



WATERFRONTToronto

Human Resources, Governance and Stakeholder Relations Committee

Agenda and Meeting Book

THURSDAY, JUNE 10, 2021 FROM 9:00 AM TO 11:00 AM

MICROSOFT TEAMS MEETING



Meeting Book - Human Resources, Governance and Stakeholder Relations Committee

Agenda - June 10, 2021 HRGSR Committee Meeting

9:00 a.m.	1. Motion to Approve Meeting Agenda	Approval	All
9:05 a.m.	2. Declaration of Conflicts of Interest	Information	All
9:10 a.m.	3. Consent Agenda		
	a) Draft Minutes of the Open Session March 4, 2021 HRGSR Committee meeting - 4	Approval	All
	b) Corporate Governance Documents Review Update - 8	Information	I. Ness
9:15 a.m.	4. 2021 Board Evaluation	Approval	I. Ness
	Coversheet - 9		
	Memo - 10		
	MNP LLP Proposal - 13		
9:20 a.m.	5. Stakeholder Relationship Plan (Corporate Reputation Assessment and Tracking)	Information	C. MacKay
	Coversheet - 20		
9:25 a.m.	6. Human Resources Update	Information	R. Desrochers
	Coversheet - 21		
	Report - 22		
9:35 a.m.	7. Staff Performance Review for 2020/21	Information	G. Zegarac
	Coversheet - 27		
	Report - 28		
9:45 a.m.	8. Motion to go into Closed Session	Approval	W. Cartwright

Closed Session Agenda

The Committee will discuss items 9, 10, 11 and 12, being consideration of the minutes of the Closed Session March 4, 2021 HRGSR Committee meeting, the Performance ratings and variable compensation for Executives for the period April 1, 2020 to March 31, 2021, and compensation recommendations for April 1, 2021 to March 31, 2022, the Year-End Performance Assessment for the CEO April 1, 2020 – March 31, 2021 and compensation recommendations for April 1, 2021 to March 31, 2022, and Committee Chair Discussion respectively, in a closed session as permitted by By-Law No.2 of the Corporation. The exception relied on for the discussion for item 9 in the closed session is provided in the Minutes of the Open Session of the March 4, 2021 HRGSR Committee meeting contained in item 3(a) of this agenda, for items 10, 11 and 12 are provided for by Section 6.1(1)(b) of By-Law No.2. The Committee will reconvene in

public session at the conclusion of the closed session discussions in order to vote on any matters requiring decisions that were considered in the closed session.

10:50 a.m.	13. Motion to go into Open Session	Approval	All
	Public Session Agenda		
10:55 a.m.	14. Resolutions Arising from the Closed Session	Approval	W. Cartwright
	Draft Resolution - 33		
11:00 a.m.	15. Motion to Terminate the Meeting	Approval	W. Cartwright
Other Matters	Next Committee Meeting (September 9, 2021)		

**MINUTES of the Open Session of the Meeting of the
Human Resources, Governance and Stakeholder Relations Committee of
Toronto Waterfront Revitalization Corporation
Via Microsoft Teams Teleconference
Thursday, March 4, 2021 at 9:00 a.m. local time.**

PRESENT: Wende Cartwright (Chair)
Andrew MacLeod

REGRETS: Councillor Joe Cressy

ATTENDANCE: **WATERFRONT TORONTO**
George Zegarac (Chief Executive Officer)
Lisa Taylor (Chief Financial Officer)
David Kusturin (Chief Project Officer)
Julius Gombos (SVP, Project Delivery)
Rose Desrochers (VP, Human Resources and Administration)
Ian Ness (General Counsel)
Cameron MacKay (VP, Strategic Communications and Engagement)
Ed Chalupka (Director, Government Relations)
Mira Shenker (Senior Manager, Communications & Public Engagement)
Michela Comparey (Communications & Public Engagement Coordinator)
Aina Adeleye (Board Administrator and Legal Assistant)

Also, in attendance for all or part of the meeting were:

- Patrick Sheils and Stephen Diamond, Directors, Waterfront Toronto
- Shawn Tippins, Senior Analyst, Marie Josee Lambert, Senior Manager, Kira Heymans, Analyst, and Yassine Ben Rejeb, Portfolio Analyst, from Investment, Partnership and Innovation Branch of Infrastructure Canada
- Melissa Pasquali, Lead Senior Advisor, Agency Oversight Unit, Infrastructure Policy Division Ministry of Infrastructure at Ontario Ministry of Infrastructure
- Tom Davidson, Director, Waterfront Initiatives, Office of Councillor Joe Cressy, City of Toronto
- Barry Reiter, Partner, Bennett Jones LLP

The Chair, Wende Cartwright, appointed Ian Ness to act as secretary of the meeting. The Chair welcomed everyone to the meeting of the Human Resources, Governance and Stakeholder Relations Committee (“HRGSR” or the “Committee”) of the Toronto Waterfront Revitalization Corporation (“Waterfront Toronto” or the “Corporation”).

With notice of the meeting having been sent to all Directors in accordance with the Corporation’s By-laws and a quorum of Directors participating, the Chair called the meeting to order at 9:02 a.m. and declared that the meeting was duly constituted for the transaction of business.

1. **Motion to Approve Agenda**

The Chair announced that agenda items 6 and 7, being the Human Resources Update and Stakeholder Relations Plan, be taken as agenda item 4 and 5 respectively. The Chair requested that the meeting agenda be renumbered accordingly.

ON MOTION duly made by Andrew MacLeod, seconded by Wende Cartwright and carried, it was **RESOLVED** that the Agenda for the day's meeting be approved as amended.

2. **Declaration of Conflicts of Interest**

There were no conflicts of interest declared.

3. **Consent Agenda** - Minutes of the Open Session of the Committee meeting held on November 12, 2020.

ON MOTION duly made by Andrew MacLeod, seconded by Wende Cartwright and carried, it was **RESOLVED** that the Minutes of the Open Session of the HRGSR Committee meeting held on November 12, 2020 be approved as tabled.

