



GOVERNANCE, COMMUNICATIONS AND HUMAN RESOURCES COMMITTEE MEETING AGENDA PUBLIC SESSION

Date: September 10, 2021

Time: 8:50 a.m. – 9:50 a.m.

Location: Virtual (NOT in person)

Agenda

Time	Description	Action	Pre-read	Presenter	Page #
Public Agenda					
8:50	1. Chair's Remarks	Information	Verbal Report <i>5 minutes</i>	Chair	-
8:55	2. Consent agenda		<i>5 minutes</i>		
	a) Approval of Public Meeting Agenda	GCHRC Approval	Agenda	Chair	1
	b) Chair's Poll re: Conflict of Interest	Declaration	Agenda and Conflict of Interest Policy	Chair	-
	c) Confirmation of the Public Meeting Minutes of June 29, 2021	GCHRC Approval	Minutes	Chair	3
	d) City Council Directions Requiring Board Attention	Information	GCHRC:2021-33	Director, Strategic Planning and Stakeholder Relations	10

PUBLIC AGENDA – GCHRC Meeting – September 10, 2021

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Time	Description	Action	Pre-read	Presenter	Page #
9:00	3. Business Arising from the Public Meeting Minutes and Action Items Update	Information	Action Item List <i>5 minutes</i>	Chair	26
9:05	4. Board and Committee Meetings Rules of Procedure	GCHRC & Board Approval	GCHRC:2021-34 <i>20 minutes</i>	General Counsel & Corporate Secretary	32
9:25	5. Process for Establishing Roster of Executive Search Firms	Information	GCHRC:2021-35 <i>10 minutes</i>	Vice President, Human Resources (Interim)	52
9:35	6. Overview: Comparison of TCHC to Other Social Housing Providers	Information	GCHRC:2021-36 <i>15 minutes</i>	Chief Operating Officer	55

TERMINATION



Governance, Communications and Human Resources Committee

931 Yonge Street,
Toronto, M4W 2H2

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The Governance, Communications and Human Resources Committee (“GCHRC”) of the Toronto Community Housing Corporation (“TCHC”) held a virtual Public meeting on June 29, 2021, via WebEx, commencing at 9:07 a.m.

GCHRC Directors Present:

Brian Smith, Chair
Marcel Charlebois
Debbie Douglas
Ubah Farah
Councillor Paula Fletcher

GCHRC Directors Absent:

John Campbell
Naram Mansour

Management Present:

Sheila Penny, Acting President & Chief Executive Officer (“CEO”)
John Angkaw, Acting Chief Operating Officer (“COO”)
Darragh Meagher, General Counsel & Corporate Secretary
Barbara Shulman, Interim Vice President, Human Resources
Paula Knight, Vice President, Strategic Planning & Communications
Rose-Ann Lee, Chief Financial Officer & Treasurer
Kelly Skeith, Acting Chief Development Officer
Allen Murray, Vice President, Facilities Management
Jill Bada, General Manager, Seniors Housing Unit
William Anderson, Senior Director, Community

Safety Unit
Ceilidh Wilson, Assistant Corporate Secretary

A quorum being present, Mr. Smith, serving as Chair, called the meeting to order, and Ms. Wilson served as recording secretary.

ITEM 1 CHAIR'S REMARKS

The Chair welcomed everyone to the GCHRC meeting, noted the Acknowledgement of the Land and notified everyone that due to the need for social distancing to limit the spread of COVID-19, TCHC's holding this GCHRC meeting virtually.

ITEM 2A APPROVAL OF PUBLIC MEETING AGENDA

Motion carried **ON MOTION DULY MADE** by Mr. Charlebois, seconded by Ms. Farah and carried, the GCHRC approved the Public meeting agenda for the GCHRC's June 29, 2021 meeting.

ITEM 2B CHAIR'S POLL RE: CONFLICT OF INTEREST

The Chair requested members of the GCHRC to indicate any agenda item in which they had a conflict of interest, together with the nature of the interest. **No conflicts were declared.**

ITEM 2C CONFIRMATION OF MINUTES OF THE PUBLIC GCHRC MEETING OF MAY 25, 2021

Motion carried **ON MOTION DULY MADE** by Mr. Charlebois, seconded by Ms. Farah and carried, the GCHRC confirmed the above-captioned minutes without amendments.

ITEM 2D CITY COUNCIL DIRECTIONS REQUIRING BOARD ATTENTION GCHRC:2021-27

Motion carried **ON MOTION DULY MADE** by Mr. Charlebois, seconded by Ms. Farah and carried, the GCHRC received Report GCHRC:2021-27 regarding City Council Directions Requiring Board Attention for its information.

ITEM 2E ANNUAL COMPLIANCE REPORT FOR 2020 GCHRC:2021-28

Motion carried **ON MOTION DULY MADE** by Mr. Charlebois, seconded by Ms. Farah and carried, the GCHRC received Report GCHRC:2021-28, being the Annual Compliance Report for 2020, for its information.

ITEM 3 BUSINESS ARISING FROM THE PUBLIC MEETING MINUTES AND ACTION ITEMS UPDATE

Ms. Shulman was available to answer questions of the GCHRC. Highlights of the discussion include:

- Of the 253 Management and Non-Union staff with less than five years of tenure with TCHC, 164 were new hires to TCHC and the remaining 89 were existing TCHC employees promoted into Management and Exempt roles. Of the 164 new hires, 37 were hired into brand newly created positions. The remaining 127 new hires were hired to fill positions that had become vacant due to attrition.
- Of the 37 newly created positions, the majority were created as a result of the collapse of the former Asset Management (“AM”) and Tenant and Community Services (“TCS”) into the Operations department, which has an entirely new management structure.
- Action item: Management to confirm:
 - of the 37 newly created Management and Non-Union positions, how many and which positions are in the Community Safety Unit

-
- (“CSU”);
- how many net new positions, both unionized and exempt, were created through the restructuring process; and
 - for the 89 existing employees who were promoted into Management Exempt roles, whether the positions they left were recruited for.
- The recruitment activity table in the report does not only represent hiring activity, but overall the activity of the Recruitment team, which can include extensions to temporary assignments. The next report will break this information down into temporary and permanent extensions to add clarity to the data.
 - The last iteration of the report indicated that there were 30 positions filled in Q1 in the Development division, however 18 of those positions should have been attributed to extensions for Program Leader positions in the Facilities Management division. This was due to an error in how the information was entered into the system.
 - The remaining 12 positions in the Development division were to fill vacancies and for extensions of some acting assignments.
 - Action item: Management to bring to the next GCHRC the work plan overview for the report on the comparison of TCHC to other social housing providers, along with the briefing note provided to the Building Investment, Finance and Audit Committee (“BIFAC”) on TCHC’s hiring activity dating back to 2014.
 - A survey is being administered later this year that will collect workforce demographic information. Management will be in a position to report on the survey findings in Q1 2022.
 - Management are not currently in a position to report on TCHC’s demographic information as the methodologies used to collect any existing data were not consistent and are likely unreliable. Once the workforce survey has been conducted, Management will be able to regularly report on demographic information moving forward.
 - Action item: Management to provide the number of staff hired in CSU since the implementation of the Violence Reduction Program (“VRP”) in 2018, what positions they hold, and how many have a policing background.

Motion carried **ON MOTION DULY MADE** by Councillor Fletcher, seconded by Ms. Douglas and carried, the GCHRC received the matters reported as Business Arising from the Public Meeting Minutes and Action Items Update for its information.

ITEM 4 APPOINTMENT OF GCHRC VICE-CHAIR GCHRC:2021-29

The above-captioned report (GCHRC:2021-29) was circulated to the GCHRC members prior to the meeting.

Motion carried **ON MOTION DULY MADE** by Ms. Farah, seconded by Mr. Charlebois and carried, the GCHRC unanimously approved and recommended that the Board of Directors approve:

1. The appointment of Debbie Douglas as Vice-Chair of the Governance, Communications and Human Resources Committee, effective July 22, 2021 until a successor is appointed; and
2. Authorize the General Counsel and Corporate Secretary to take all actions to implement the above recommendation.

