



Michal Jaworski

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Partner

Public Sector
Higher Learning
Charities & Not-For-Profits Law
Commercial Real Estate Law
Intellectual Property

Profile

Michal is a trusted, strategic advisor. He appreciates that only by understanding his clients can one truly help achieve their goals.

Michal is client-centered because he has been in our clients' shoes. He was an in-house counsel for almost six years at UBC. He knows the value of responsiveness and efficiency and providing clear, actionable advice on time and on budget. As a Partner at Clark Wilson, Michal draws on the expertise of the firm's cross-disciplinary teams to connect clients with the people, resources and solutions they need to succeed. This results in unparalleled sectoral knowledge (particularly within the post-secondary community) coupled with top-tier legal advice.

Work Highlights

General Governance and Regulatory

- > Provided advice on the interpretation and application of various provisions of the Societies Act, Canada Not-for-profit Corporations Act, Income Tax Act (regarding

charities), Financial Administration Act, University Act, the College and Institute Act and the Degree Authorization Act.

- > Led the development, review and interpretation of corporate bylaws and policies, such as board manuals, donation policies, intellectual property policies, and capital project (construction and procurement) policies and practices.
- > Provide advice and guidance to various organizations regarding the creation and management of affiliated entities, such as property trusts, corporate subsidiaries, and parallel foundations.

Charities & Non-Profit / Public Sector Governance and Regulatory

- > Provide advice and guidance on structuring and incorporation of non-profits and charitable registration.
- > Provide advice and guidance on Income Tax Act compliance in charitable giving, including reviewing gift-related policies, donation agreements, and gift administration, including dealing with restricted funds.

Real Estate and Construction

- > Worked with major land licensing, leasing, and purchase and sale transactions for non-profits of all sizes, including transactions involving the donation of land, directly with charities and non-profits, and their subsidiaries.
- > Worked extensively with public sector organizations and their subsidiaries on governance, land development and regulation, and strategic initiatives.
- > Developed and implemented procurement strategies and templates, and drafted and advised on specific procurements, including negotiated RFPs and tenders.
- > Advised on construction agreements, including bespoke forms of agreement and industry standard forms.

Additional work highlights below

Michal's strong ties to the post-secondary community in BC, as well as in the rest of Canada, provide him context and perspectives on best practices and trends in education as well as the broader public sector and charities & non-profit sectors. As a sought-after authority, Michal not only provides advice to clients but also fosters a culture of collaboration and information sharing by leading several regional and national discussion groups.

When there are new developments in the law, he is frequently one of the first to share his insights and one of the few who offers their time, expertise and strategic network to bring the higher learning community together and find an effective way forward.

Michal is enthusiastic about finding collaborative and economical solutions. He proactively seeks out opportunities for groups of clients to engage in joint projects that share the costs and benefits of legal services.

Services

- > Structuring new charities and non-profits
- > Advising on Board governance including bylaws, policy development and advice
- > Structuring special purpose vehicles (corporate subsidiaries, property trusts, etc.)
- > Real estate development, licensing and leasing
- > Public sector procurement and contracting

- > Intellectual Property, including Copyright advisory services and policy drafting
- > Drafting and negotiating various commercial agreements

Michal has developed many strong relationships through his deep commitment to advancing the higher learning sector. He is currently a member of the Langara College Foundation Board, and serves on the Board of Great Northern Way Campus Ltd. (trustee of the Great Northern Way Campus Trust and home of the Centre for Digital Media). Michal is also the Treasurer (and past President) of the Canadian Association of University Solicitors, and a past chair of the Board of Governors of Langara College.

These experiences have given him an appreciation for the challenges faced by boards, executives, and staff of charities and non-profits of all sizes, shapes, and regulatory environments and for how to best advise them.

Unafraid to embark into uncharted terrain with clients, Michal comes armed with a serious but irrepressibly positive attitude, always looking to de-mystify the law and find creative and cost-effective solutions.