4. **Human Resources Update**

Rose Desrochers provided a report, which was taken as read, updating the Committee on Diversity, Equity and Inclusion (DE&I) activities and the indigenous engagement that took place since the previous meeting.

Lisa Taylor reported that, as part of the Corporation's three-year Internal Audit Plan, the Internal Auditor (MNP LLP) will be conducting a review of the Corporation's resources and succession planning between March and June 2021. Lisa Taylor explained the review and stated that the results will be presented at the September 15, 2021 Committee meeting. George Zegarac explained the challenges faced with supporting career growth and limitations on growth opportunities given the size of the Corporation. The Committee discussed different initiatives that may help support employee's professional development in small organisations. The Committee noted the report for information.

5. **Stakeholder Relations Plan**

Mira Shenker presented a report, which was taken as read, providing an overview of Waterfront Toronto's performance across its social media channels and website including demographics, engagement rates and followers. Michela Comparey explained the Corporation's plans on increasing social media presence going forward.

Cameron MacKay provided a report, which was taken as read, updating the Committee on the reputation assessment and tracking plan being proposed for the Corporation and responded to questions from the Committee in this regard. The committee noted the reports for information.

6. Governance Document Review

Ian Ness provided a report, which was taken as read, updating the Committee on the ongoing review of thirteen key Board governance documents and policies. He explained that the following six documents were being presented to the Committee:

- i. Mandate of Finance, Audit and Risk Management (FARM) Committee,
- ii. Mandate of Investment and Real Estate Committee (IREC),
- iii. Mandate of the HRGSR Committee,
- iv. Board Confidentiality Agreement,
- v. Board Code of Conduct and
- vi. Director and Officer Indemnity Agreement

He explained the steps taken in reviewing the documents and reported that the remaining seven documents were being finalised to be presented at the next Committee meeting, for the Committee's sign-off and eventual Board approval.

Following a brief discussion on the documents, the Committee agreed that the mandates of the committees be updated to give more insight on each committee's role regarding Environmental, social and Governance (ESG). It was also agreed that the FARM Committee mandate be updated to make it clear that its oversight responsibilities includes Procurement.

ON MOTION duly made by Andrew MacLeod, seconded by Wende Cartwright and carried, it was **RESOLVED** that the HRGSR Committee recommends that the Board of Directors approve the Mandates of the FARM, IREC and HRGSR Committee, as amended, and the Board Confidentiality Agreement, Board Code of Conduct and Director and Officer Indemnity Agreement, as presented.

7. 2021 Board Evaluation Overview

Ian Ness provided a brief overview of the plan for carrying out the evaluation of the Board in 2021. He explained that an update would be provided to the Committee in this regard at the next meeting. The Committee acknowledged the need for the evaluation and noted the report for information.

8. Update on Tri-government Strategic Review of Waterfront Toronto Mandate

Edward Chalupka provided an update on the tri-government strategic review currently underway. He reminded the Board of the purpose of the review which started in 2015 following an evaluation of the Corporation's mandate by KPMG as initiated by The Intergovernmental Steering Committee (IGSC). He explained the steps taken thus far and timelines noting that the final report will be completed by KPMG by end of March for review by the IGSC at its April 15, 2021 meeting. The Committee received the report for information.

9. Motion to go into Closed Session

In accordance with By-Law No. 2 of the Corporation and **ON MOTION** made by Andrew Macleod, seconded by Wende Cartwright and carried, the Committee **RESOLVED** to go into Closed Session to continue discussions on items 10, 11 and 12. The exception to the Open Meeting Law relied on to continue the discussion of item 10 is provided in the minutes of the Open Session of the November 12, 2020 HRGSR Committee meeting contained under item 3 of the agenda and for items 11 and 12 is Section 6.1(1)(b). The meeting continued in Closed Session

10. Consent Agenda - Draft Minutes of the Closed Session of November 12, 2020 HRGSR Committee meeting

11. Human Resources Update

12. Committee Chair Discussion

13. Motion to go into Open Session

ON MOTION duly made by Andrew MacLeod, seconded by Wende Cartwright and carried, the Committee **RESOLVED** to go into Open Session.

14. Resolution Arising from the Closed Session

ON MOTION duly made by Andrew MacLeod, seconded by Wende Cartwright and carried, it was **RESOLVED** that the Minutes of the Closed Session of the HRGSR Committee meeting held on November 12, 2020 be approved as tabled.

15. Termination of the Meeting

There being no further business, **ON MOTION** duly made by Andrew MacLeod, seconded by Wende Cartwright and carried, it was **RESOLVED** that the meeting be terminated at 10:19 a.m. local time.

Committee Chair

Secretary of the Meeting



Human Resources, Governance and Stakeholder Relations Committee
June 10, 2021
Item 3 (b)-Governance Documentation Review
Ian Ness

Purpose	For information.
Areas of note/ Key issues	The Corporation has undertaken a review of its key board governance documents to ensure they continue to reflect best practices. The review is ongoing and to date all of the documents have been reviewed by internal legal counsel, members of the Senior Management Team and external counsel. One of the key documents were approved by the Board of Directors in December 2020 and a number were approved in March 2021. The original plan was to seek approval of the balance of the governance documents in June of 2021. However, due to the other significant agenda items to be dealt with in the month of June, consideration of the remaining governance documents will be done at the next meeting of HRGSR.
Next Steps	The balance of the governance documents will be considered by the committee on September 9, 2021.



Human Resources, Governance and Stakeholder Relations Committee
June 10, 2021
Item 4- 2021 Board Evaluation
Ian Ness

Purpose	For approval.
Areas of note/ Key issues	<p>In their corporate governance review of May 23, 2019, MNP recommended that a formal independent evaluation of the board be undertaken. Although identified as a “low risk”, MNP commented that “by conducting Board assessments, members can gain both tangible and intangible value from self-evaluation. As a leading practice, Board evaluations reveal how the board is performing today, ensure appropriate roles and level of engagement, and assess their progress toward moving into the future.</p> <p>With input from both legal and finance, we have considered three possible evaluation processes. On balance, and as detailed in the attached memo, we are recommending that we engage MNP LLP to conduct a board evaluation this year. We will review and consider the results when available to determine the appropriate process for future years.</p>
Next Steps	Be it resolved that the HRGSR recommends for approval by the Board that MNP LLP be engaged to conduct a board evaluation, commencing September of 2021.