ITEM 5 ANNUAL UPDATE ON TCHC SUBSIDIARIES GCHRC:2021-30

The above-captioned report (GCHRC:2021-30) was circulated to GCHRC members prior to the meeting.

Mr. Meagher was available to answer questions of the GCHRC. Highlights of the discussion include:

- Articles of dissolution have been filed with the Ministry of Government Services for Don Mount Court Development Corporation (“DMCDC”).
- We are in the process of dissolving Access Housing Connections Inc. (“AHCI”) as responsibilities for managing the centralized waitlist have

been transferred to the City of Toronto (the “City”). Articles of dissolution will be filed with the Ministry of Government Services once all outstanding accounts payable matters have been resolved with the City.

- DMCDC and AHCI are being dissolved as they are no longer required.
- Discussions are ongoing as to whether or not TCHC will continue to maintain ownership of Regent Park Energy Inc. (“RPEI”).
- As required by both TCHC and its developer partners, development subsidiaries are set up to create a jointly managed corporation with the developer partner, define liabilities for that corporation, and provide the governance model in terms of both parties’ obligations to each other. Once development activities are completed and the subsidiary is no longer needed, it will be wound up.
- Management will continue to regularly review the existing subsidiaries to ensure they are wound up in a timely manner when no longer required.
- Action item: Management to report back on the funding model for TCHC’s development function and how this will be impacted with the transfer of the development function to CreateTO.

Motion carried **ON MOTION DULY MADE** by Ms. Douglas, seconded by Mr. Charlebois and carried, the GCHRC received Report GCHRC:2021-30, being the Annual Update on TCHC Subsidiaries, for its information.

TERMINATION

The public meeting terminated at 10:05 a.m.

Governance, Communications and Human Resources Committee
Public Minutes
June 29, 2021

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Secretary

Chair, Governance,
Communications and Human
Resources Committee



City Council Directions Requiring Board Attention

Item 2D

September 10, 2021

Governance, Communications and Human Resources Committee

Report: GCHRC:2021-33

To: Governance, Communications and Human Resources Committee (“GCHRC”)

From: Director, Strategic Planning and Stakeholder Relations

Date: August 4, 2021

PURPOSE:

The purpose of this report is to provide the GCHRC with an update on TCHC-related Council decisions that require action by the TCHC Board of Directors (the “Board”).

REPORT HISTORY:

The template for this report was presented and approved by the GCHRC at its November 5, 2020 meeting.

This report includes new TCHC-related Council items since the May 25, 2021 GCHRC meeting and covers the Council meeting held on July 14-15, 2021. Attachment 1 includes the new items from this report, listed below, and all outstanding or on-going items remaining from the previous report. Items that have a changed status to “Work Completed” will be updated in the first subsequent report upon its completion, and will be removed in following reports.

RECOMMENDATIONS:

It is recommended that the GCHRC receive this report for information and forward to the Board for its information.

REASONS FOR RECOMMENDATIONS:

Toronto City Council regularly makes decisions that impact the corporation. This report helps to keep the GCHRC informed of City Council decisions that require their attention, action and/or input.

COUNCIL ITEMS REQUIRING BOARD ATTENTION:**Report Name: EX23.4 Taking Action to Protect Tenants from Extreme Heat – by Councillor Kristyn Wong-Tam, seconded by Councillor Josh Matlow**

Date at Council: July 14, 2021

Council Decision: Adopted with amendments

Attention Required from Board: This item recommends that the Executive Directors of Social Development, Finance and Administration and Municipal Licensing and Standards report back to the Planning and Housing Committee on the feasibility of requiring that all apartment buildings provide air conditioned units or an air conditioned cool room in the building.

Management Recommendations: Facilities Management (“FM”) and Strategic Planning and Stakeholder Relations (“SPSR”) staff are aware of this recommendation, and will be keeping tracking the item for future potential impact on TCHC (link to report: [here](#)).

Report Name:**EX25.12_Toronto Community Housing Corporation - Annual General Meeting and 2020 Audited Consolidated Financial Statements**

Date at Council: July 14, 2021

Council Decision: Adopted without amendments

Attention Required from Board: This report transmits materials submitted by the Board of Directors of Toronto Community Housing Corporation (“TCHC”) to the City, and recommends the actions necessary to comply with the requirements of the Ontario *Business Corporations Act* (“OBCA”)

for holding the Annual General Meeting of the Shareholder of TCHC, including receipt of its Annual Report and Audited Consolidated Financial Statements for 2020 and appointment of the auditor for 2021.

Management Recommendations: The Board review this item for information. City Council received and approved materials from TCHC including TCHC's 2020 Audited Annual Financial Statements, Letter to the Shareholder, Annual Report, Shareholder Direction and the 2020 Financial Impacts of COVID-19. City Council amended Section 6.1 of the Board Composition to include three tenant directors (link to report: [here](#)).

Report Name: EC23.4 St. James Town Community Food Table

Date at Council: July 14, 2021

Council Decision: Adopted with amendments

Action Required from Board: This report details the outcomes of the St. James Town Community Food Table to date which include the development of an Interim Collaborative Framework that describes a collective vision for food programming in St. James Town, the identification of three key actions and corresponding next steps to address food security in the neighbourhood, and a list of local spaces that could be made available for food-related programming and initiatives, as well as the processes to secure these spaces.

Management Recommendations: SPSR, FM and Operations staff, in consultation with the City's Social, Development, Finance & Administration ("SDFA"), are leading work to plan and activate space at 200 Wellesley for use by food agencies (link to report: [here](#)).

SIGNATURE:

"Lindsay Viets"

Lindsay Viets
Director, Strategic Planning and Stakeholder Relations

ATTACHMENT:

1. City Council Items – Status Tracker

STAFF CONTACT:

Minh Toan

Business Planner

416-981-4371

Minh.Toan@torontohousing.ca

Item Code	Item	Date	Council Decision	Action or Attention by TCHC Board	Relevant Division	Work Status	Management Reccomendations/ Status Report
COUNCIL ITEMS REQUIRING BOARD ATTENTION/ACTION							
19-AU2.1	<u>AU2.1 Moving Forward Together: Opportunities to Address Broader City Priorities in Toronto Community Housing Corporation Revitalizations</u>	May 14 and 15, 2019	Adopted with Amendments	<p><u>Attention:</u> 1. City Council request the City Manager, in consultation with the Chief Executive Officer, Toronto Community Housing Corporation, to make recommendations to City Council regarding city-building objectives that will be addressed through Toronto Community Housing Corporation revitalizations, and the related funding requirements to achieve those objectives, prior to proceeding with future revitalizations and/or phases that have yet to obtain planning approvals and Shareholder consent.</p> <p>4. City Council request the City Manager, in consultation with the Chief Executive Officer, Toronto Community Housing Corporation and other relevant stakeholders, to evaluate the impacts of requiring that new affordable housing be provided by developers in any real estate development transactions; such evaluation should consider the financial implications and/or trade-offs to the City as a whole, as well as potential incentives and strategies that can make providing affordable housing more attractive to potential developers.</p>	Development	Work On-going	Development reports regularly through Internal Audit to the AG Office

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COUNCIL ITEMS REQUIRING BOARD ATTENTION/ACTION							
				<p>4. City Council request the City Manager, in consultation with the Chief Executive Officer, Toronto Community Housing Corporation and other relevant stakeholders, to evaluate the impacts of requiring that new affordable housing be provided by developers in any real estate development transactions; such evaluation should consider the financial implications and/or trade-offs to the City as a whole, as well as potential incentives and strategies that can make providing affordable housing more attractive to potential developers.</p> <p>5. City Council request the Executive Director, Social Development, Finance and Administration, in consultation with the Chief Executive Officer, Toronto Community Housing Corporation, to ensure that Toronto Community Housing Corporation's long-term development capital and operating needs for revitalizations are considered as part of developing a long-term permanent funding model.</p> <p>6. City Council request the City Manager to ask the Boards of CreateTO and Toronto Community Housing Corporation to ensure these organizations increase collaboration and consultation with a view to improving the function of each organization independently in the short-term; such work should commence as soon as possible.</p>			

