



## Derrek S. Fahl

Associé | Saskatoon

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### Biographie

( Disponible en anglais seulement )

Derrek Fahl is a corporate-commercial lawyer, working primarily in blockchain and cryptocurrency, mergers and acquisitions, securities law, corporate governance, and secured lending transactions.

**Blockchain and Cryptocurrency:** Derrek is a member of Miller Thomson's Blockchain, Cryptocurrency and Smart Contracts Team, and has extensive knowledge of the world of blockchain, cryptocurrencies, coins, tokens, smart contracts and raising capital using these emerging technologies, both through conventional securities offerings and Initial Coin Offerings (ICO's). Derrek has worked for companies in regards to their offering of security tokens (private placements and ICOs), utility tokens (often under the SAFT protocol), stablecoins, token exchanges and other means of secondary market trades. Derrek 's work for his clients includes planning or reviewing corporate and offering structures, drafting and reviewing whitepapers, offering documents and subscriptions, interactions with securities regulators and other capital market participants, and communications with external advisors, including tax and finance.

**Mergers and Acquisitions:** Derrek regularly serves as lead counsel to both buyers and sellers on business acquisition transactions. He has developed a deep understanding of the details involved in buying or selling privately owned companies, both large and small, with a particular expertise in the hotel and hospitality industry.

**Securities Law and Corporate Finance:** Derrek helps his clients to raise capital through prospectus-exempt securities offerings such as private placements (accredited investor offerings) and offering memoranda. Derrek also manages his clients' regulatory compliance, including transaction-based and continuous disclosure filings. Derrek serves primarily as issuer's counsel on these transactions. Derrek has become a leader in the world of cryptocurrency and its use as a capital-raising and platform development tool, and works regularly with securities regulators to help his clients remain compliant while pursuing their objectives in this new and exciting space.

**Corporate governance:** Derrek has advised both public and private corporate boards on best practices in the areas of corporate governance, director duties and obligations, and shareholder matters including annual general meetings, special shareholder meetings, proxy solicitation and disputes, and shareholder agreements.

**Secured lending:** Derrek serves as both borrower's and lender's counsel on secured lending transactions in many industries including manufacturing, real estate and real estate development, technology, oil and gas, agriculture, and retail.

**Corporate and commercial:** Derrek advises on corporate reorganizations such as rollovers, freezes, and other tax-related work, as well as transactions involving various corporate, trust, partnership, and limited partnership structures.

### SERVICES CONNEXES

Droit des sociétés  
Fusions et acquisitions  
Marchés financiers et valeurs mobilières  
Services financiers  
Transactions immobilières et baux

### SECTEURS INDUSTRIELS CONNEXES

Agroentreprises et production alimentaire  
Hôtellerie  
Institutions financières

### SECTEURS PARTICULIERS CONNEXES

Chaîne de blocs, cryptomonnaie et contrats intelligents

Derrek prides himself on his writing skills and creativity in problem solving, and his clients can expect carefully crafted and well-written agreements that help them attain their commercial and business objectives.

In August 2011, Derrek was appointed by Minister of Justice and Attorney General, the Honourable Don Morgan, Q.C. to serve as a member of the Saskatchewan Financial Services Commission (SFSC). In October 2012, the SFSC became the Financial Consumer Affairs Authority of Saskatchewan (FCAA). The FCAA is the securities regulator for Saskatchewan, and is also responsible for the oversight and administration of more than 20 other pieces of Saskatchewan Legislation. Some of the more prominent of these laws include those regarding securities, pensions, insurance, real estate, credit unions, and consumer protection. Derrek continues to serve as a board member and authority member of the FCAA. He is a member of the FCAA finance and audit committee and the chair of the FCAA adjudicative committee.

## **Réalisations professionnelles et leadership**

- Canadian Legal Lexpert Directory, Corporate Commercial Law, 2019

## **Leadership éclairé**

- CPLED Bar Admission Course materials. “Directors, Officers and Shareholders”
- CPLED Bar Admission Course materials, “Unanimous Shareholder Agreements”
- Derrek has published numerous articles in *SaskBusiness* magazine and other publications on contract law, securities law, corporate governance, and crowdfunding
- Derrek has spoken and presented on due diligence in M&A transactions, board governance, contract law, and crowdfunding at numerous legal and industry conferences. Derrek has been a guest lecturer at the University of Saskatchewan, College of Commerce to speak on contract law.

## **Engagement communautaire**

- Since 2000, Derrek has coached numerous hockey teams, from minor hockey teams ranging from Novice to Bantam, and “A” and “AAA” Senior hockey
- Derrek is a past volunteer advisor to CLASSIC (Community Legal Assistance Services for Saskatoon Inner City Inc.)
- Guest lecturer, University of Saskatchewan, College of Commerce

## **Postes d’administrateur**

- Director, Financial Consumer and Affairs Authority of Saskatchewan
- Director, The Partnership–Saskatoon Downtown Improvement District
- Past director and executive committee member, Saskatoon Golf and Country Club
- Past director of numerous public company boards of directors

## **Associations professionnelles**

- Member, Canadian Bar Association
- Member, Saskatoon Bar Association
- Member, Law Society of Saskatchewan
- Member, Saskatchewan Administrative Tribunals Association

## **Formation et admission au barreau**

- Saskatchewan Bar, 1995
- B. Comm., University of Saskatchewan, 1993
- J.D., University of Saskatchewan, 1994