To: Human Resources, Governance and Stakeholder Relations Committee

From: Ian Ness, General Counsel

June 3, 2021

Board Evaluation

Background

In their corporate governance review of May 23, 2019, MNP recommended that a formal independent evaluation of the board be undertaken. Although identified as a “low risk”, MNP commented that “by conducting Board assessments, members can gain both tangible and intangible value from self-evaluation. As a leading practice, Board evaluations reveal how the board is performing today, ensure appropriate roles and level of engagement, and assess their progress toward moving into the future.

Evaluations also highlight important areas of board operation that need attention, reinforce member understanding of roles and responsibilities, and can assist in improving team dynamics amongst Board members and Management so that all can work effectively together as a team....”

It was noted in the report that Waterfront Toronto had conducted such evaluations in the past but had not done so recently.

Since 2020, the main focus of our governance effort has been to review and revise our key board governance documents. That has now largely been completed although, due to board scheduling, the final outstanding documents will not be considered by the Board until their meeting in October of 2021.

At the HRGSR Committee meeting of March 2021, the Committee was informed that the Corporation was considering the best way to proceed with a board evaluation. With input from Legal and Finance, we are now in a position to recommend an appropriate course of action.

Review

We considered three different processes to gather and report on information. First, Board Effect, our online board portal, has the technology to develop, gather and review information. Secondly, our external counsel has significant expertise in this area and could undertake the evaluation. And thirdly, our internal auditors, MNP LLP, have, through their consulting service, the experience and capability to assist us. What follows below is a brief explanation of each option.

I. Board Effect

Representatives of Board Effect provided a demonstration to the legal team of its Board Evaluation/ survey Tool which comes standard with WT's current Board Effect subscription. The tool allows the Board Administrator to create a survey, similar to the process of creating a board book, that can be circulated amongst specific users to answer/complete. The answers/results can be reviewed individually (on an anonymous basis) or as a group by the administrator. The questions used for the survey need to be self-developed but Board Effect did provide an extensive list of questions gathered from its various clients over time.

Things to note:

1. The cost of using the tool is included in our existing fee.
2. The entire process, including developing survey questions, data collection, review and analyses, recommendations, will need to be undertaken by WT
3. Due to the involvement of WT staff there might be concerns in relation to objectivity and independence from WT throughout the evaluation process.

II. External Counsel

Counsel would create a questionnaire for the Board to answer. They would collect information on the Board and WT as background for the questionnaire. Once information is gathered, their work includes:

1. Prepare and modify of their questionnaire template to suit WT's organization
2. Administer the questionnaire
3. Analyze questionnaire responses
4. Prepare a report on the questionnaire results

There will be no one-on-one interviews with Board members. They would perform approximately 12 to 15 hours of work.

III. MNP LLP

We (finance and legal) recently met with representatives of MNP LLP to discuss the Board evaluation process. Their proposal is attached. Some of the key points of that proposal are as follows:

1. The scope and approach for this engagement will include data gathering, facilitation, and analysis of data, providing a summary of findings and insights as the final deliverable
2. As WT's Internal Auditors, MNP is able assist with providing consulting engagements which are advisory in nature; however, to maintain objectivity and independence they are not able to assume management responsibilities, make management decisions, or implement solutions.
3. Their approach analyzes five dimensions of board effectiveness; roles, composition, structure, processes and board dynamics.
4. An online survey will provide quantitative data on board effectiveness and one-on-one interviews with all board members will provide qualitative results.
5. Subject to board members availability, they would expect to be able to report within a month of commencing the project.

Analysis and Recommendation

Board Effect would be, by far, the least expensive way to conduct the evaluation. However, it would require us to design our own survey question, collect the results ourselves and conduct our own review and reporting. We do not recommend using Board Effect.

External Counsel has significant experience in this area, any information given to them by directors in confidence is likely subject to privilege. However, the scope of their review is not as broad as MNP and would not include interviews with directors.

MNP also has significant experience in this area and has worked with the Board and Waterfront Toronto staff extensively in the past. As our internal auditors they are limited in what they can do (they cannot make recommendations to management) and communication is not subject to solicitor client privilege.

On balance, we are recommending that we retain MNP to conduct a board evaluation for this year. We believe the director interview is an important component of the process and that the experience of MNP, both with projects of this nature and with Waterfront Toronto, makes them well suited to undertake this project. They are also in a position to complete the project on a timely and cost-effective basis. After completion of the project we will identify "learnings" and whether changes are needed for any subsequent board evaluations. The selection of MNP is permitted within our current procurement procedures, although we may wish to consider, for future years, procuring the services of a board evaluation professional service firm for a 3-5-year term.

Waterfront Toronto: Evaluation of Board Performance

MNP Proposal

April 30, 2021



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Background & Considerations

- In a previous audit of governance, MNP identified a number of recommendations to strengthen governance of the Corporation.
- One low rated improvement opportunity recommendation was for the Board to regularly assess its own performance and effectiveness.
- Management has requested MNP to provide a proposal, including potential scope and approach, to assist the Board with assessing its performance and effectiveness to address the recommendation.
- As WT's Internal Auditors, MNP is able assist with providing consulting engagements which are advisory in nature; however, we are to maintain objectivity and independence and are not able to assume management responsibilities, make management decisions, or implement solutions. Accordingly, the scope and approach for this engagement will include data gathering, facilitation, and analysis of data, providing a summary of findings and insights as the final deliverable.

