



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 April 20, 2022, via WebEx, commencing at 12:42 p.m.

GCHRC Directors

Present:

Brian Smith, Chair
Debbie Douglas (12:42 p.m. – 1:00 p.m.)
Marcel Charlebois
Ubah Farah

GCHRC Directors Absent:

Councillor Paula Fletcher
Naram Mansour

Management Present:

Jag Sharma, President & Chief Executive Officer (“CEO”)
Nadia Gouveia, Acting Chief Operating Officer (“COO”)
Darragh Meagher, General Counsel & Corporate Secretary
Barbara Shulman, Interim Vice President, Human Resources
Rose-Ann Lee, Chief Financial Officer & Treasurer
Kelly Skeith, Acting Chief Development Officer
Grant Coffey, General Manager, Seniors Housing Unit
Allan Britton, Senior Director, Community Safety Unit
Allen Murray, Vice President, Facilities Management
Richard Grotsch, Acting Senior Director, Business Operations
Lindsay Viets, Director, Strategic Planning
Christine Yan, Acting Assistant Corporate Secretary

A quorum being present, Mr. Smith, serving as Chair, called the meeting to order, and Ms. Yan 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.

DEPUTATIONS

The Chair polled for any deputations to be heard at the meeting. The following verbal deputations were presented:

- Item 2D – City Council Directions Requiring Board Attention (*Bill Lohman and Catherine Wilkinson*)
- Item 3 – Business Arising from the Public Meeting Minutes and Action Items Update (*Catherine Wilkinson*)
- Item 6 – Board and Committee Meeting Rules of Procedure (*Catherine Wilkinson, Cathy Birch, Jackie Yu and Miguel Avila-Velarde*)

The following written deputations were received in relation to the following items:

- Item 2D – City Council Directions Requiring Board Attention (*Bill Lohman*)
- Item 6 – Board and Committee Meeting Rules of Procedure (*Jackie Yu and Miguel Avila-Velarde*)

ITEM 2A APPROVAL OF PUBLIC MEETING AGENDA

Motion carried **ON MOTION DULY MADE** by Ms. Farah, seconded by Mr. Charlebois and carried, the GCHRC approved the Public meeting agenda for the GCHRC’s April 20, 2022 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 JANUARY 31, 2022

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

ITEM 2D CITY COUNCIL DIRECTIONS REQUIRING BOARD ATTENTION GCHRC:2022-07

Verbal deputations from Bill Lohman and Catherine Wilkinson were received with respect to this item.

A written deputation from Bill Lohman was received with respect to this item and was circulated to the GCHRC.

Motion carried **ON MOTION DULY MADE** by Ms. Farah, seconded by Mr. Charlebois and carried, the GCHRC received Report GCHRC:2022-07 regarding City Council Directions Requiring Board Attention for its information.

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

A verbal deputation from Catherine Wilkinson was received with respect to this item.

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Highlights of the discussion include:

- It was provided that TCHC does retain tenant vendors to provide services to the organization. As described in public action item 1, management will review the manner in which demographic information is collected from vendors and report back to the GCHRC.
- Action item: Strategic Procurement to review the procurement process in order to identify opportunities to enable mid-sized vendors to participate in contract competition, and to report back to the GCHRC.

Motion carried **ON MOTION DULY MADE** by Mr. Charlebois, seconded by Ms. Farah 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 REVIEW OF BOARD AND COMMITTEE GCHRC:2022-08
CHARTERS

The above-captioned report (GCHRC:2022-08) was circulated to the GCHRC members prior to the meeting.

Mr. Meagher provided an overview of the report and was available to answer questions of the GCHRC. Highlights of the discussion include:

- Mr. Meagher noted that the Community Safety Advisory Sub-Committee (“CSAC”) Charter will need to be amended in order to determine the Term of the CSAC.

Motion carried **ON MOTION DULY MADE** by Ms. Farah, seconded by Mr. Charlebois and carried, the GCHRC:

1. approved the following Charter and Mandate documents and forwarded them to the Board for its approval:
 - a) Board Charter (Attachment 1);
 - b) Board Chair Mandate (Attachment 2);
 - c) Vice Chair Mandate (Attachment 3); and

- d) the Governance, Communications and Human Resources Committee Charter (Attachment 4);
2. approved the following Committee Charters, forwarded them to the respective Committees for approval and, following such approval, to the Board for its approval:
 - a) Tenant Services Committee Charter (Attachment 5);
 - b) Building Investment, Finance and Audit Committee Charter (Attachment 6);
3. approved the Procurement Award Committee Charter (Attachment 7) and the Investment Advisory Committee Charter (Attachment 8) in the form attached hereto; forwarded it to those Committees for approval and, following such approval to the Building Investment, Finance and Audit Committee and to the Board for its approval; and
4. amended the Community Safety Advisory Sub-Committee Charter (Attachment 9) in order to identify the Term during which the Sub-Committee shall be operative and, forwarded it to the Community Safety Advisory Sub-Committee for approval, as amended, and, following such approval to the Tenant Services Committee and to the Board for its approval. 7