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COUNCIL ITEMS REQUIRING BOARD ATTENTION/ACTION							
				<p>7. City Council request the City Manager, in consultation with the Chief Executive Officer, Toronto Community Housing Corporation, to bring forth recommendations to clarify the Shareholder Direction to Toronto Community Housing Corporation with respect to the City's approval and ongoing oversight of revitalizations, specifically:</p> <ul style="list-style-type: none"> a. the timing and scope of approvals, including objectives and priorities for the revitalization; and b. the level of detailed reporting required annually on project progress, capital budget variances, updated forecasts and adherence with the Council-approved strategic direction and principles, including barriers and challenges. <p>9. City Council request the City Manager, in consultation with the Chief Executive Officer, Toronto Community Housing Corporation, to report the outcomes (short, medium, and long-term) achieved at the completion of each phase of revitalization projects in order to demonstrate the overall financial and non-financial stakeholder impacts; such reports be completed as soon as practicable following the completion of each phase of a project.</p>			

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COUNCIL ITEMS REQUIRING BOARD ATTENTION/ACTION							
				<p>10. City Council request the Toronto Community Housing Corporation Board to report annually to City Council through the City Manager and the City's Chief Financial Officer and Treasurer on the long-term building repair and development capital plans, including funding sources and any unfunded amounts the City needs to include in its Capital Plan.</p>			
				<p>11. City Council request the City's Chief Financial Officer and Treasurer to ensure the City's 10-Year Capital Plan includes Toronto Community Housing Corporation's building capital repair and revitalization projects and identify shortfalls to be included in the overall city unfunded projects list, in addition, the City needs to identify any associated debt that needs to be included in the City's debt service targets.</p>			

Item Code	Item	Date	Council Decision	Action or Attention by TCHC Board	Relevant Division	Work Status	Management Reccomendations/ Status Report
COUNCIL ITEMS REQUIRING BOARD ATTENTION/ACTION							
19-EX7.1	<u>19-EX7.1 Implementing Tenants First - A New Seniors Housing Corporation and Proposed Changes to Toronto Community Housing Corporation's Governance</u>	July 16-18, 2019	Adopted with Amendments	<u>Attention:</u> 1. City Council approve in principle the establishment under section 148 of the City of Toronto Act, 2006, of a wholly-owned City services corporation to manage and operate Toronto Community Housing Corporation's 83 seniors-designated buildings, as listed in Attachment 1 to the report (June 21, 2019) from the City Manager and the Deputy City Manager, Community and Social Services, and City Council direct the Deputy City Manager, Community and Social Services, to complete a due diligence process to ensure an appropriate understanding of the legal, financial and labour implications and report back with the results of the due diligence process in the first part of 2020.	SHU	Work On-Going	Update to provided quarterly to TSC and BIFAC with Q2 report upcoming at September Committee meetings; Creation of Toronto Seniors Housing Corporation was adopted by City Council on May 5 2021.

Item Code	Item	Date	Council Decision	Action or Attention by TCHC Board	Relevant Division	Work Status	Management Reccomendations/ Status Report
COUNCIL ITEMS REQUIRING BOARD ATTENTION/ACTION							
				<p><u>Action:</u> 4. City Council, as sole shareholder, direct the Toronto Community Housing Corporation Board of Directors to direct the President and Chief Executive Officer, Toronto Community Housing Corporation to implement the integrated service model for seniors as described in Attachment 5 to the report (June 21, 2019) from the City Manager and the Deputy City Manager, Community and Social Services, beginning with 10 sites selected from the 83 designated seniors-designated buildings in 2020 in partnership with the City and the Toronto Central Local Health Integration Network until such time as the new City services corporation referenced in Part 1 above is established.</p>	SHU	Work On-Going	<p>UUpdate to provided quarterly to TSC and BIFAC with Q2 report upcoming at September Committee meetings; Phase 2 of the ISM is being rolled out in 2021, with Phase 3 in 2022.</p>

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COUNCIL ITEMS REQUIRING BOARD ATTENTION/ACTION							
				<p><u>Attention:</u> 10. City Council approve in principle the transfer of Toronto Community Housing Corporation's real estate development functions to CreateTO and/or the City in alignment with the City-wide real estate model, including infill housing opportunities, the functions related to treatment of property and property related transactions and direct the Deputy City Manager, Corporate Services, in consultation with the Chief Executive Officer, CreateTO and the Chief Executive Officer and President, Toronto Community Housing Corporation to complete a due diligence process to ensure an appropriate understanding of the legal, financial and labour implications of the transfer and report back by the end of 2019 with a transfer plan including governance.</p>	Development	Work On-Going	Update to provided quarterly to TSC and BIFAC with Q2 report upcoming at September Committee meetings

Item Code	Item	Date	Council Decision	Action or Attention by TCHC Board	Relevant Division	Work Status	Management Recommendations/ Status Report
COUNCIL ITEMS REQUIRING BOARD ATTENTION/ACTION							
				<p><u>Action:</u> 13. City Council, as sole shareholder, direct the Toronto Community Housing Corporation Board of Directors to direct the President and Chief Executive Officer, Toronto Community Housing Corporation to co-ordinate through the Executive Director, Housing Secretariat, who will work in consultation with the Deputy City Manager, Community and Social Services, Chief Executive Officer, CreateTO and the Chief Planner and Executive Director, City Planning, to identify opportunities for new affordable rental housing units on Toronto Community Housing Corporation lands through a program of infill construction in which the City of Toronto, or one of its agencies, retains ownership of all land currently held, unless City Council determines the ownership of these lands is no longer in the public interest.</p>	SPSR	Work On-Going	Continue to engage with the Housing Secretariat to determine when and if an infill construction program would be of benefit to the city's overall affordable housing plan. No action at this time.
19-AU3.14	<p><u>AU3.14 Opening Doors to Stable Housing: An Effective Waiting List and Reduced Vacancy Rates Will Help More People Access Housing</u></p>	July 16-18, 2019	Adopted with Amendments	<p><u>Attention:</u> 16. City Council request the General Manager, Shelter, Support and Housing Administration, in collaboration with the Chief Executive Officer, Toronto Community Housing Corporation, to ensure that a maximum number of social housing units are being used for housing and to complete a review of all housing units that are used for other purposes; and, establish a process that requires service manager approval prior to the removal of any housing units from service.</p>	Operations	Work On-Going	Review of units is complete. TCHC is working with city staff (SSHA) to implement a procedure for review of all houses removed from service.

Item Code	Item	Date	Council Decision	Action or Attention by TCHC Board	Relevant Division	Work Status	Management Recommendations/ Status Report
COUNCIL ITEMS REQUIRING BOARD ATTENTION/ACTION							
				<u>Attention:</u> 17. City Council request the General Manager, Shelter, Support and Housing Administration to: a. work, in collaboration with the Chief Executive Officer, Toronto Community Housing Corporation, to develop an interim process to efficiently and publicly post information on buildings with hard-to-rent vacancies to support applicants in making more informed housing choices.	Operations	Work On-Going	TCHC working with City staff (SSHA) to implement recommendation including holding virtual "Open Houses" in anticipation of the City's new online portal.
19-GL8.16	<u>GL8.16 The City of Toronto 2019-2023 Green Fleet Plan (The Pathway to Sustainable City of Toronto Fleets Plan) and 2014-2018 Green Fleet Plan Results and Wrap-Up (Amended)</u>	October 29 and 30, 2019	Adopted with Amendments	<u>Action:</u> City Council requested Toronto Community Housing Board of Directors implement The Pathway to Sustainable City of Toronto Fleets Plan.	FM	Work On-Going	Facilities Management preparing report for Board approval that is scheduled for Q2 2021; planned to go to BIFAC September 2 and then to the Board October 7
20-MM24.31	<u>MM.24.31 Lawrence Heights Emergency Safety and Security Response - by Councillor Mike Colle, seconded by Councillor Mark Grimes (24.31)</u>	September 30 and October 1, 2020	Adopted without Amendments	<u>Action:</u> 4. City Council request the City Manager to forward this Item to the Toronto Community Housing Corporation Board, with a request that the Board advise the City Manager about what concrete actions and plans have been implemented as part of a Community Safety Plan, and City Council request the City Manager to report to the Economic and Community Development Committee.	Operations	Work On-going	COO reported to TSC then Board in Q1 2021 as per City Council request; Update on Lawrence Heights Safety program included in Q1 VRP Activity in Item 9G to TSC on May 4 2021.