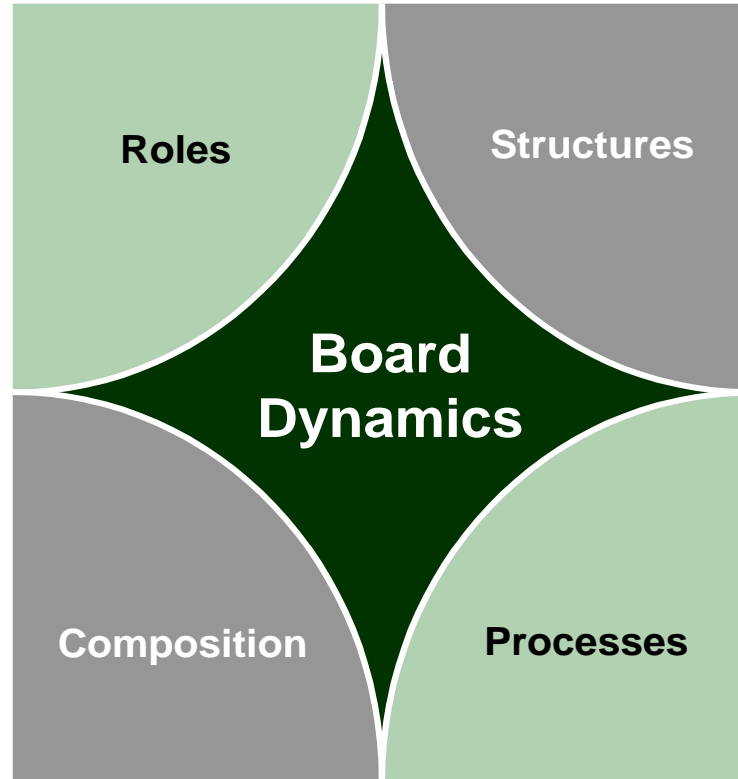
Our Approach Analyzes Five Dimensions of Board Effectiveness

Roles

- Authority and Fiduciary Oversight
- Strategic Direction
- Risk Management
- HR Management
- Succession

Composition

- Selection and Mix
- Education



Structure

- Board Independence
- Mandates
- Committees overall

Processes

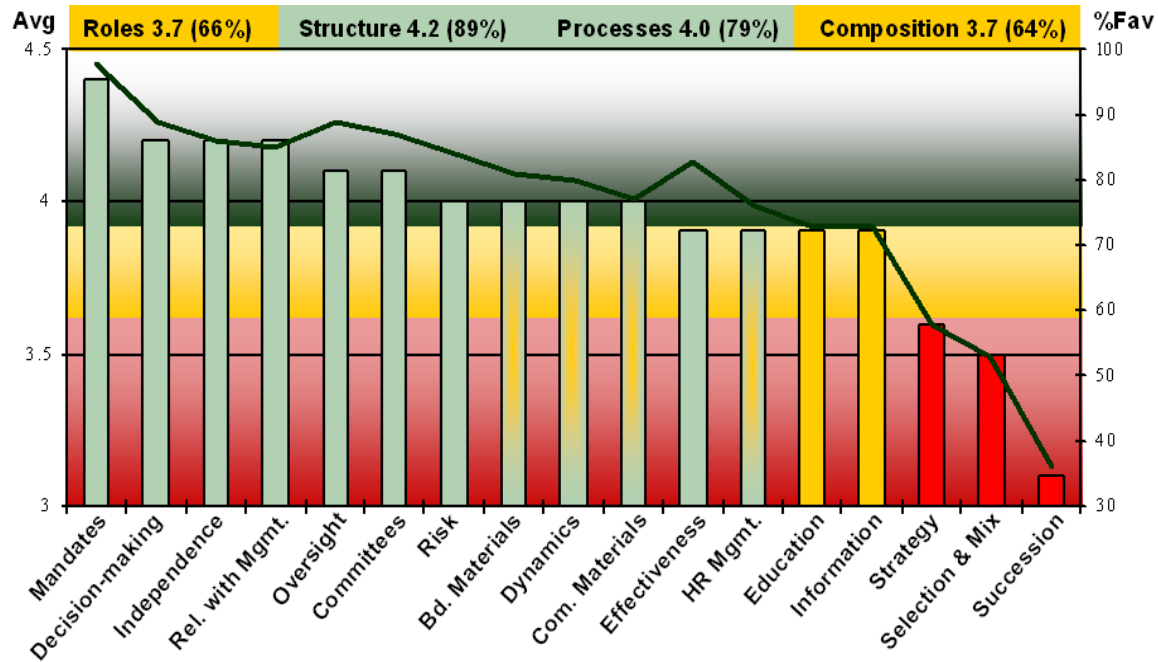
- Board Information
- Material for Board Meetings
- Material for Committee Meetings
- Decision-making Process
- Relationship with Senior Management

Board Effectiveness

Our Findings will include Both Quantitative and Qualitative Measure of Effectiveness

- An online survey will provide quantitative data on board effectiveness
- Below is an illustration of survey results analyzed and organized by different dimensions of effectiveness

- One-on-one interviews with all Board members will provide qualitative results:
 - Feedback organized into themes to generate insights and common perceptions.
 - All results remain confidential, with no attribution of comments to any member.
 - Management not provided with any individual survey and interview data.



Approach Phases and Detailed Activities

#	Phase	Activities	Deliverables	Timing
1	Mobilization and Prepare Tools	<ul style="list-style-type: none"> • Conduct Kick off meeting. • Review previous governance audit documentation • Prepare draft survey tool and interview question set. Review with management and finalize. • Work with management to brief the Board. 	<ul style="list-style-type: none"> • Kick off meeting • Draft and final version of survey • Draft and final interview question sets 	Early June
2	Conduct Data Gathering	<ul style="list-style-type: none"> • Administer on-line board effectiveness survey. • Conduct interviews with Board members. 	<ul style="list-style-type: none"> • Governance survey • Board member interviews 	Mid-June
3	Analysis and Reporting	<ul style="list-style-type: none"> • Analyze data to identify themes and insights. • Prepare draft findings summary. • Review with management and finalize. • Assist with presentations to Executive Team and Board Committee. 	<ul style="list-style-type: none"> • Findings summary • Present to Management and Board 	Late June

