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Biography

Craig Mills is a thoughtful commercial litigator with a focus on commercial disputes, creditors' remedies, insolvency law, and franchise law. Working with Miller Thomson's insolvency lawyers across Canada, Craig's litigation background has proven to be a valuable tool in strategically advising clients on commercial debt enforcement and recovery, restructuring and insolvency matters, litigation, and claims resolution management.

Craig's clients include lenders, creditors, owner-operators, insurers, franchisors, commercial landlords, receivers, and licenced insolvency trustees.

He provides advice in a number of areas:

Creditor's remedies: representing banks and asset-based lenders with respect to the enforcement of security and commercial debt litigation, including mortgage remedies and enforcement of foreign judgments.

Restructuring and insolvency law: acting for secured creditors, court-appointed receivers and trustees, purchasers, and debtors in restructuring and insolvency proceedings and out-of-court arrangements. Craig has appeared as counsel before the Commercial List and Bankruptcy Court.

Commercial litigation: representing clients in cases involving negligence, misrepresentation, breach of contract, and shareholder/partnership disputes. Craig has appeared as counsel before the Ontario Superior Court of Justice, the Ontario Divisional Court, and the Ontario Court of Appeal.

Franchise law: acting for franchisors in respect to rescission claims and other franchise disputes under the *Arthur Wishart Act (Franchise Disclosure)*.

Craig is a regular author and lecturer on creditors' remedies and insolvency issues before the Law Society of Ontario and the Ontario Bar Association.

Professional achievements & leadership

- Member, Ontario Bar Association's Insolvency section executive
- Editor, *MT Insolvency Watch* (@MTInsoWatch) and *The Red Flag* (@RedFlagLaw).
- Co-editor, *The Red Flag newsletter: Quick Tips on Restructuring, Recovery & Reorganization*

Notable matters

Select Experience

Recent reported decisions in which Craig has been involved in include:

- *Enroute Imports Inc. (Re)*, 2016 ONCA 247 (appeal concerning approval of proposal under the *Bankruptcy and Insolvency Act*)
- *Algonquins of Barriere Lake First Nation v Attorney General (Canada)*, 2015 ONSC 3505 (motion to stay action on the basis of lack of jurisdiction)
- *Romspen v. Edgeworth*, 2014 ONSC 4340 (motion brought by debtors to vary the order)

- of the payment of proceeds under a receivership order)
- *1645524 Ontario Limited v. Investpro Realty and Appraisal Ltd.*, 2013 ONSC 790 (motion for security for costs)
- *Austin Pharma Drugs Ltd v. Albion Kipling Medical Building Corp*, 2012 ONSC 4044 (motion concerning termination/renewal of commercial lease)
- *Nortel Networks Corporation (Re)*, 2012 ONSC 1213 (motion relating to termination of environmental indemnity in Nortel CCAA restructuring)
- *Romspen Investment Corporation v. Edgeworth Properties et al.*, 2012 ONSC 4693 (motion by secured creditor seeking declaration that its mortgage was valid and ranked in priority over other creditors)
- *Romspen Investment Corporation v. Woods Property Development Inc.*, 2011 ONSC 3648 (Receiver's motion to vest out lease agreement)
- *Romspen Investment Corporation v. Woods Property Development Inc.*, 2011 ONCA 638 (motion to determine whether vesting order automatically stayed pending appeal)
- *Romspen Investment Corporation v. Woods et al.*, 2010 ONSC 30005 (motion for refusals relating to the issue of solicitor-client privilege)
- *Innovative Marketing v. D'Souza*, 2008 CanLII 39221 (ONSC) (Motion to vary Mareva Order to permit defendants to access frozen funds)
- *1518628 Ontario Inc. v. Tutor Time Learning Centres, LLC*, 2006 CanLII 25276 (ON SC) (motion for summary judgment concerning whether section 11 of the *Arthur Wishart Act* (Franchise Disclosure) does not apply to a release given by a franchisee in the settlement of a dispute with franchisor)