Item Code	Item	Date	Council Decision	Action or Attention by TCHC Board	Relevant Division	Work Status	Management Recommendations/ Status Report
COUNCIL ITEMS REQUIRING BOARD ATTENTION/ACTION							
				<u>Attention:</u> 1. City Council request the Toronto Community Housing Corporation in cooperation with the community to examine a possibility of establishing a Community Resource Safety House in order to support local residents, community building and safety enhancing effort.	Operations		
20-EX.17.2	<u>EX.17.2 Implementing Tenants First: 2020 Action Updates</u>	October 27 and 28, 2020	Adopted without Amendments	<u>Action:</u> 1. City Council adopt the 2021 Mandate Direction Document for Toronto Community Housing Corporation outlined in Attachment 1 to the report (October 6, 2020) from the Deputy City Manager, Community and Social Services and, as Shareholder, request the Board of Directors of Toronto Community Housing Corporation to work with the Deputy City Manager, Community and Social Services to carry out the actions described in the 2021 Mandate Direction document.	SPSR	Work On-Going	Update to Board via report presented to TSC November 24, 2020; letter to the Shareholder and Annual Report presented to Board on April 27 2021.
21-PH21.2	<u>PH21.2 Activating a Revitalization Plan for the Dundas Sherbourne Neighbourhood</u>	March 10 2021	Adopted without Amendments	<u>Attention:</u> City council adopted this report by SSHA directing TCHC and City Staff to undertake the necessary due diligence work to identify the financial and operational implications related to the full redevelopment of the Dan Harrison Community Complex by the fourth quarter of 2021. Report to the Planning and Housing Committee by the first quarter of 2022 with a proposed plan to improve the built-form and the operations of the Dan Harrison Community Complex and to create new supportive housing opportunities to better serve the needs of existing and future residents.	SPSR, Operations & FM	Work On-going	The Board review this item for information;TCHC staff in consultation with City staff are working to complete the report by Q4 2021.

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COUNCIL ITEMS REQUIRING BOARD ATTENTION/ACTION							
21-MM35.19	<u>Taking Action to Protect Tenants from Extreme Heat by Councillor Kristyn Wong-Tam, seconded by Councillor Josh Matlow</u>	14-Jul-21	Adopted with Amendments	<u>Attention:</u> This item recommends the Executive Directors of Social Development, Finance and Administration and Municipal Licensing and Standards to report back to the Planning and Housing Committee on the feasibility of requiring all apartment buildings provide air conditioned units or an air conditioned cool room in the building.	FM	Work On-going	FM staff are aware of this recommendation, and are tracking the item for potential impact on TCHC.
21-EX25.12	<u>EX25.12 Toronto Community Housing Corporation - Annual General Meeting and 2020 Audited Consolidated Financial Statements</u>	14-Jul-21	Adopted without Amendments	<u>Attention:</u> This report transmits materials submitted by the Board of Directors of Toronto Community Housing Corporation (TCHC) to the City and recommends the actions necessary to comply with the requirements of the Business Corporations Act, Ontario (OBCA) for holding the Annual General Meeting of the Shareholder of TCHC, including receipt of its Annual Report and Audited Consolidated Financial Statements (Statements) for 2020 and appointment of the auditor for 2021.	Legal, SPSR & Finance	Work Completed	The Board review this item for information; City Council received and approved materials from TCHC including TCHC's 2020 Audited Annual Financial Statements, Letter to the Shareholder, Annual Report, Shareholder Direction and the 2020 Financial Impacts of COVID-19. City Council amended Section 6.1 of the Board Composition to include three tenant directors

Item Code	Item	Date	Council Decision	Action or Attention by TCHC Board	Relevant Division	Work Status	Management Reccomendations/ Status Report
COUNCIL ITEMS REQUIRING BOARD ATTENTION/ACTION							
21-EC23.4	EC23.4 St. James Town Cor	14-Jul-21	Adopted with Amendments	<p><u>Action:</u> This report details the outcomes of the table to date which include: the development of an Interim Collaborative Framework that describes a collective vision for food programming in St. James Town, the identification of three key actions and corresponding next steps to address food security in the neighbourhood, and a list of local spaces that could be made available for food-related programming and initiatives as well as the processes to secure these spaces.</p>	Operations, SPSR & FM	Work On-going	<p>SPSR, FM and Operations, in consultation with SDFA, are leading work to plan and activate space at 200 Wellesley for use by food agencies.</p>



**Report on Business Arising from Public Meeting Minutes
 GCHRC Action Item List**

Report No. and Meeting Date	Description	Status	Target Date	Assigned To
1. May 25, 2021 meeting	Open Meeting Requirements General Counsel & Corporate Secretary to review TCHC's approach to Board and Committee meetings with the City Clerk's Office to identify any areas for improvement, and report back to the GCHRC with their feedback. Particular areas of focus to include meeting agendas and whether TCHC is meeting all open meeting requirements.	In progress	September 10, 2021 November 8, 2021	General Counsel & Corporate Secretary
2. GCHRC:20 21-18 May 25, 2021	Roster of Executive Search Firms Management to report to the GCHRC regarding the process of establishing a roster of executive search firms, including how to ensure the firms are experienced in the recruitment of a diverse candidate pool.	Complete	September 10, 2021	Interim Vice President, Human Resources

Report No. and Meeting Date	Description	Status	Target Date	Assigned To
3. GCHRC:2021-18 May 25, 2021	Demographic Data for Vendors of TCHC Management to review the manner in which to collect TCHC's vendors' demographic information, and report back to the GCHRC with a plan for outreach to equity seeking groups looking to bid on work at TCHC.	In progress	To be reported after divisional CABR work plan is established for Procurement	Chief Executive Officer
4. June 29, 2021 meeting	Human Resources Data Management to confirm: <ul style="list-style-type: none"> • of the 37 newly created Management and Non-Union positions, how many and which positions are in the Community Safety Unit ("CSU"); • how many net new positions, both unionized and exempt, were created through the restructuring process; and • for the 89 existing employees who were promoted into Management Exempt roles, whether the positions they left were recruited for. 	Complete	Q3 2021 Community Safety Advisory Sub-Committee meeting ¹	Chief Operating Officer

¹ An update will be provided to the Community Safety Advisory Sub-Committee at its Q3 2021 meeting in order to provide the Sub-Committee with the opportunity to provide input into how the data is presented when reported back.

Report No. and Meeting Date	Description	Status	Target Date	Assigned To
5. June 29, 2021 meeting	<p>Community Safety Unit Data</p> <p>Management to provide the number of staff hired in CSU since the implementation of the Violence Reduction Program (“VRP”) in 2018, what positions they hold, and how many have a policing background.</p>	Complete	Q3 2021 Community Safety Sub-Committee meeting ²	Chief Operating Officer
6. June 29, 2021 meeting	<p>Work Plan for Comparison of TCHC to Other Social Housing Providers Report</p> <p>Management to bring to the next GCHRC the work plan overview for the report on the comparison of TCHC to other social housing providers, along with the briefing note provided to the Building Investment, Finance and Audit Committee (“BIFAC”) on TCHC’s hiring activity dating back to 2014.</p>	Complete	September 10, 2021	Chief Operating Officer
7. GCHRC:20 21-30 June 29, 2021	<p>Development Funding Model</p> <p>Management to report back on the funding model for TCHC’s development function and how this will be impacted with the transfer of the development function to CreateTO.</p>	In progress	To be provided to the BIFAC pending further information from the City regarding the transfer of TCHC’s development function to CreateTO	Acting Chief Development Officer

² An update will be provided to the Community Safety Advisory Sub-Committee at its Q3 2021 meeting in order to provide the Sub-Committee with the opportunity to provide input into how the data is presented when reported back.