MNP Credentials

- Corporate Governance is an integrated service within MNP that blends two service lines:
 - **Enterprise Risk**, which conducts governance and compliance audits
 - **Consulting**, which supports Board Structure, Processes, Role Clarification (Board vs Mgmt), and Board Effectiveness

- Selected Governance clients:
 - Waterfront Toronto
 - [others intentionally deleted]

MNP



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Purpose	<p>For information - Forum Research was selected to measure perceptions of the Corporation and its projects/initiatives over the next three years. This information will be used to align Waterfront Toronto’s efforts and, more broadly, understand how its efforts equate with contemporary public priorities.</p>
Areas of note/ Key issues	<p>Forum Research is focused on corporate reputation, brand health tracking research, and satisfaction measurement / management.</p> <p>The Corporation is interested in answers to the following questions:</p> <ul style="list-style-type: none"> • How are we perceived by our stakeholders? • Is what we do consistent with what we say? • Are we distinctive in how/what we say and do? • How can we stand out more? <p>How Forum will build the research effort:</p> <p><u>Recruiting Panel:</u> to establish a well-rounded and informed sample, Forum will recruit a panel of participants in two ways:</p> <ul style="list-style-type: none"> • <i>General Population</i> (n=1,200) of 18+ with a mix of age, income, education, etc. in Ontario (with a focus on the Greater Toronto and Hamilton Area). • <i>Waterfront Toronto database</i> including the public, developers, advisors, industry associations, NGO’s and non-profits, and resident associations. <p>The aim is to have at least 500 panel members within the first year and continue to grow it over time.</p> <p><u>Survey Design:</u> The first survey will establish baseline perceptions of key indicators that future surveys will be measured against. As the baseline, this survey will also gather data about topic areas of interest to respondents that will improve targeting of panelist interests in future surveys (e.g., if a panelist indicates a greater interest in sustainability than design excellence, questions can be tailored accordingly).</p> <p><u>Panel Management:</u> Forum will take measures to ensure that panel members are not over-surveyed and will encourage less active members to participate more frequently.</p> <p><u>Reporting:</u> Forum will deliver a dashboard showing reputational performance over time. Insights gained through the program can be used to inform strategic and communications planning.</p> <p><u>Subsequent Surveys:</u> The report from the initial wave of research will include recommendations for timing and cadence as well as refining future research topics.</p>
Next Steps	<p>The initial survey is expected to be completed in field by the end of June 2021. We will report back at the next scheduled HRGSR meeting.</p>



Purpose	For Committee Information.
Areas of note/ Key issues	<p>The Human Resources (HR) Update report provides an overview of HR practices of WT for the period April 1, 2020 to March 31, 2021 and other HR related matters going forward. The report provides an overview of:</p> <ul style="list-style-type: none"> • Recruitment • Organizational Development/Effectiveness • Talent/Succession Management - Learning & Development • Performance Evaluation and Compensation • Rewards & Recognition • HR Framework <p>Some key areas to note in the report are:</p> <ul style="list-style-type: none"> • Given the continued remote work environment this year, to remain connected to each other, we increased our communication to employees through 27 emails from the CEO and held 7 virtual staff town halls. • We are underway with our MNP Review of our resources and succession planning to ensure that we are well positioned to successfully deliver on our strategic plan and key initiatives. • As part of our ongoing efforts to support the mental health of all our staff, we enhanced our Employee Assistance Program coverage which provides support and on-line coping tools to staff. • The Joint Health & Safety Committee increased the number of meetings this past year and successfully created a Return to the Workplace Plan and implemented safety measures throughout the office in preparation of when we do return to the workplace. • An RFP to engage a consultant with a proven track record in assessing and successfully building Diversity, Equity and Inclusion programs in organizations is underway.
Next Steps	The next HR Update will be provided in Q2 of 2021/2022.

The purpose of this report is to provide an overview of Human Resources (HR) practices at Waterfront Toronto. A key corporate objective of Waterfront Toronto is to provide a work environment that attracts, motivates and retains top talent. The following elements are core to our HR practices: Recruitment, Organizational Development and Effectiveness, Talent Management, Performance Evaluation and Compensation, Rewards and Recognition, and an HR Framework that encompasses values, culture and ethics, equitable and accurate payroll, benefits administration, as well as occupational health, safety and wellness programs.

The following provides a summary of some of our work with respect to these core elements:

Recruitment

- As of May 31, 2021, the Corporation's total position count is 94, distributed as follows:
 - 80 Full time positions (5 of which are currently vacant through regular attrition and the recruitment process is underway, 5 of which are currently being filled by contracted employees, and 1 of which is currently being filled by temporary employee).
 - 14 Contracted positions (1 of which is currently vacant, and the recruitment process is underway and 2 other contract positions approved on the 2021/22 Corporate plan are currently vacant and on hold).
- Our current practice is to conduct all recruitments in-house, except for the Executive level or other high-profile positions. Available positions are advertised internally, on our website, LinkedIn, through professional associations and other job boards and promoted through our social media channels. We are also in the process of looking for job boards that reach diverse candidates.
- External recruiters are contacted for assistance when our own recruitment process is unsuccessful in delivering the right candidate or when the recruitment requires a quick turnaround.
- Our job postings were revised to reinforce the Corporation's commitment to building a representative workforce and foster an inclusive workforce.
- Recruitment efforts have continued completely remotely, and we successfully hired and onboarded 17 new employees during the fiscal year.
- We facilitated 18 employee exits during the fiscal year and our turnover rate for voluntary exits was 12%.

Organizational Development/Effectiveness

- To enhance the efficiency and effectiveness of the organization, the organization is split into three operating business units (Planning and Design, Development and Project Delivery) and one

corporate business unit. Each operating business unit is led by a C-Suite executive, with the corporate business unit currently headed by the CEO.

- Each business unit lead is responsible for delivering on the performance metrics for the particular operating business unit and (with the proactive assistance of the corporate business unit) directly (or indirectly) report to the Board and its standing committees.
- Internal communications is an important component of organizational effectiveness and transparency. Given the continued remote work environment this year, to remain connected to each other, we increased our communication to employees by issuing 27 emails from the CEO and held 7 virtual town halls to provide updates to staff, to answer questions and concerns, introduce new employees, present service awards, and mostly, to stay connected.

