

**MINUTES of the Chairs Committee Meeting of  
Toronto Waterfront Revitalization Corporation  
20 Bay Street, Suite 1310, Toronto, Ontario  
Wednesday, November 29, 2017 at 3:00 p.m.**

PRESENT: Helen Burstyn, Chair  
Susie Henderson  
Ross McGregor

ABSENT: Janet Rieksts-Alderman

The following additional persons were in attendance throughout the meeting or only for particular business items as noted: Will Fleissig, President and Chief Executive Officer; Lisa Taylor, Chief Financial Officer; Ian Beverley, General Counsel; and Kathleen Niccols, Governance Consultant.

The Chair, Helen Burstyn, called the meeting to order and, with the consent of the Committee Members, appointed Ian Beverley to act as Secretary of the meeting.

**1. Motion to Approve Agenda**

**ON MOTION** duly made by Ross McGregor, seconded by Susie Henderson and carried, it was **RESOLVED** that the Meeting Agenda be approved.

**2. Declaration of Conflicts of Interest**

There were no conflicts declared.

**3. 2018/19 Human Resources Budget**

Lisa Taylor presented the Human Resources Budget for fiscal 2018/19, versions of which had been brought before the Committee at its meetings on November 16 and 27, 2017, and concerning which the Committee had identified the need for i) an additional position, the Quayside Senior Project Executive; and ii) expedited hiring to fill that new position and three other positions included in the Human Resources Budget: the Quayside Financial/Infrastructure Negotiator, the Chief Operating Officer (COO), and the Vice-President, Communications.

Ms. Taylor described the changes that had been made to the 2018/19 Human Resources Budget from the version that had been presented to the Committee on November 27. She confirmed that the changes requested by the Committee would have no impact on the approved 2017/18 Human Resources Budget of \$11.2 million because the Vice President, Communications is already reflected in that budget and hiring is underway. She also pointed out that the cost of expedited hiring of the two Quayside positions and the COO is offset by savings resulting from a delay in hiring six positions for the Port Lands project by four months to January 2018.

Ms. Taylor informed the Committee that the changes would increase the 2018/19 Human Resources Budget by \$0.24 million (from \$15.2 million to \$15.4 million), but would result in no change to the total head count of 99, due to management's decision not to proceed with the position of Director of the Office of the CEO originally proposed.

Committee members inquired about areas of flexibility and whether the need for contingencies had been included in the 2018/19 Human Resources Budget, as well as the impact of potential opportunities for cost-sharing contemplated (but not yet defined) in the Quayside project.

With the Committee having gained an understanding of management's underlying thinking, and members having satisfied themselves regarding the overall costs and approach, **ON MOTION** duly made by Ross McGregor, seconded by Susie Henderson and carried, it was **RESOLVED** that the 2018/19 Human Resources Budget be approved for inclusion in the 2018/19 Corporate Plan to be brought before the Board for approval at its meeting on December 7, 2017.

## **5. Board Matters**

The Committee's discussion of the proposed agenda for the December 7, 2017 Board meeting focused on the impact on the agenda of the cancellation of the November 30, 2017 Finance, Audit and Risk Management (FARM) Committee meeting due to a lack of quorum. The Committee concluded that the 2018/19 Corporate Plan would be reviewed by Susie Henderson, Chair of the FARM Committee, and Board member Jeanhy Shim. Following this review, the 2018/19 Corporate Plan would be brought before the Board for approval at its meeting on December 7, 2017, without a recommendation from the FARM Committee.

As well, Board approval would be requested for: i) any other matters for which approval was to have been requested from the FARM Committee on November 30, 2017 and ii) additional members to be appointed to the FARM Committee.

The Committee considered a draft of the 2018 calendar of Board and Committee meetings and, being in generally in favour, identified actions to be taken by management to set the date for the Board retreat in early February and to obtain information regarding the availability of directors on the meeting dates proposed.

The Committee also discussed the approach to be taken to planning the February 2018 Board Retreat and concluded that, with input from Board members, the Chair would work with Will Fleissig, Ian Beverley and Kathleen Niccols to plan the retreat.

**6. Termination of the Meeting**

There being no further business, **ON MOTION**, duly made, seconded and carried, it was **RESOLVED** that the meeting be terminated at 3:45 p.m. local time.

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Committee Chair

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Secretary