



Gary T. Clarke

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Gary Clarke is a partner and Co-Head of the Employment & Labour Group nationally and Head of the Employment & Labour Group in Western Canada. Gary's practice focuses on employment, labour relations, human rights and privacy law. He assists employers in both union and non-union environments with various human resources and labour relations issues including: drafting employment agreements, compensation schemes, workplace policies, restrictive covenants and non-disclosure agreements, recruiting, retention and termination practices and procedures, discipline and grievances, human rights issues and investigations, disability management, employment standards compliance, occupational health and safety issues, privacy issues and complaints, labour relations issues and advice and litigation arising from terminations and departing employees. He regularly advises on drug and alcohol testing policies and practices, including in the emerging area of law surrounding the legalization and use of cannabis. Gary also has extensive experience advising employers in the context of corporate transactions, restructurings and insolvencies.

Gary works creatively with employers in Alberta, British Columbia and in the Federal jurisdiction to develop strategies to avoid problems in the workplace, aiming to minimize the risks of litigation or disruption to the employer's business. Mediation and other alternative dispute resolution approaches are often used to achieve these aims. In situations where litigation is necessary or cannot be avoided, he has experience before the various administrative tribunals and courts.

Accolades

- *Chambers Canada 2019* as a leading lawyer in Employment and Labour (Alberta and Nationwide).
- *Chambers Global 2018* as a leading lawyer in Employment and Labour (Nationwide).
- *The Canadian Legal Lexpert Directory 2017* as a leading lawyer in Employment Law.
- *The Best Lawyers in Canada 2019* in Labour and Employment Law.
- AV Preeminent for Highest Level of Professional Excellence and BV Distinguished for High Professional Achievement by *Martindale-Hubbell* Peer Review Board.

Representative Work

- Compass Diversified Holdings and other shareholders of FHF Holdings Ltd. in the sale of Manitoba Harvest to Tilray, Inc. by plan of arrangement.
- Aimbridge Hospitality, as counsel, in its acquisition of O'Neill Hotels & Resorts Whistler Ltd., operator of The Westin Resort & Spa, Whistler, British Columbia.
- AltaGas Canada Inc. in its initial public offering of common shares for aggregate gross proceeds of approximately C\$239M, which includes AltaGas Ltd.'s Canadian utilities and certain renewable power assets in Canada.

- Centerra Gold Inc. in its US\$310M acquisition of AuRico Metals Inc.
- Messer Group and CVC Capital Partners, as counsel, in the US\$3.3B acquisition by its joint venture, MG Industries, of the majority of Linde AG's gas business assets in North America and certain business activities in South America.
- Baytex Energy Corp. in its all-stock acquisition of Raging River Exploration Inc. to create a combined organization with an enterprise value of approximately C\$5B.
- WSP Global in litigation with Global Raymac relating to allegations of breach of fiduciary duty and breach of confidence arising from WSP's acquisition of Focus Surveys.
- TorQuest Partners Inc. in its acquisition of a minority ownership interest in A&W Food Services of Canada Inc.
- Vance Street Capital LLC in its acquisition of R.S.T. Instruments Ltd.
- Centrica plc in the C\$722M acquisition of its Canadian oil and gas exploration and production business by Canlin Energy Corporation, a consortium of two Hong Kong-based companies, MIE Holdings Corp. and Can-China Global Resource Fund, and Geneva-based Mercuria Energy Group.
- Aritzia Inc. in connection with its C\$460M initial public offering of subordinate voting shares.
- AltaGas Ltd. in its sale of the AltaGas Northcentral Processing Limited Partnership to Tidewater Midstream and Infrastructure Ltd.
- China National Offshore Oil Company in its US\$19.5B cash acquisition of Calgary-based Nexen Inc., including the assumption of debt.
- Diamond Resorts International, Inc., as Canadian counsel, in its purchase of the business and assets of Intrawest Resort Club Group from Intrawest Resorts Holdings, Inc. for US\$85M.
- Lowe's Companies, Inc. in its C\$3.2B acquisition of RONA Inc.
- Vail Resorts, Inc. in its C\$1.4B acquisition of Whistler Blackcomb Holdings, Inc.
- Teine Energy Ltd. in its C\$975M acquisition of Viking light oil and heavy oil properties located in South Western Saskatchewan.
- Potash Corporation of Saskatchewan Inc. in its US\$36B merger of equals by way of a plan of arrangement with Agrium Inc.
- National Oilwell Varco, Inc. in its C\$53.5M acquisition of the global completion tools business of Trican Well Service Ltd.
- Canexus Corporation in its planned acquisition by Superior Plus Corp. pursuant to a plan of arrangement providing for the issuance of 0.153 Superior shares for each Canexus share, implying a total equity value of C\$316M and enterprise value of C\$932M.
- Legacy Oil + Gas Inc. in its C\$1.5B sale to Crescent Point Energy Corp.
- Intel, as Canadian counsel, in its acquisition of Recon Instruments, a world leader in smart eyewear and smart goggle technology for sports and high intensity environments.