Credentials

Awards & Distinctions

- > Best Lawyers® in Canada, Technology Law, 2020-2022, Commercial Leasing Law, 2023-2026, Education Law, 2025-2025

Industry Involvement

- > Treasurer, Canadian Association of University Solicitors
- > Member, Canadian Bar Association
- > Member, Law Society of British Columbia
- > Adjunct Professor, Topics in Corporate Law, Allard School of Law, University of British Columbia (2010 - 2016)
- > Adjunct Professor, Land Law, Sauder School of Business, University of British Columbia (2015 - 2016)

Community Commitments

- > Member of the Board of Directors, Langara College Foundation
- > Member of Board of Directors and chair of the Real Estate Committee, Great Northern Way Campus Ltd. (trustee of the Great Northern Way Campus Trust, and home of the Centre for Digital Media)

Presentations

- > Canadian Association of University Solicitors. Topic: Then was the winter of our discontent; Annual Copyright Act Review (May 2019)
- > Canadian Association of University Solicitors. Topic: Business Trusts: To be, or not to be / To buzz, or to buzz-kill (May 2019)
- > Fair Dealing Week, Balancing the scales: The role of fair dealing in Canada. Moderating a

panel entitled: The faces of fair dealing: A conversation about user rights in Canada (February 2019)

- > Canadian Association of University Solicitors. Topic: Copyright, The Year in Review (September 2018)
- > ABC Copyright Annual Conference. Topic: Digital Content Licensing (April 2017)
- > ABC Copyright Annual Conference. Topic: Copyright Act in Review (April 2016)
- > BCNet Annual User Conference. Topic: Copyright Modernization Act's Notice and Notice Regime (April 2015)
- > Canadian Association of University Solicitors. Topic: Copyright and Donations of Cultural Property (September 2015)
- > Canadian Association of Research Libraries. Topic: Copyright law, the next three years (October 2015)
- > Author, "Top 10 legal issues that new-to-Canada academics need to know", University Affairs (August 2023)
- > Author, "Ghosts, gifts, honours and demands", University Affairs (January 2023)
- > Author, "Canadian Public Domain Day Postponed 20 Years. In the Meantime...Public Domain Awareness and Advocacy Day!", Clark Wilson Higher Learning Newsletter (December, 2022)
- > Author, "Copyright advocacy and reform update in 2022", University Affairs (October 2022)
- > Author, "Making Sense of the Copyright Act's Making Available Right", Clark Wilson Website (August 2022)
- > Author, "The Other Side of the Teeter Totter-Copyright Advocacy and Reform in 2022", Clark Wilson Higher Learning Newsletter (June 2022)
- > Author, "Enforcing Copyright, Protecting Students: University of Toronto v. Easy EDU", Clark Wilson Higher Learning Newsletter (May 2022)
- > Author, "Can Sharing a Hyperlink be Considered Copyright Infringement? Still TBD.", Clark Wilson Higher Learning Newsletter (March 2022)
- > Co-author, "The Three Legs of the Work Integrated Learning Stool", Clark Wilson Higher Learning Newsletter (March 2022)
- > Author, "Access Copyright and the Education Sector - Background, Context and What's Next", Clark Wilson Higher Learning Newsletter (November 2021)
- > Co-author, "Sword of Damocles Removed: Supreme Court of Canada Releases Copyright Decision Regarding Application of Tariffs and Fair Dealing", Clark Wilson Higher Learning Newsletter (July 2021)
- > Co-author, "The Conundrum at the Heart of Public Domain Day", Clark Wilson Higher Learning Newsletter (February 2021)
- > Co-author, "West Vancouver (District) v British Columbia (Attorney General), 2020 BCSC 966", Clark Wilson Website (July 2020)
- > Co-author, "Authorize This! Seeking Copyright Permission 25 Years After an Author's Death", Clark Wilson Higher Learning Newsletter (May 2020)
- > Co-author, "Post-Graduate Work Permit Rules Relaxed to Allow for Online Learning Outside Canada...Conditions Apply", Clark Wilson Higher Learning Newsletter (May 2020)