Toronto Community Housing Corporation
 931 Yonge Street
 Toronto, ON
 M4W 2H2



Briefing Note: For Information

To: Governance and Human Resources Committee

From: Barbara Shulman, Vice President, Human Resources (Interim)
 Darragh Meagher, General Counsel & Corporate Secretary

Date: August 16, 2021

Re: Update on the Plan for Workforce Survey

At the June 29, 2021 GCHRC meeting, Management was asked to provide the GCHRC with an update on the planned timing for the Workforce Survey and its content.

As indicated in the HR Division Update provided at the May 25, 2021 GCHRC meeting, the HR division is in the process of developing and implementing a comprehensive equity, diversity and inclusion (“EDI”) strategy. A priority initiative for 2021 is the implementation of a Workforce Survey, which will serve as the mechanism to determine the current representation of employees who are members of equity-deserving groups throughout the organization. The Workforce Survey, which will invite employees to voluntarily disclose how they self-identify, will also seek to gain information from employees on any experiences of discrimination, and perceptions of inclusion. The information will help direct the development of targeted strategies and actions to increase representation of specific under-represented and equity-deserving groups, and to target efforts to address identified challenges.

The outcome of this initial Workforce Survey will provide an important baseline to measure the effectiveness of future actions and initiatives that TCHC will implement as we strive to build a more equitable, diverse and inclusive workforce in all divisions and at all levels of the organization.

The survey is expected to be launched in late September 2021.

The Survey will include questions in the following areas:

- Diversity dimensions (group identification – e.g. ethno/racial, gender and expression, disabilities, sexual orientation, marital status, place of birth, language, religious or spiritual affiliation)
- Experiences of discrimination (e.g. experiences or observations of discrimination, micro-aggressions, etc.)
- Perceptions of inclusion and diversity engagement to assess and evaluate institutional inclusion

It is anticipated that staff will report on the outcome of the survey in Q1 2022.

In the months leading up to the implementation of the survey, activity has included:

- Establishment of an Advisory Group – includes broad representation of staff from various levels and across all divisions of the company
- Establishment of a steering committee – multi-disciplinary group of leaders that receives feedback from Advisory Group and provides direction, guidance, and recommendations into equity, diversity and inclusion actions, activities and priorities
- Creation of an inHouse page to support communications
- Creation of a new process for employee resource group (“ERG”) development and support
- Survey communications plan
- Launch of a diversity and inclusion champion program

It will take time to realize meaningful outcomes from implementation of our fulsome EDI strategy, however the strategy is being implemented with short and long-term action plans to realize change as quickly as possible. In particular, the following changes to the recruitment process are being implemented now, to accelerate our progress towards increasing diversity at all levels of the organization:

- Recruitment Coordinators and hiring managers discuss outreach strategies to increase diversity of any applicant pool;
- Consideration is given to engaging external search firms to ensure broad outreach when filling senior leadership positions;
- Job postings are viewed through an equity lens to ensure they do not pose systemic barriers to applicants;

- Interview tools are assessed to ensure inclusivity and eliminate systemic barriers;
- Ensure that hiring panels reflect diversity; and
- Behavioural competencies that align with TCHC's culture model and embrace diversity are incorporated into interviews and evaluations.



Board and Committee Meetings – Rules of Procedure

Item 4

September 10, 2021

Governance, Communications and Human Resources Committee

Report: GCHRC:2021-34

To: Governance, Communications and Human Resources Committee
("GCHRC")

From: General Counsel & Corporate Secretary

Date: September 1, 2021

PURPOSE:

The purpose of this report is consult the GCHRC in connection with the creation of Toronto Community Housing's ("TCHC") By-law #4 to establish the rules of procedure with respect to the calling, place and proceedings of meetings of TCHC's Board of Directors (the "Board") and its Committees.

RECOMMENDATIONS:

It is recommended that the GCHRC provide comments and direction regarding the creation of Rules of Procedure for the Toronto Community Housing Corporation's Board of Directors.

REASONS FOR RECOMMENDATIONS:

At its meeting of July 14, 2021, City Council approved a revised shareholder direction to the Toronto Community Housing Corporation. In part, the Shareholder Direction approved by Council, at that time, provided that:

- 5.2.2 The Board shall pass a by-law that includes procedures for governing the calling, place and proceedings of

meetings of the Board and its committees. The Board shall seek approval from Council for the by-law.

<http://app.toronto.ca/tmmis/viewAgendaItemHistory.do?item=2021.EX25.12>

At its meeting of May 25, 2021, the Governance, Communications and Human Resources Committee approved the principles set out in Report GCHRC:2021-22, as the basis for Rules of Procedure for the meetings of the Toronto Community Housing Corporation's Board of Directors.

<https://www.torontohousing.ca/events/Documents/GCHRC/2021%20GCHRC/GCHRC%20May%2025/Item%205%20-%20Board%20and%20Committee%20Meetings-Rules%20of%20Procedure%20w%20attachment.pdf>

Those overarching principles, reflected in the Toronto Parking Authority's Rules of Procedure are that:

- The majority of Directors have the right to decide;
- The minority of Directors have the right to be heard;
- All Directors have the right to information to help make decisions, unless otherwise prevented by law;
- Directors have a right to an efficient Meeting;
- All Directors have the right to be treated with respect and courtesy; and
- All Directors have equal rights, privileges, and obligations

The attachment to this report is provided to the Governance, Communications and Human Resources Committee for its input. Its provisions are in line with prior Board practice and the procedures bylaws of other City Agencies.

IMPLICATIONS AND RISKS:

In accordance with the GCHRC Charter, the GCHRC is tasked with:

- Overseeing the design, implementation, and reporting of corporate governance guidelines and procedures, monitoring best practices in corporate governance, and reporting and making recommendations to the Board on such matters; and
- Monitoring the effectiveness of Board and Committee meeting procedures and meeting materials and reporting and making recommendations to the Board on such matters.

It is good governance practice and in compliance with the GCHRC Charter to establish Board and Committee meeting procedures to govern how the work of the Board and its Committees is carried out.

SIGNATURE:

“Darragh Meagher”

Darragh Meagher
General Counsel & Corporate Secretary

ATTACHMENT:

1. Draft Toronto Community Housing Corporation Procedures By-law

STAFF CONTACT:

Darragh Meagher, General Counsel & Corporate Secretary
416-981-4241
Darragh.Meagher@torontohousing.ca



Board of Directors Meeting Procedures

<<Date>>

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Definitions

- 1.1. **Board or Board of Directors** – Means the Board of Directors of the Toronto Community Housing Corporation.
- 1.2. **Board Chair** - Chair of Board of Directors, appointed by City Council.
- 1.3. **Board Secretary** - The General Counsel and Corporate Secretary or designate.
- 1.4. **Board Vice Chair** – Vice Chair of the Board of Directors, appointed by the Board of Directors.
- 1.5. **Chair** - The person presiding at a Meeting
- 1.6. **City** - City of Toronto.
- 1.7. **Committee** - A committee or sub-committee of the Board.
- 1.8. **Committee Chair** – Chair of a Board Committee, appointed by the Board
- 1.9. **Conflict of Interest** – A Conflict of Interest as defined by the Board of Directors’ Code of Ethics and Conduct
- 1.10. **Council** - The Council of the City of Toronto.
- 1.11. **Director** - a director of the Toronto Community Housing Corporation and a member of the Board.
- 1.12. **In Person Meeting** – A Board or Committee Meeting at which the majority of Directors attend in person.
- 1.13. **Meeting** - A Meeting of the Board or a Committee.