Talent/Succession Management - Learning & Development

- As part of Waterfront Toronto's corporate succession management strategy, we continue to update and enhance our succession planning program as we identify and mentor leadership candidates and create development plans.
- Appropriate learning and training opportunities are identified and provided for staff as well as support for all professional development memberships.
- We are underway with our MNP Review of our resources and succession planning to ensure that Waterfront Toronto is well positioned to successfully deliver on our strategic plan and key initiatives by maintaining the necessary skills, capacity and institutional knowledge to ensure operational resilience to help navigate increased demand and mitigate staff absences or departures.
- This year, all staff, Board and Panel members participated in Indigenous Cultural Safety Training with the goal of developing an understanding and promoting positive partnerships with Indigenous people.
- As part of our ongoing support in our staff's mental health, we held an interactive "mental health toolkit" session facilitated by our Employee Assistance Provider to provide our staff with coping tools to boost their mental health while working from home.
- Our HR team participated in Battling Systemic Racism in the Workplace training to educate themselves, and also joined a Government Community of Practice working group with other public sector agencies to discuss DE&I work and strategies.

Performance Evaluation and Compensation

- In 2005, Waterfront Toronto created a Pay for Performance (P4P) system, which is a method of rewarding strong employee performance by offering incentives such as salary increases and variable compensation (when applicable to the role). It is a similar concept to merit pay.
- On an annual basis, employee performance is reviewed and evaluated through our Planning for Success (PFS) process, which rates the performance of all employees against corporate and

specific personal goals. Waterfront Toronto has always applied the Pay for Performance (P4P) system through this PFS process.

- Our PFS process consists of three steps:
 - Planning (start of fiscal year) - identification of each position's core responsibilities and objectives and the definition of specific goals to be accomplished including performance measures of quality, quantity and time;
 - Continuous Feedback (mid-year) - a review of results achieved to date on required responsibilities and specific objectives, and revision of these if required; and
 - Year-end Review (end of fiscal year) – a review of work results for the year against required core responsibilities and specific objectives and assessment of achieved results.
- The employee's achievements ("the what") are assessed against the following five evaluation levels used to assess performance:
 - i) Exceeds Expectations (EE) – for an employee who is consistently exceeding expectations of core position responsibilities and learning objectives, and has achieved significant additional results beyond plan;
 - ii) Achieves Expectations Plus (AEP) – for an employee who consistently achieved all core position responsibilities and learning objectives, and has achieved some additional results beyond plan;
 - iii) Achieves All Expectations (AAE) – for an employee who consistently achieved all core position responsibilities and learning objectives;
 - iv) Achieves Some Expectations (ASE) for an employee who achieved some core position responsibilities and learning objectives, however some key expectations were not achieved; and
 - v) Expectations Not Achieved (ENA) – for an employee who has not achieved the position's core responsibilities.
- Variable compensation, for those eligible, is based on agreed goals and objectives and forms part of the contractual employment agreement.

Rewards & Recognition

- As part of a retention plan, we continuously explore new initiatives related to hours of work, telecommuting, work-life balance, professional development, corporate social responsibility, "above and beyond" recognition, and internal communications.
- While in the process of reviewing and considering modifications to our Remote Work Guideline to allow for more flexibility in working remotely, the COVID-19 pandemic occurred which caused all staff to work remotely from March 16, 2020 onwards. Although this has been unprecedented times, it has been an excellent trial period and all staff are continuing to deliver on set objectives which move the Corporation's mandate forward. We will consider and review how this will affect the guideline moving forward.

- As a temporary measure while we navigate the current remote work environment, an Interim Remote Work Guideline was put in place to outline our current work arrangement and provide guidance on expectations and allowances during this time.
- Through the recommendation of last years Wellness Audit conducted by MNP, four HR guidelines have been reviewed and revised, and approved by the CEO.
- As part of recognition and rewards, the Service Awards program was created in May 2014. In the seven years since the program started 6 staff members have received their fifteen-year service award, 30 staff have received their ten-year service awards and 62 staff have received their five-year service awards, which are presented at Staff Town Halls. The Service Awards are very well received and do much to demonstrate Management's recognition of the longevity, loyalty and hard work that is characteristic of many staff.
- We continuously research more creative ways to broaden our rewards and recognition program for the upcoming year.

HR Framework

- Waterfront Toronto currently has 36 Corporate Human Resources guidelines, which clarify working rules for staff and which are developed and updated as required.
- Waterfront Toronto offers a competitive and comprehensive benefits package with medical, dental, life insurance, long term disability, accidental death and dismemberment coverage. This year, in recognition of the mental and physical strains brought on by the pandemic and working remotely, we increased our paramedical coverage with our benefit provider for staff for psychologists/social work, chiropractic work, and physiotherapy.
- Waterfront Toronto also has an Employee Assistance Program (EAP) that assists employees and their families with personal problems and/or work-related problems that may impact their job performance, health, mental and emotional well-being. This program offers free and confidential assessments, short-term counseling, referrals, and follow-up services for employees and their household members. While this program was previously only offered to fulltime employees, we recently made it available to all staff (including contract staff) recognizing importance of supporting all employees.
- As part of our ongoing efforts to support the mental health of all our staff, we enhanced our EAP coverage this year to increase support for counselling to include face to face sessions and additional resources for staff.
- The Joint Health & Safety Committee (JHSC) is composed of staff members that together are mutually committed to improving health and safety conditions in the workplace; the JHSC stimulates or raises awareness of health and safety issues in the workplace, recognizes and identifies workplace risks and develops recommendations for the employer to address these risks. The JHSC meets on a quarterly basis, conducts monthly workplace inspections and makes written recommendations to Management for the improvement of the health and safety of workers.
- The JHSC has played an integral role in the COVID-19 Pandemic planning, meeting more regularly (15 additional meetings) and making recommendations to the Senior Management team

for strategies to help preserve the health and safety of our employees. The JHSC created a “Return to the Workplace Plan” and implemented safety measures throughout the office in preparation for our eventual return to the office, which is currently tentatively scheduled for the fall.