- Ontario Teachers' Pension Plan Board and Baybridge Seniors Housing Inc. in connection with the provision of senior secured credit facilities to Baybridge Seniors Housing with Canadian Imperial Bank of Commerce, as agent, to acquire Amica Mature Lifestyles Inc. for C\$578M.
- Pentair Thermal Management LLC in its acquisition of Nuheat Industries Limited indirectly from Fulcrum Capital Partners' Fund III and other shareholders pursuant to a share purchase agreement.
- Birch Hill Equity Partners in its C\$300M acquisition of Newalta Corporation's Industrial Division.

Publications

- "B.C. implements employee-friendly changes to Employment Standards Act", *The Lawyer's Daily*, July 2019.
- "B.C. implements labour-friendly changes to the Labour Relations Code", *The Lawyer's Daily*, July 2019.
- "Canada" chapter, *Herbert Smith Freehills: Multi-Jurisdictional Business Transfers: Employee Issues*, January 2017.
- "Canada" chapter, *International Guide to Whistleblowing*, Herbert Smith Freehills LLP, November 2015.
- *Ultimate HR Manual—Western Edition*, LexisNexis Canada, June 2015.

Legal Posts

The following posts are available on Stikeman.com:

- [Still Not Worth the Paper It's Written On: Release Won't Oust Canada Labour Code Unjust Dismissal Complaints](#)
- [Bill 30: British Columbia Proposes Labour Friendly Changes to the Labour Relations Code](#)
- [British Columbia Proposes Significant Changes to Employment Standards Act](#)
- [Alberta Minimum Wage to Lead the Country at \\$15 Per Hour on October 1, 2018](#)
- [Bill 30: Alberta Proposes Major Shift in Workplace Health and Safety Laws](#)
- [Setback for Random Testing in the Workplace?](#)
- [5 Years And Counting: Suncor Wins Another Round in its Fight to Introduce Random Testing](#)
- [Termination provision not perfect? Recent cases may help](#)
- [You get what you bargain for: Alberta Court of Appeal returns certainty to employers in respect of discretionary incentive plans](#)
- [Recent decisions on Long Term Incentive Plans create uncertainty](#)
- [Alberta minimum wage rising to \\$15 per hour by October 2018](#)

- [Arbitrators retain discretion to disclose personal information of grievors and witnesses in awards](#)
- [Alberta's NDP to introduce new farm safety legislation](#)
- [Bill 3 - Personal Information Protection Amendment Act in force](#)
- [Alberta's proposed amendments to PIPA for labour disputes](#)

Speaking Engagements

- “Protecting Confidential Information: Navigating the Minefield – NDAs and Breach of Confidence”, Stikeman Elliott and the Association of Corporate Counsel Alberta, April 2018.

Professional Activities

Gary is a designated CPHR (Chartered Professional in Human Resources) and a SHRM (Society for Human Resource Management) Senior Certified Professional. He is a member of the Canadian Association of Counsel to Employers, the Labour Law, Human Rights, Employment Law, Privacy and Alternative Dispute Resolution sub-sections of the Canadian Bar Association, the Canadian and Calgary Bar Associations, the Labour and Employment section of the International Bar Association, and the Labour and Employment section of the American Bar Association. Gary currently serves on the Board for Inn from the Cold.

Background

Gary is a director of the H&R Block Professional Cycling Team and was the Calgary office's team captain for both the 2016 Gran Fondo Badlands and Cancervive.

Education

York University (LL.M., labour and employment specialization 2009)
University of New Brunswick (Honours B.A. 2000)
Queen's University (LL.B. 1993)

Bar Admission

Alberta, 2007
British Columbia, 1994