- 1.14. **Procedures By-law** - This By-law as amended from time to time.
- 1.15. **Quorum** - The number of Directors to be present at a Meeting to legally conduct business at the Meeting.
- 1.16. **Special Meeting** - A Board or Committee Meeting other than a regular Meeting, a continued Meeting, or a reconvened Meeting.
- 1.17. **Virtual Meeting** – A Board or Committee Meeting undertaken through conference, electronic or other communication facilities that permit all persons participating in the Meeting to communicate with each other, simultaneously and instantaneously

Guiding Principles

Guiding Principles

- 2.1. The following Directors' rights are the principles upon which the Procedures By-law is based:
 - 2.1.1. The majority of Directors have the right to decide;
 - 2.1.2. The minority of Directors have the right to be heard;
 - 2.1.3. All Directors have the right to information to help make decisions, unless otherwise prevented by law;
 - 2.1.4. Directors have a right to an efficient Meeting;
 - 2.1.5. All Directors have the right to be treated with respect and courtesy; and
 - 2.1.6. All Directors have equal rights, privileges, and obligations
- 2.2. If there is a conflict between two or more rules in this Procedures By-law, or if there is no specific rule on a matter, the Chair will rule. The Chair may consult with the Board Secretary, and use City of Toronto Municipal Code Chapter 27, Council Procedures, and the Board's practices and former decisions, including previous rulings, as aids in ruling.

Reference to City's Municipal Code provisions

Establishing an Annual Meeting Schedule

Schedule of Regular Board Meetings

3.1. At the beginning of each calendar year, the Board will set a schedule of regular Meetings for the year for the Board and for Committees of the Board. Generally there is one regularly scheduled Board Meeting every second month. Committee schedules generally occur during the months between scheduled Board Meetings but may vary depending on the nature of the Committee.

Meeting Location

3.2. In person Meetings are usually held at 931 Yonge St. in the main floor Boardroom, or any other location deemed suitable by the Board Secretary, with a regular start time of 9:30 a.m. for the Meeting's Public Session. Directors will be notified ahead of time in the event of any changes to the schedule, time and/or location of the Meeting.

Virtual Meetings and Virtual Participation in In Person Meetings

Virtual Meetings Permitted

4.1. Meetings of the Board or of a Committee may occur by means of conference, electronic or other communication facilities that permit all persons participating in the Meeting to communicate with each other, simultaneously and instantaneously. Any Director participating in such a Meeting by such means is deemed to be present at the Meeting for all purposes including for the purpose of determining whether a quorum is present under Section *.

Virtual Attendance at In Person Meetings

4.2. If a majority of Directors present at or participating in an In Person Meeting have consented, a Director may be permitted to virtually participate in the Meeting, by means of such conference, electronic or other communication facilities.

Virtual Attendance includes attendance during closed session

4.3. Any Director participating in a Virtual Meeting or virtually participating in an In Person Meeting, shall be entitled to participate in any portion of the Meeting closed to the public in accordance with Section *.

Cancellation and Rescheduling of Meetings

Meeting cancelled if no Quorum

5.1. If no Quorum is present fifteen (15) minutes after the time appointed for a Meeting, the Board Secretary calls the roll

Options if Agenda Item Materials are not ready

and records the names of the Directors present and the Meeting is adjourned until the next scheduled day of Meeting, the next regular Meeting, or at the call of the Board Chair in accordance with Section *.

- 5.2. Meetings may be cancelled, or the consideration of individual agenda items deferred, in the event that the materials related to agenda items are not ready. The Board Secretary, in consultation with the CEO and the Board Chair, shall take appropriate steps to advise all Directors of the cancellation and/or rescheduling of Meetings. Notice of change will also be posted on the Toronto Community Housing website and in Operating Unit offices.
- 5.3. If a regularly scheduled Meeting of the Board is cancelled without being rescheduled, the next regularly scheduled Meeting cannot be cancelled without being rescheduled.

Effect of Cancellation of Meeting on Subsequent Meeting

Special Meetings

Calling a Special Meeting

- 6.1. The Chair of, or a majority of Directors on, the Board or a Committee may convene a Special Meeting at any time by giving formal notice not less than 24 hours before the time of the Meeting. Written notice of a Special Meeting must be delivered to each Director on the Board or Committee in the same manner as is used to distribute the material for regularly scheduled Meetings. Notice of the Special Meeting, along with any agenda material must indicate the time, place, Meeting format and the matter to be dealt with at the Special Meeting.

Calling a Special Emergency Meeting

- 6.2. Despite Section 6.1, the Board Chair may call a special emergency Meeting of the Board or Committee without giving notice as required under Section 6.1, whenever the Board Chair considers it necessary to do so, if:
- 6.2.1. All Directors are notified of the Meeting either personally, by e-mail, or by any other means necessary; and
- 6.2.2. A majority of Directors agree to the Meeting by giving written consent to the

Board Secretary personally before the beginning of the Meeting.

Scheduling Board Workshops

Board Workshops

- 7.1. Throughout the year there may be special Meetings of the Board called in order to provide the Board with the opportunity for a workshop. Workshops are generally held through development of the Community Management Plan to enable the Board to discuss the issues facing the organization and the strategic direction the Board wants to set for the organization. Other workshops may happen in response to governance needs or other matters as determined by the Board.

Meeting Attendance

Attendance

- 8.1. Each Director shall make reasonable efforts to advise the Board Secretary as far in advance as possible of any Meetings which they cannot or do not expect to attend.

Quorum

Quorum

- 9.1. A majority of the Board and its Committees will be quorum.

Impact of Conflict on Quorum

- 9.2. Certain provisions in the Municipal Conflict of Interest Act or the Board's Code of Conduct may disqualify a number of Directors from participating in a Meeting. If the result of the application of those provisions results in too few Directors for a Quorum, then two or more Directors may be considered a Quorum.

Loss of Quorum during Meeting

- 9.3. If, during a Meeting, a Quorum is not present for a period of fifteen (15) minutes, the Board Secretary will record the names of the Directors present and the Meeting will be adjourned until the next scheduled day of Meeting, the next regular Meeting, or at the call of the Board or Committee Chair in accordance with Section *, and the Meeting shall not continue on an informal basis.

Role of Chair

Chair of Meeting

- 10.1. The Chair of any Meeting of the Board shall be the Board Chair. If the Board Chair is not available,

Absence of Chair and Vice Chair

the Board Vice Chair shall serve in the place of the Board Chair.

- 10.2. In the absence of both the Chair and the Vice Chair for a period of fifteen (15) minutes after the appointed time of the Meeting, if a Quorum is present, the Board Secretary shall call the Meeting to order and preside over the appointment of one of the other Directors as Acting Chair to preside and discharge the duties of the Chair during the Meeting, and until the arrival of the Chair or Vice Chair.

Preparation of Meeting Materials**Agendas and Minutes**

- 11.1. The Board Secretary shall establish agenda deadlines, prepare and publish and distributes the agenda for each regular Meeting of the Board and its Committees in accordance with the timeline set out in Section 11.2.

Distribution and Posting of Meeting Materials

- 11.2. The agenda and any other agenda material such as minutes and reports then available shall be delivered no less than seven (7) calendar days before the Meeting and Public agenda materials are also posted on the Toronto Community Housing website at that time. In the event that reports related to an Agenda Item are not available for distribution at that time, notice that the report will be distributed, prior to the Meeting, shall be included in the materials distributed at that time, and the report will be distributed separately, to all Directors, once it is available. In the event that Meeting materials have not be distributed to Directors on the Board or a Committee twenty-four (24) hours prior to the Meeting, the approval of a majority of the Board or Committee is required before the matter is considered.

Review of Meeting Agenda for Conflicts of Interest**Review of Agenda**

- 12.1. Upon calling the Meeting of the Board or a Committee to order, the Chair will request Directors to identify any Conflicts of Interest in relation to any item on the agenda.

Canvassing Directors for "Holds"

- 12.2. The Chair will review each agenda item, providing Directors with an opportunity to "hold" an item for discussion or clarification. Any items which are not

Order of Consideration

'held' by a Director upon review of the agenda, are then voted on in whole and passed by the Board or Committee.

Alteration of Order

12.3. Unless otherwise decided by the Board or Committee, it considers the items on the agenda in the order in which they are listed on the agenda.

Agenda is Notice

12.4. The Board or Committee, without debate, may by a majority vote, make any alteration to the order of the business but may not delete any item from the agenda.

Adding Items to the Agenda

12.5. The published agenda for the Board or Committee Meeting is notice of all business included in that agenda subject to other notice provisions in this By-law and of any applicable legislation.

12.6. By majority vote of the Board or Committee, the Board Secretary shall add to the agenda new agenda business matters received after the agenda deadline for the Board Meeting.