- As Waterfront Toronto is deemed to be a large employer in the construction industry under Workplace Safety and Insurance Board (WSIB) policies and has been recognized as an employer “achieving and maintaining zero injury, illness and fatalities,” which has resulted in a reduction of our premiums as well as validating our internal health and safety practices by receiving a refund of our WSIB employer premiums paid for the past eleven years for a total of \$421,071.
- Waterfront Toronto is committed to creating a diverse, equitable and inclusive workforce and culture. While we have had success in some areas, more must be done. An RFP to engage a consultant with a proven track record in assessing and successfully building Diversity, Equity and Inclusion (DE&I) programs in organizations is underway. The successful firm will provide recommendations and an implementation plan to achieve a diverse, resilient and united workforce.
- We want to ensure that we are reaching out to all equity seeking groups and applying a diverse, equitable and inclusive lens on all areas of Waterfront Toronto from attracting talent, to procuring and hiring consultants and contractors, to working with development partners and delivering on our philanthropic and fundraising plan.



Human Resources, Governance and Stakeholder Relations
June 10, 2021
Item 7 – Staff Performance Review for 2020/2021
R. Desrochers

Purpose	For Committee Information
Areas of note/ Key issues	<p>The Staff Performance Review for 2020/21 consists of a report highlighting some of WT’s accomplishments this year which serves as base for setting compensation adjustments for the upcoming year.</p> <p>The following is a summary of the 2020/21 Planning for Success (PFS) rating results for all 76 eligible staff below the CEO:</p> <ul style="list-style-type: none"> • Exceeds Expectations (EE) Rating – 11 staff = (14.5%) • Achieved Expectations Plus (AEP) Rating – 24 staff = (31.6%) • Achieved All Expectations (AAE) Rating – 23 staff = (30.3%) • Achieved Some Expectations (ASE) Rating – 2 staff = (2.6%) • Expectations Not Achieved (ENA) Rating – 16 staff = (21.1%) <p>This year’s proposed salary merit adjustments total \$61,584 which is 0.78% of the total payroll base for 61 eligible staff.</p> <p>These salary merit adjustments are well below the 2.5% that was included in the Board-approved 2021/22 Corporate Human Resources and Payroll budget.</p>
Next Steps	Staff Salary Adjustments for 2021/22 will be provided in Q2 of 2022

SUMMARY OF BASE COMPENSATION ADJUSTMENTS

The year 2020/21 was an extremely busy year for Waterfront Toronto with the increased pressure that the pandemic brought about.

Understandably, much of the resource and public attention were focused on the Quayside and the Port Lands Flood Protection Project. However, there is so much that has been accomplished in addition to these two projects over this past year. Some examples of our accomplishments this year include:

- Continued with improving support for Board, providing timely and quality material by briefing Chair and Chairs of committees in advance and offering briefings to other board members on various matters to improve efficiency of meetings by improving understanding of the materials at the board.
- Implementing our largest, complex infrastructure program on the Waterfront, the \$1.2 B Port Lands Flood Protection (PLFP) Project, which included: excavating the new river and inserting liner, managing the soil remediation, demolishing several buildings, and completing a new stormwater treatment plant, relocating utilities and building new roadways.
- Design leadership on all aspects of the Port Lands Flood Protection Project, including parks, roads, bridges, and the river valley.
- Significant enhancement of the performance of the Design Review Panel and successfully recruited our first Indigenous member to that panel.
- Completed a graphic production of revised Design Review Handbook.
- Design leadership and strategic decision-making on York Street Park (aka Love Park) and on continued improvements to Queens Quay West.
- Provided support to the City, Infrastructure Ontario and Metrolinx on transit possibilities along the waterfront.
- Working with the City on 30% Design work for the Waterfront LRT.
- “Plan B” developed and phasing approach for Destination Play subsurface works resolved and Waterfront Walk concept costing complete.
- Conducted research in support of CEO to look at attributes of recognized successful waterfronts across the world in context of support for WT’s strategic plan and the future of Quayside.
- Completed Phasing Report and Portal Study for City of Toronto.

- Pre-Planning for the TPAP process for Waterfront Transit is underway.
- A Beta version of a Definitive Map with comment tracking log created to ensure user input is addressed going forward.
- Delivered a successful public art program including installation of Aitken Place Park, issued an RFP for Destination Piece for Sherbourne Common, procured an Indigenous Art Curator for West Don Lands, three temporary art installations completed, advanced PLFP Art Trail conversation with potential funder and a public art consultant procured and underway for Villiers Island and Keating West Public Art Plan.
- Although the Quayside project dominated the public and corporate attention, a number of other development projects proceeded in East Bayfront and West Don Lands: including but not limited to: Aquavista land payment of \$12.4M, Aquabella land transfer, T3 land transfer, R6 Term Sheet completed, Rekai executed new DA and Occupancy of River City 4.
- Negotiated with SWL until their departure, holding them to WT's standards and gaining commitments both financial and technical perspectives needed for WT to stay in the deal.
- Completed market soundings for the Developer RFP for SWL and a second round for the new RFP post SWL.
- Formulated a new vision for Quayside that received the buy in of the Board, governments, community and development industry (over 375 downloads of the RFQ).
- Dealt with all communications around SWL withdrawal limiting media stories to 24 hours.
- Created communications regarding "plan B" for Quayside following June 2020 Board decision to proceed with a new procurement process.
- Quayside RFP finished but release date moved to June 2021 and again until July 2021.
- Public and SAC engagement program developed and being delivered.
- Ensured options for Environmental, Social, and Governance (ESG) reporting frameworks were included in the Integrated Annual Report.
- Completed and released the Minimal Green Building Requirements V3.
- Negotiated with Ports TO on acquisition of the Parliament Slip.
- Successfully completed and gained Board approval of our first ever Integrated Annual Report (i.e. integration of Annual Report with Corporate Social Responsibility and Sustainability Report), which also contained KPI results compared to targets for the first time (which was a key OAG recommendation) in June 2020.
- Successfully completed and gained Board approval of our Rolling Five Year Strategic Plan 2021/22 – 2025/26 with theme *Now More Than Ever*, including 2021/22 Corporate Plan, performance measure targets, key aspects of fundraising action plan as well as increased focus on Diversity, Equity and Inclusion in December 2020.

