

MINUTES of a meeting of the Governance Committee of Toronto Waterfront Revitalization Corporation, held at the Offices of the Toronto Waterfront Revitalization Corporation, 20 Bay Street, Suite 1310, Toronto Ontario on Monday, May 19, 2015 at 9:00 a.m., local time.

PRESENT: Mark Wilson, Chair
Jack Cockwell

ABSENT: Ross McGregor

The Chair, Mark Wilson, took the chair and with the consent of the Directors, appointed Ann Landry to act as secretary of the meeting.

The Chair declared that a quorum of Committee Members were present and that notice of the meeting having been duly sent to all Committee Members in accordance with the Corporation's By-laws, the meeting was duly called and regularly constituted for the transaction of business.

1. **Committee Membership**

As mentioned at the May 4, 2015 Board meeting, with the departure of two Board members, the Chair advised that it was in order to review the membership of each of the Board Committees. He asked that Board members advise him of their interest in sitting on a Committee.

The Chair advised that Board members approached him, and based on those discussions, proposed changes to Board Committee membership is as follows:

- a) David Johnson will take over as Chair of the Finance, Audit and Risk Management ("FARM") Committee;
- b) Gary Wright will join the FARM Committee;
- c) Gary Wright will also join the Public and Government Engagement Committee; and
- d) Sue Dabarno will join the FARM Committee on an interim basis.

He further advised that there are still two vacant Board seats to be filled (Provincial and City).

Discussion ensued and **ON MOTION** duly made, seconded and carried, it was **RESOLVED** that the proposed changes to Board Committee membership be and are hereby approved for recommendation to the Board of Directors.

2. **Termination of the Meeting**

There being no further business, **ON MOTION**, duly made, seconded and carried, be it **RESOLVED** that the meeting is terminated at 11:00 am local time.

Chairman

Secretary of the Meeting