- > Co-author, "Access Copyright v. York - The Next Chapter", Clark Wilson Higher Learning Newsletter (April 2020)
- > Co-author, "Federal Government Steps Up to Support Canadian Students in Various Ways", Clark Wilson Higher Learning Newsletter (April 2020)
- > Co-author, "Trustworthy: A Primer on Post-Secondary Business Structures. Part 2 - Choosing Your Vehicle", Clark Wilson Higher Learning Newsletter (February 2020)
- > Author, "The Art of Not Mixing Personal and Professional: In-house Counsel and the Request for Legal Advice", Clark Wilson Website (July 2019)
- > Author, "Report From the Annual Conference of the National Association of College and Universities Attorneys ("NACUA")", Clark Wilson Higher Learning Newsletter (July 2019)
- > Co-author, "Trustworthy: A Primer on Post-Secondary Business Structures. Part 1 - The Wheelhouse Issue", Clark Wilson Higher Learning Newsletter (May 2019)
- > Co-author, "Did you notice? When a notice is not a notice under the Notice and Notice regime.", Clark Wilson Higher Learning Newsletter (January 2019)
- > Co-author, "Trademark Demand Letters - Avoiding Unforced Errors In The Age of Social Media", Clark Wilson Higher Learning Newsletter (January 2019)
- > Author, "Copyright in Teaching Materials", BarTalk Magazine - CBABC (December 2018)
- > Co-author, "Legislative Update - Trick or Treat?", Clark Wilson Higher Learning Newsletter (November 2018)
- > Co-author, "Trademarks… Prohibited Marks… Official Marks? What? Which? Why?", Clark Wilson Higher Learning Newsletter (October 2018)
- > Co-author, "FIPPA and Cloud Services - Compliance from Procurement to Go-Live", Clark Wilson Higher Learning Newsletter (October 2018)
- > Co-author, "The information and rights for unions under the Labour Relations Code", Clark Wilson Higher Learning Newsletter (October 2018)
- > Co-author, "Prohibited Marks and Universities: Are You Taking Full Advantage of Your Rights under the Trademarks Act?", Clark Wilson Higher Learning Newsletter (October 2018)
- > Co-author, "A (re)introduction to FIPPA and how your familiarity with private sector privacy laws will only take you so far (alas, not far enough).", Clark Wilson Higher Learning Newsletter (October 2018)
- > Co-author, "Final Certificate of Payment - Final No More", Clark Wilson Construction Law Bulletin (June 2014)
- > Contributing author, CLE Annotated Commercial Lease, chapter on Surrender and Modification, Continuing Legal Education Society of British Columbia, (2012 Edition)
- > Clark Wilson campus counsel, "Do on-campus barber shops, mini-marts and travel agencies qualify as university purposes?" (August 2010)
- > CLE Annual Review, Construction Law section, Bidding and Tendering (2007, 2008, 2009 Editions)
- > Author, "The Emerging Climate Consciousness - Public Company Disclosure and Beyond", Slaw Magazine (June 2009)
- > Author, "Post-Tender Resubmission: The Duty to Carry Subcontractors", Clark Wilson Construction Law Bulletin (October 2008)

- > Author, "Bare Bones" Privilege Clause Not Enough, Clark Wilson Construction Law Bulletin (July 2008)
- > Author, "Unlimited Liability Companies Soon to be Available in BC", Clark Wilson Business Matters (October 2007)
- > Author, "Is it an RFP or a Call for Tenders?", Clark Wilson Construction Law Matters (July 2006)

Additional Work Highlights

General Business

- > Drafted and reviewed various forms of standard business agreements and established procurement and contracting policies, review processes and templates.
- > Drafted and negotiated various contracts between public and private organizations regarding joint initiatives, research, work-integrated learning, and the delivery of education.

Copyright

- > Provided advice on the interpretation of the Copyright Act in classrooms, research labs, and libraries across Canada.
- > Worked extensively with national and institutional counsel on the development of copyright-aware policies and procedures.

Procurement

- > Advised on procurement laws, policies, and practices.
- > Drafted various forms of procurement solicitation documents, in a variety of contexts including construction and services.

IT Transactions

- > Managed and negotiated complex long-term relationships with various international IT providers such as Workday, Salesforce, Oracle, and Canvas.
- > Provided advice on compliance with the Freedom of Information and Protection of Privacy Act in the context of institutional IT infrastructure.