Select Representative Work

- In the matter of the Proposal of Enroute Imports Inc.: counsel for debtor in respect to court approval of a proposal under the Bankruptcy and Insolvency Act (2016)
- *Meridian Credit Union v. Senarra Waterways et al.* (2015): insolvency counsel for purchaser acting to purchase from Court-appointed receiver or townhouse developer
- *Toronto-Dominion Bank v Multichair Inc.*: counsel for secured creditor appointing receiver over assets and property of steel tubing/steel framing manufacturer (2015)
- In the matter of the Proposal of Special Event Rentals: insolvency counsel for purchaser relating to purchase of assets in the context of a proposal approved under the Bankruptcy and Insolvency Act (2015)
- *H&R Management Ltd. v. H. Reutsch Associates Ltd. et al.*: successfully defended summary judgment motion on the issue of whether a general contractor is liable for negligence of a sub-contractor (2014)
- *C. Yan et al v. Xi Chen et al.*: acted for court appointed monitor in proceedings involving Mareva injunction
- In the matter of the Proposal of PGePropel Inc.: counsel for debtor in respect to proposal under the *Bankruptcy and Insolvency Act*
- *Automotive Finance Canada v. Ontario Quality Car Motors*: motion to appoint interim receiver in respect to car dealership
- Bankruptcy of Marathon Pulp Inc.: insolvency counsel as part of legal team for purchaser of Brownfield lands in the receivership of Marathon Pulp Inc. (trustee in bankruptcy had divested itself of the real property due to environmental contamination)
- Comstock Canada Ltd.: counsel for critical supplier in restructuring proceedings of national contractor under the *Companies' Creditors Arrangement Act* (CCAA)
- Nortel Networks Corporation: counsel for owner of environmentally contaminated lands in Nortel Networks CCAA proceedings (Nortel sought to terminate environmental indemnity granted in favour of owner)
- Edgeworth Properties Receivership: Counsel for court-appointed receiver involving sale of 16 development properties
- *CIT Financial Ltd. v Austin Pharma Drugs Ltd.*: counsel for secured creditor in relief from forfeiture/lease renewal application and related receivership proceedings of independent pharmacy
- *CIT Financial Ltd. v Wellness Drug Mart*: counsel for secured creditor in receivership proceedings concerning independent pharmacy
- Bruce R. Smith Limited: counsel for secured creditor in CCAA restructuring of freight trucking company
- The Estate of Christopher Invidiata: counsel for trustee in bankruptcy in large personal bankruptcy estate
- *Ontario v. Shehrazad Non Profit Housing Inc.*: counsel for court-appointed receiver which resulted in sale of non-profit housing complex
- Moltec Trading Group: counsel for appointing secured creditor in receivership

- proceedings in respect to manufacturer and distributor of electrical components
- Polywheels Manufacturing Ltd.: counsel for former directors of company in CCAA proceedings

Thought leadership

- Co-panelist, Update on Canadian Insolvency Law, Miller Thomson National Restructuring Annual Conference, November 2018
- Speaker, “The Franchisee is Insolvent – What’s a Franchisor to Do?”, Ontario Bar Association’s 18th Annual Franchise Law Conference, November 13, 2018
- Round-table moderator, “Franchise Law meets Insolvency Law”, Canadian Franchise Association Annual Conference. 2018
- “The Rights of Secured Versus Unsecured Creditors,” Law Society of Upper Canada (now Law Society of Ontario)

Publications

- Co-author, chapter on “Debtor-Creditor Law”, *Business Laws of Canada*, 2014 – 2018, ed. (Thomson West)
- *Requesting a Sealing Order from the Court* – Practice Note, Lexis Practice Advisor Canada, Craig Mills & Stephanie De Caria, Fall 2017
- *The Commercial List* – Practice Note, Lexis Practice Advisor Canada, Craig Mills & Stephanie De Caria, Fall 2017
- Co-author, “Getting the Deal Through,” *Restructuring and Insolvency*, Canadian Chapter (Law Business Research), 2016-17
- “Planes, Leaves and Appeals: Appeals Under Section 193(c) of the Bankruptcy and Insolvency Act”, *National Insolvency Review*, December 2016
- Co-author, *Canadian Forms & Precedents – Debtor/Creditor – Receivership* chapter (LexisNexis Canada Inc.), 2016
- Co-Author, chapter on “Debtor-Creditor Law,” in *Business Laws of Canada*, 2015-2016 ed. (Thomson West)
- Contributing author, “Other Forms of Security” chapter 2014 update in *Canadian Commercial Law Guide*, (CCH, loose-leaf)
- “Reframing the Refusal Motion: An Interesting Approach,” 2014
- Co-author, *Creditors’ Remedies in Ontario*, 3rd ed., 2013 (LexisNexis)
- “Contaminated Land: Commercial, Regulatory and Insolvency Considerations,” *Law Society of Upper Canada’s Commercial Priorities for Real Estate and Business Lawyers 2013 program*, 2013
- “Bankruptcy Law Update: 30 Day Good Rights Strengthened,” *National Creditor/Debtor Review*, Volume 25, No. 2, 2010
- “Balancing Interests: An Overview of the Wage Earner Protection Program,” *The Law Society of Upper Canada*, March 2010
- “Default Has Occurred: Getting the Process Started on Enforcement, Commercial Loans: Practising Perfection to Ensure Enforceable Security,” OBA, October 2009
- Co-author, *Creditors’ Remedies in Ontario*, 2nd ed. 2009 (LexisNexis)
- Co-author, *Business Laws of Canada*, 2009 (West)
- “Ontario Court Clarifies the ‘no waiver of rights’ provisions of the Arthur Wishart Act in Tutor Time Decision,” *FranNews*, 2006
- “Disclosure Requirements for Franchisors Clarified by Trial Courts,” *The Lawyers Weekly*, 2006
- “Recovering the Debt: Litigation Strategies Against Deadbeat Debtors,” 2006
- “Donations Challenged by Bankruptcy Trustees,” *Charities and Not-for-Profit Newsletter*, April 2004
- “Enforcement of Judgment,” 2003