- Favourable follow up Audit report released December 2020 which reported that WT had fully implemented 20 of 22 (91%) action items, with remaining two “in process of being implemented” and in addition, completed Continuous Follow Up submission in March 2021 to Ontario OAG with regards to status and progress on two remaining recommendations.
- Participated in Tri-Government Working Group weekly meetings regarding funding, projects, audits and specific workshops regarding the Tri-government strategic review of WT to ensure that the final report is factually correct and fairly represents WT’s strategic objectives and views.
- Attended all quarterly IGSC meetings: making presentations related to WT’s Integrated Annual Report as well as liquidity and funding.
- Secured Borrowing Consent Extension to March 2023 and we will continue to seek approval for our new Borrowing Consent Amendment and support the Tri-Government strategic review.
- Secured adequate and cost-effective corporate insurance coverage for fiscal 2020/21 in collaboration with WT’s insurance broker.
- Managed funding risk associated with impact of COVID-19 particularly on City of Toronto’s liquidity situation, met with City Controller and three governments to implement a revised funding plan for 2020.
- Maintained excellent working relationship with bank, CIBC and negotiated four-month extension of \$40M credit facility pending delay in government consent execution due to COVID-19.
- Completed procurement and awarded Commodity Tax Review to PWC on a contingency fee basis (i.e. WT does not pay any fees if no savings are found).
- Established formal approval and monitoring internal controls and transparent reporting around WT’s internal use of cash (internal borrowing).
- Renewed the Corporate insurance policy to ensure appropriate coverages to mitigate risk to the Corporation and its Directors and Officers and despite a very hard market, we were able to maintain coverages and restrict over increase in premium to 37% overall (\$220K vs. \$161K in 2020), which is considered very good.
- Addressed a significant number of critical post go-live ERP issues, including: upgrade testing to v. 10.0.15.
- Proponent selected for new Corporate website and redesign underway.
- Developed WT’s first ever Cyber Security Program, which includes a formal risk assessment process and new Cyber Security Taskforce and created a new Cyber Security Risk Profile dashboard.
- Annual Cyber Security training established for all staff and on-going email security awareness training competitively procured.

- Continued to manage COVID impact on Staff through IT resources and an increased volume of Joint Health and Safety Committee meetings.
- Created a Return to the Workplace Plan and implementation of safety measures throughout the office in preparation of when we do return to the workplace.
- To continue to keep connected to each other, we increased our staff townhalls (virtually) and weekly employee communications from the CEO.
- As part of our ongoing efforts to support the mental health of all our staff, we enhanced our employee benefit coverage for our Employee Assistance Program which provides support and on-line tools to staff and held interactive sessions that also provided coping tools while working from home.
- Commenced the roll-out of our Diversity, Equity & Inclusion (DE&I) program by providing Indigenous Cultural Safety Training for all staff, board members and panel members – in four different groups from August to December 2020.
- Our HR team not only participated in Battling Systemic Racism in the Workplace training to educate themselves, and also joined a Government Community of Practice working group with other public sector agencies to discuss DE&I work and strategies.
- Our job postings were revised to reinforce the Corporation's commitment to building a representative workforce and foster a positive and progressive workforce.
- An RFP to hire a Consultant to assist with the DE&I program is underway.

The combination of day-to-day remote work and major projects meant the Staff has had to deliver on their day-to-day project responsibilities as well as undertake corporate-wide work, resulting in heavy workloads. These results happened as a result of extraordinary staff commitment and exceptional performance.

I am pleased to provide my performance rating recommendations to recognize the exceptional efforts that our Team has accomplished in 2020/21.

The following is a summary of the 2020/21 PFS rating results for all eligible staff:

76 Staff below the CEO:

- Exceeds Expectations (EE) Rating - 11 staff = (14.5%)
- Achieved Expectations Plus (AEP) Rating – 24 staff = (31.6%)
- Achieved All Expectations (AAE) Rating – 23 staff = (30.3%)
- Achieved Some Expectations (ASE) Rating – 2 staff = (2.6%)
- Expectations Not Achieved (ENA) Rating – 16 staff = (21.1%)

For comparison purposes, the results for 2019/20 for the 71 Staff below the CEO were:

- Exceeds Expectations (EE) Rating – 9 staff = (12.7%)
- Achieved Expectations Plus (AEP) Rating – 27 staff = (38.0%)
- Achieved All Expectations (AAE) Rating – 30 staff = (42.3%)
- Achieved Some Expectations (ASE) Rating – 1 staff = (1.4%)
- Expectations Not Achieved (ENA) Rating = 4 = (5.6%)

Through the pre-established P4P program, all employees who meet performance expectations, have an opportunity to receive an adjustment to salary based on his/her performance rating (the PFS process) which allows employees to progress through their salary grade range, based on individual performance.

This year's proposed salary merit adjustments total \$61,584 which is 0.78% of the total payroll base of \$7,850,402 (of the 61 staff eligible for salary treatment at, March 31, 2021).

These salary merit adjustments are well below the 2.5% estimate that was included in the Board-approved 2021/22 Corporate Human Resources and Payroll budget of \$16.1 million.

The CEO will discuss his recommendations and further restraint measures with the Committee at the meeting.



**Human Resources, Governance and Stakeholder
Relations (HRGSR) Committee
June 10, 2021
Item 14 – Resolutions Arising from the Closed Session
HRGSR Committee Members**

ON MOTION duly made by [●] and seconded by [●] and carried, it was **RESOLVED** that the Minutes of the Closed Session of the HRGSR Committee meeting held on March 4, 2021 be approved as tabled.