Identifying Conflicts in the Meeting Minutes

Declaration of Conflict of Interest

13.1. Any Director having a Conflict of Interest shall request to have identified, in the minutes of the Meeting, the nature and extent of the Conflict of Interest.

Nature of Motions

Motions and Voting Procedure

14.1. A Director may make a motion on any Item on the Agenda that:

14.1.1. Affects the Meeting's procedures, as set out in the Procedures By-law; or

14.1.2. Takes action on the matter that is currently before the Board or Committee for debate.

Secunder not required

14.2. A motion does not require a seconder.

Motion must be within Committee jurisdiction

14.3. A motion relating to a matter not within the jurisdiction of the Board or Committee, as set out in its Charter, is out of order.

Debating motions to defer and refer**Motion to defer requirements****Motion to refer requirements****Motion to adjourn****Procedural Motions**

- 14.4. The Board or Committee may debate a motion to defer, or a motion to refer, only on the desirability of deferring or referring and the terms of the deferral or referral. The Board or Committee will not discuss the main motion or amendments until after it has voted on the motion to defer or refer.
- 14.5. A *motion to defer* shall include:
- 14.5.1. The time to which the matter is deferred, or a description of circumstances that cause the motion to be brought back; and
 - 14.5.2. An explanation of the motion's purpose.
- 14.6. A *motion to refer* shall include:
- 14.6.1. The name of the Committee, body, or Official to whom the motion is referred;
 - 14.6.2. The subject matter or question to be investigated; and
 - 14.6.3. The time period within which the matter will be reported back to the Board or Committee.
- 14.7. A *motion to adjourn* the Board or Committee Meeting shall always be in order except:
- 14.7.1. When another Director is speaking;
 - 14.7.2. When a vote has been called;
 - 14.7.3. When the Directors are voting; or
 - 14.7.4. When a Director has indicated to the Chair a desire to speak on the matter before the Board or Committee.
- 14.8. A motion to adjourn:
- 14.8.1. Is not debatable; and
 - 14.8.2. Cannot be amended.
- 14.9. A motion to adjourn is put to a vote immediately.

Motion to end debate

14.10. A Director who has the floor may make a motion to end debate on the matter currently under debate any time during debate.

14.11. A *motion to end debate* on an Item:

14.11.1. Is not debatable;

14.11.2. Cannot be amended; and

14.11.3. Requires the support of two-thirds of the Directors present in order to pass.

14.12. A motion to end debate is put to a vote immediately.

14.13. If a motion to end debate passes, the matter before the Board or Committee, including the main motion and any amendments, will immediately be put to a vote.

14.14. If a motion to end debate fails to pass, the Director who made the motion to end debate cannot speak again on the matter.

14.15. In order for the Board or a Committee to consider a matter which it has previously deferred, whether indefinitely or to a future date that has not yet been reached, a motion must be adopted by a two-thirds vote of the Directors present and voting.

14.16. Subject to Section 14.19, once the Board or Committee decides a matter, no Director may make a motion that would change the decision within the 12-month period following the decision.

14.17. A Director who voted with the prevailing side on a matter may make a motion to reconsider the matter originally decided at the same Meeting, or at a subsequent Meeting at which the matter is to be reconsidered. A motion to reconsider made under this Section requires a two-thirds vote of the Directors present in order to pass.

14.18. A motion to reconsider a matter is:

14.18.1. Not debatable; and

14.18.2. May not be amended.

Two thirds majority required for early consideration of deferred matter

Effect of Board decision on subsequent motion on same matter

Motion to reconsider

Voting by show of hands

14.19. If a motion to reconsider a matter passes, all previous decisions on the matter remain in force, unless the Board or Committee decides otherwise.

14.20. At all Meetings a “show of hands” is the voting procedure on motions. Each Director shall have one vote and every question shall be decided by a majority of votes cast on the question. In the case of a tie in voting, the Chair of the Meeting shall be entitled to a second or casting vote.

Requesting a recorded vote

14.21. If a Director wants a recorded vote on a particular motion, they must make a request to record the vote, prior to the vote on the motion. A Director can also request that their vote of dissent be recorded in the minutes.

Directors to vote on all Items

14.22. Every Director present at a Meeting must vote on every matter put to a vote, except any Director who declares a conflict of interest and removes themselves from the vote.

Effect of not voting

14.23. The Board Secretary records as voting in the negative any Director present at a Meeting who does not vote, except a Director who has declared a conflict of interest.

Voting on separate propositions

14.24. If a matter under consideration contains distinct propositions, a Director may request that Directors vote on each proposition separately.

14.25. If the Chair agrees that the matter contains distinct propositions, the Chair will rule that Directors vote on each proposition separately.

Public Proceedings***Meetings are open to the public***

15.1. Public proceedings of the Board are open to members of the public, and the public are notified of all public Meetings. Reports and other items which are part of the public proceedings, and any debate and voting of such items are open to the public. The Chair has the right to expel, or exclude, from any Meeting, any person who disrupts the proceedings of the Meeting.

Posting on website

15.2. In general, notice of the Meeting and reports are available on the Toronto Community Housing web site.

Closed Meetings**Closed Proceedings**

- 16.1. Closed proceedings (Meetings that are not open to the public) may take place if the subject matter being considered is about:
 - 16.1.1. the security of the property of the Corporation;
 - 16.1.2. personal matters about an identifiable individual, including an employee;
 - 16.1.3. a proposed or pending acquisition or disposition of land by the Corporation;
 - 16.1.4. labour relations or employee negotiations;
 - 16.1.5. litigation or potential litigation, including matters before administrative tribunals, affecting the Corporation;
 - 16.1.6. advice that is subject to solicitor-client privilege, including communications necessary for that purpose;
 - 16.1.7. education or training of the Directors;
 - 16.1.8. a matter in respect of which the Board, Committee, or other body may hold a closed Meeting under another Act;
 - 16.1.9. Information explicitly supplied in confidence to Toronto Community Housing Corporation by Canada, a province or territory, or a Crown agency of any of them;
 - 16.1.10. a trade secret or scientific, technical, commercial, financial, or labour relations information, supplied in confidence to Toronto Community Housing Corporation, which, if disclosed, could reasonably be expected to prejudice significantly the competitive position or interfere significantly with the contractual or other negotiations of a person, group of persons, or organization;
 - 16.1.11. a trade secret or scientific, technical, commercial, or financial information that belongs to Toronto Community Housing

Requirement to close Meeting

- Corporation and has monetary value or potential monetary value;
- 16.1.12. a position, plan, procedure, criteria, or instruction to be applied to any negotiations carried on or to be carried on by or on behalf of Toronto Community Housing Corporation; or
- 16.1.13. any other matter City Council would be permitted to discuss at a Meeting or part of a Meeting that is closed to the public under City of Toronto Act, 2006 or any other Act.

Moving from public to closed session

- 16.2. The Board or Committee shall close a Meeting to the public to discuss:
 - 16.2.1. a request under the Municipal Freedom of Information and Protection of Privacy Act; or
 - 16.2.2. an ongoing investigation respecting Toronto Community Housing Corporation by the Ombudsman.
- 16.3. Prior to the commencement of a closed Meeting, a motion must be made to move to a closed Meeting. At the conclusion of the closed Meeting, the Board Chair will announce the time of the resumption of the public Meeting.

Deputations

Purpose of deputations

- 17.1. Deputations are used to provide the Board and its Committees with information not available in writing or not brought before the Board as part of Committee or staff reports. Deputations are not a forum for debate between deputants and Directors, but are to be used as an opportunity for the sharing of new information and the clarification of issues.

Deputations on Matters on the Agenda permitted

- 17.2. Any member of the public may ask to make an oral deputation on public items that are on the Agenda of the Board or a Committee. Deputations cannot be heard on items that are not on the Meeting agenda.

Deputations at Committee

- 17.3. To ensure that deputations can be meaningfully considered, by both Directors and TCHC staff, in

Deputation time limit

the context of a matter before the Board and its Committees, oral deputations are considered whenever a matter is presented to a Committee of the Board. The public may make an oral deputation to a Board Meeting, in relation to any matter that was not previously considered at a Committee Meeting. Members of the public may make written deputations on matters that appear on either the public agenda of either the Board or its Committees.

