitment, hiring and other employment decisions.
 - [Plan d'amélioration des performances](#) - a precedent Performance Improvement Plan ("PIP") that employers may use to address employee performance concerns.
 - [Mesures de represaille en droit du travail \(QC\)](#) - a practice note discussing how Quebec legislation addresses reprisals in the context of employment.
 - [Le Contrôle Judiciaire en Matière de Droit du Travail et de L'Emploi \(QC\)](#) - a practice note discussing the judicial review process for decisions made by the Administrative Labour Tribunal and arbitrators in Quebec labour and employment law
- ▶ All French content can be found in the [French resource kit](#).

Family Law

Keep an eye out for new content that will be added to the Family Law Module for **Alberta and British Columbia**. This update includes **20 newly developed checklists** offering practical drafting tips for domestic contracts and litigation documents



Intellectual Property & Technology

- ▶ **Software as a Service (SaaS) Agreement Playbook (Customer):** equips legal teams with customer-focused strategies, preferred clauses, and fallback positions to streamline SaaS contract negotiations. It offers practical guidance to protect client interests while accelerating deal timelines.
- ▶ **Trademark Audit Checklist:** helps organizations safeguard their brand by providing a structured approach to reviewing trademark use, licensing, compliance, and digital brand protection. It ensures trademarks are properly managed, monitored, and enforced.
- ▶ **Patent Audit Checklist:** supports Canadian organizations in evaluating and strengthening their patent portfolios. It covers everything from internal IP policies to risk management and competitor monitoring, helping maximize patent value and reduce legal exposure.
- ▶ **IP Covenants Clause (Asset Purchase) (Pro-Purchaser):** ensures purchasers in asset deals secure key IP protections through seller covenants. It includes practical drafting notes to help preserve the value of transferred intellectual property.
- ▶ **IP Covenants Clause (Stock Purchase) (Pro-Purchaser):** helps purchasers protect IP assets by requiring sellers to uphold specific obligations.
- ▶ **Data Processing Agreement (DPA) (Federal):** outlines the legal and operational framework for data processing under Canadian privacy laws, including PIPEDA and Quebec's Law 25. It includes essential terms for data handling, breach response, and regulatory compliance, with practical drafting notes.

As part of the Quebec Project, numerous high-use documents in IPT have been added for use in Quebec:

- ▶ [Licence de droit d'auteur \(Pro Concessionnaire\); Licence de droit d'auteur \(Pro Concédant\)](#)
- ▶ [Principes fondamentaux du droit d'auteur](#)
- ▶ [Contrat de licence de droit d'auteur](#)
- ▶ [Licence de droit d'auteur \(Pro Concessionnaire\)](#)
- ▶ [Licence de droit d'auteur \(Pro Concédant\)](#)

- ▶ Accord de confidentialité
- ▶ Principes fondamentaux des brevets
- ▶ Contrats SaaS: Software as a Service ou Logiciel en tant que service
- ▶ Contrat de développement de logiciel
- ▶ Contrat de développement logiciel (projet unique) (Pro-Client)
- ▶ Contrat de licence de logiciel (Pro titulaire de licence)
- ▶ Contrat de licence de logiciel (Pro-concédant de licence)
- ▶ Rédaction de licence de logiciel
- ▶ Licence de marque de commerce
- ▶ Licence de marque (pro Licencié)
- ▶ Licence de marque de commerce (pro-concédant)
- ▶ Principes fondamentaux de site Web et d'hébergement

In-House Counsel

We are expanding our content on **Risk and Compliance**:

- ▶ We are in the process of adding 12 new checklists on Contract Risk Management in areas such as indemnity, liability, debt factoring, insolvency, payment, and title retention. These checklists, set to be published shortly, are designed to help counsel identify, allocate, and effectively manage risk.
- ▶ A new Practice Note on [Cybersecurity Compliance](#) has been added, offering a comprehensive overview of cybersecurity obligations in Canada. It covers key legal frameworks, industry guidelines, and risk management strategies relevant to critical infrastructure, financial institutions, and data protection.
- ▶ To address a rising demand for training materials that organizations can use to guide their employees in understanding the law and procedures on Artificial Intelligence, the new [Artificial Intelligence \(AI\) in the Workplace: Training Presentation](#) has been added. This training presentation provides:
 - Discussion points about what AI is and specifically what generative AI is.
 - Organizational AI guiding principles.
 - An overview of the risks and benefits of using AI for work purposes.
 - Compliance mechanisms and the potential consequences of breaching AI policies.

Playbooks

As part of a new drafting strategy for Practical Guidance, several Playbooks have been developed to support faster, more consistent contract review. These resources enable teams to compare contract language against a standardized, reusable framework that includes: preferred clauses, fallback positions, drafting guidance, and recommended negotiation and escalation steps.

OVERVIEW

Why Playbooks?

- Customers lack standardized drafting & negotiation processes.
- Playbooks synthesize insights and streamline workflows.

What is a Playbook?

- Pre-defined contract language, fallback positions, negotiation guidance.
- Enables consistent and quick contract review.

Who Uses Playbooks?

- In-house legal teams, law firms, and non-legal teams (e.g., sales, HR).

Barriers to Adoption

- Time-consuming to create and maintain.
- Requires analysis of past work and ongoing updates.

PG Playbooks & Advantage

Developed Playbooks (10 Total)

COMMERCIAL:

- ▶ Confidentiality Agreement Playbook (Pro-Discloser)
- ▶ Confidentiality Agreement Playbook (Pro-Recipient)
- ▶ Sale of Goods Agreement Playbook (Pro-Seller)
- ▶ Sale of Goods Agreement Playbook (Pro-Buyer)
- ▶ Services Agreement Playbook (Pro-Service Provider)
- ▶ Services Agreement Playbook (Pro-Customer)

EMPLOYMENT:

- ▶ [Employment Agreement Playbook](#)
- ▶ [Independent Contractor Playbook](#)

IPT:

- ▶ [Software as a Service \(SaaS\) Agreement Playbook \(Pro-Customer\)](#)

REAL ESTATE:

- ▶ [Commercial Lease \(Office Space\) \(Long Form\) Playbook \(ON\)](#)