Miller Thomson Newsletters

- “Secured Creditors in a Bankruptcy,” *The Red Flag*, July 2011
- Co-Author, “Ontario Court Confirms Receiver’s Limited Liability to Landlord for Occupation,” *The Red Flag*, October 2010
- Co-Author, “Mind the Gap: Direction Given for Defaulting Debtors in a BIA Proposal,” *The Red Flag*, September 2010
- Co-Author, “Sally Creek: A Cautionary Tale for Trustees in Bankruptcy,” *The Red Flag*, August 2010
- “HST: Will This be Another Unsecured Crown Claim in a Bankruptcy?” *The Red Flag*, June 2010

- “PMSI Basics: Ensure You Get First Ranking Priority Over the Collateral that You Finance,” *The Red Flag*, April 2010
- “Pension Claims Unravelling,” *The Red Flag*, March 2010
- “Bankruptcy Law Update: 30 Day Good Rights Strengthened,” *The Red Flag*, February 2010
- “What’s Happening Around Miller Thomson? Financial Services & Insolvency,” October 2009
- “The Importance of Being Earnest: Buying Assets from a Court Appointed Receiver,” *The Red Flag*, September 2009
- “The WEPPA Super-Priority Claim,” *The Red Flag*, July 2009
- “The Race of the Swiftest: Landlord Versus the Secured Creditor,” *The Red Flag*, May 2009
- “PPSA Registrations: Is This the Weakness in Your Armour?” *The Red Flag*, April 2009
- “Bankruptcy Basics: Navigating Bankruptcy Proceedings,” *The Red Flag*, February 2009
- “Reasonable Notice before Enforcing Security: 10 Day Notice Period under Section 244 of the BIA,” *The Red Flag*, January 2009
- “Good News: Ontario Litigation Procedure Reform Designed to Reduce Litigation Costs,” *The Red Flag*, December 2008
- “Vesting Out Your Investment: Avoiding the Loss of IP Rights Through Vesting Orders,” *The Red Flag*, October 2008
- “Bankruptcy Basics: An Overview of the Bankruptcy Proposal Process,” *The Red Flag*, September 2008
- “Practising Perfection: Beware of Lapsed PPSA Registrations,” *The Red Flag*, May 2008
- “Lessor Insurance Claims: Dealing with Insurance Claim Denials,” *The Red Flag*, April 2008
- “Clash of the Creditors: Secured Creditor versus the Conditional Seller,” *The Red Flag*, December 2007
- “To bankrupt or not to bankrupt? Is GST Your Tipping Point?” *The Red Flag*, November 2007
- “Payment of Critical Suppliers During CCAA Proceedings,” *The Red Flag*, September 2007
- “If a Secured Creditor Fails to Serve a Notice of Sale, is it Unable to Sue a Guarantor?”, *The Red Flag*, May 2007
- “Ontario Limitations Periods: The Bell Tolls No More for Demand Promissory Notes,” *The Red Flag*, April 2007

Professional memberships

- Canadian Bar Association (Insolvency, Litigation and Franchise Section)
- Turnaround Management Association
- Past President, MT Skytalkers (Toastmasters International)

Bar admissions & education

- Ontario Bar, 1998
- LL.B., Western University, 1996
- B.A. (honours), Western University, 1992