Deputant conduct

17.4. Oral deputations are limited to five minutes. When the number of deputants at a Meeting exceed ten (10) this limit may reduce this limit to three minutes.

17.5. Deputants to the Board or Committees must:

17.5.1. not speak disrespectfully about anyone;

17.5.2. not use offensive language;

17.5.3. speak only about the subject on which the Board or Committee invited them to make a public presentation; and

17.5.4. obey the procedures by-law and any Chair's ruling.

Chair may end deputation

17.6. The Chair may end a deputation if there is disorder or a failure to follow these rules.

Deputants to register

17.7. Deputants are required to inform the Board Secretary of their intent to depute by noon on the business day prior to the Meeting so that the Board Secretary can:

17.7.1. confirm that the deputation is related to agenda and the recommendations before the Board/Committee; and

17.7.2. ensure that it contains information that furthers the Board or Committee's understanding of the issue.

Written deputations

17.8. As an alternative or a supplement to an oral deputation, members of the public can submit a written deputation by noon on the business day prior to the Meeting in order to allow enough time for:

Communications are public

Distribution of communications

Requirements for communications

Communications containing personal information

Invitations to speak

- 17.8.1. the distribution of deputation materials to Directors for their review prior to the Meeting;
- 17.8.2. information-gathering by TCHC staff, the Committee Chair and/or Directors;
- 17.8.3. briefing of Directors on the issues raised; and
- 17.8.4. clarification of issues/concerns raised.
- 17.9. All communications about a matter on a Meeting agenda that the Board Secretary receives becomes part of the public record.
- 17.10. All communications are available to Directors and to the public before the Meeting or, if necessary, distributed directly to Directors and the public during the Meeting.
- 17.11. All communications must:
 - 17.11.1. be delivered in person or sent by regular mail or electronic communication;
 - 17.11.2. be addressed to the Board, a Committee, or to the Board Secretary;
 - 17.11.3. be legible;
 - 17.11.4. include the name and the mailing address or the telephone number of the author;
 - 17.11.5. be in reproducible format; and
 - 17.11.6. not be defamatory or contain offensive language or personal information.
- 17.12. Written deputations containing personal information will not be forwarded to Directors or form part of the public record, should the Board Secretary determine the disclosure of personal information contravenes the *Municipal Freedom of Information and Protection of Privacy Act*.
- 17.13. The Board or a Committee may invite specific persons, experts, organizations or groups to make a public presentation to it on any matter within its mandate.

Report to include overview of engagement

17.14. All reports to the Board and Committees of the Board are to include an overview of any stakeholder engagement process that may have occurred and some sense of the stakeholder input so that Directors can be aware of what all stakeholders have said with respect to the item. Board reports will also include an overview of any deputations received at the committee level on any Agenda item.



Process for Establishing Roster of Executive Search Firms

Item 5

September 10, 2021

Governance, Communications and Human Resources Committee

Report: GCHRC:2021-35

To: Governance, Communications and Human Resources Committee
("GCHRC")

From: Vice President, Human Resources (Interim)

Date: August 18, 2021

PURPOSE:

This report responds to a request made by the GCHRC at its May 25, 2021 meeting to report on the process for establishing a roster of executive search firms that can be relied on as required for the recruitment of executive staff.

RECOMMENDATIONS:

It is recommended that GCHRC receive this report for information.

Current State

TCHC does not currently have an approved roster of vendors to access in the event that they wish to retain those services for the recruitment of executive staff, when the need arises.

If there is a need to fill an executive-level position, TCHC has previously undertaken one of the following options:

- Accessed the approved roster of vendors established by the City of Toronto (option no longer available due to CETA, Canadian-European Agreement);

- Undertaken an RFP process, on an as needed basis, when there is a requirement to fill an executive-level vacancy; or
- Managed the entire recruitment process internally, through Human Resources (“HR”) divisional staff.

Key Points

- Developing a roster of executive search firms will ensure that TCHC can quickly engage those services, on an as-needed basis, when a vacancy in an Executive-level position arises.
- TCHC has a defined Procurement protocol for the establishment and management of qualified vendor rosters; this protocol will govern the process that will be followed to establish the roster of executive search firms.
- To develop a roster, TCHC would issue a Request for Vendor Qualifications (“RFVQ”), which would allow interested vendors who believe they meet the required criteria to submit a proposal.
- The RFVQ would clearly define the qualifications and evaluation criteria, to inform how vendors will be selected.
- The RFVQ will provide the opportunity to articulate the key criteria that are of particular importance to TCHC in selecting a roster of executive search firms such as:
 - a track record of success in sourcing diverse candidates;
 - a commitment to broad and extensive outreach to identify diverse candidates;
 - deep understanding of equity, diversity and inclusion principles and facilitating a recruitment process where an equity lens has been applied to each stage of the hiring cycle; and
 - extensive experience in recruiting for public sector/not-for-profit and familiarity and understanding of the social housing sector.
- A process for evaluating all submissions, in accordance with established TCHC procurement protocols would be followed.
- Once successful vendors are identified, a Framework Agreement will be created, establishing the general terms and conditions that will govern the services to be provided; pricing, term of agreement, etc.
- As the need for executive search services arises, TCHC would select vendors from the roster to perform the work assignment, in

accordance with the Roster Selection Process set out in the Framework Agreement.

- The inclusion of a vendor on the Roster would not result in any commitment by Toronto Community Housing to purchase services from the vendor.
- The establishment of a roster would create an efficiency and eliminate the need to undertake individual procurement processes each time executive search services are required, which should reduce the overall time required to fill a vacancy.

SIGNATURE:

“Barbara Shulman”

Barbara Shulman
Vice President, Human Resources (Interim)

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Overview: Comparison of TCHC to Other Social Housing Providers

Item 6

September 10, 2021

Governance, Communications and Human Resources Committee

Report: GCHRC:2021-36

To: Governance, Communications and Human Resources Committee (“GCHRC”)

From: Chief Operating Officer

Date: August 13, 2021

PURPOSE:

The purpose of this report is to provide the GCHRC an overview of the work plan to compare Toronto Community Housing (“TCHC”) to other social housing providers.

RECOMMENDATIONS:

It is recommended that the GCHRC receive this report for information.

REASONS FOR RECOMMENDATIONS:

At the April 29, 2019 Board of Directors (“Board”) meeting, Management was requested to provide a report that compares TCHC’s staff ratios to other housing providers. Additionally, at the December 12, 2019 Board meeting, the Board requested Management to compare TCHC’s operating and financial costs to other housing providers.

At the June 29, 2021 GCHRC meeting, Management was requested to provide an overview of the plan for the final report that compares TCHC to other housing providers that will come forward in Q1 2022, including:

- How the information will be collected;
- Who will be collecting the information, and
- What the plan is that the consultant will be asked to action.

BACKGROUND:

To undertake a review that will compare TCHC to other social housing providers, it will be essential to establish an appropriate scope and methodology that will form the basis of a comprehensive comparative review to account for varying organizational structures and service models.

To support the development and implementation of a comparative review, Management will be securing a third-party vendor (“consultant”). Through the consultant, a work plan will be established, which will be informed through consideration of the following areas:

1. Methodology: adoption of standardized methodology for a consistent measure of metrics and information across varying housing providers;
2. Tenant Profile: understanding of tenant profile that is served by varying housing providers and how they drive resource and service allocation;
3. Municipal Profile: understanding of the socio-economic profile for each municipality and how they drive resource allocation; and
4. Service Model: understanding of the varying organizational structures and service models, including the identification of operations and corporate services and departments.

The consultant work plan would include the following key deliverables:

- Outline and understand the current TCHC operating model (e.g. structure, service model, staffing model and service level standards);
- Compare TCHC operating model to other housing providers in terms of facilities condition index, unit cost, rent per unit, and income per unit;
- Establish a framework to analyze tenant demographics and resources required to deliver services to support successful tenancies; and
- Establish clear definitions for a consistent measure of metrics and information across varying housing providers.

SIGNATURE:

“Sheila Penny”

Sheila Penny
Chief Operating Officer

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