ANNUAL GENERAL MEETING PROCESS

ITEM 5

FOR TCHC AND ITS SUBSIDIARIES

GCHRC:2022-09

The above-captioned report (GCHRC:2022-09) was circulated to the GCHRC members prior to the meeting.

Mr. Meagher provided an overview of the report and was available to answer questions of the GCHRC.

*Motion
carried*

ON MOTION DULY MADE by Ms. Farah, seconded by Mr. Charlebois and carried, the GCHRC unanimously approved and forwarded to the Board of Directors (the “Board”) for approval the following recommendations contained in Report GCHRC:2022-09 to:

1. Authorize the President and Chief Executive Officer of designate to represent the sole shareholder, Toronto Community Housing Corporation, and conduct annual meetings of the shareholder via written resolution in the form attached as Appendix 1 for the following subsidiaries that are wholly-owned by TCHC:
 - (a) 2001064 Ontario Inc.;
 - (b) Access Housing Connections Inc.;
 - (c) Alexandra Park Development Corporation;
 - (d) Allenbury Gardens Development Corporation;
 - (e) Leslie Nymark Development Corporation;
 - (f) Railway Lands Development Corporation;
 - (g) Regent Park Development Corporation;
 - (h) Toronto Affordable Housing Fund; and
 - (i) Toronto Community Housing Enterprises Inc.; and

2. Authorize the President and Chief Executive Officer and the General Counsel and Corporate Secretary, and their respective designates, to take all actions and execute all necessary documents to implement the above recommendations.

**ITEM 6 BOARD AND COMMITTEE MEETING
RULES OF PROCEDURE**

GCHRC:2022-10

The above-captioned report (GCHRC:2022-10) was circulated to the GCHRC members prior to the meeting.

Verbal deputations from Catherine Wilkinson, Cathy Birch, Jackie Yu and

Miguel Avila-Velarde were received with respect to this item.

Written deputations from Jackie Yu and Miguel Avila-Velarde were received with respect to this item and were circulated to the GCHRC.

Mr. Meagher provided an overview of the report and was available to answer questions of the GCHRC. Highlights of the discussion include:

- Mr. Meagher provided an amendment to the version of Meeting Procedures provided to the GCHRC, that the second sentence of Rule 17.4 has been deleted. The Board may consider deputations on any on item, without regard to whether it had previously been considered by Committee.
- It was provided that the proposed Board and Committee Meeting Rules of Procedure (the “Rules”) are consistent with the direction of the City Council. The draft Rules were first presented to the GCHRC in May 2021. The team has then organized three focus groups to engage former deputants and stakeholders in the consultation of the proposed changes to the Rules, and provided a summary of the focus group discussions to the Tenant Services Committee (“TSC”). Consistent with the advice of the TSC, management reached out to the Tenants First Team of the City and other City staff in relation to the updated Rules.
- The proposed Rules reflect the input of deputants through the focus groups, especially around the opportunity to speak to the Board on important issues/concerns tenants may have. At the same time the Rules aim to ensure organizational affairs/proposals that require the Board’s approval are considered and approved in a timely fashion.
- Mr. Meagher highlighted other major proposed changes to the Rules, which include the elimination of the Consent Agenda, the ability of deputants to make deputations at both the Board and Committee level, and the deputation registration requirement.

*Motion
carried*

ON MOTION DULY MADE by Ms. Farah, seconded by Mr. Charlebois and carried, the GCHRC:

1. approved the Board of Directors Meeting Procedures in the form set out in Attachment 1 to Report GCHRC:2022-10 amended to delete the second sentence of Rule 17.4;
2. recommended that the Board approve the Board of Directors Meeting Procedures in the form set out in Attachment 1 to this report and forward them to City Council for its consideration and recommended approval, as TCHC By-law #4; and
3. authorized the President and Chief Executive Officer and the General Counsel and Corporate Secretary, and their respective designates, to take all actions and execute all necessary documents to implement the above recommendations.

TERMINATION

A Motion to adjourn the meeting was moved by Mr. Charlebois and seconded by Ms. Farah. The GCHRC resolved to terminate the public meeting at 2:06 p.m.

Secretary

Chair, Governance,
Communications and Human
Resources Committee