

TORONTO SENIORS HOUSING CORPORATION (TSHC)

QUALITY AND TENANT ENGAGEMENT

Terms of Reference

(Approved by Board on Nov. 23, 2021 – Updated at January 13, 2022 meeting)

Purpose

The Quality and Tenant Engagement Committee (the Committee) is a standing committee of Toronto Seniors Housing Corporation (the Corporation) Board of Directors (the Board). The purpose of the Committee is to monitor significant financial planning, management, reporting, and risk matters of the Corporation.

Accountability

The Committee is accountable to:

- The Board

The Committee will retain external advisors as appropriate to provide relevant expertise and any other support as required or deemed appropriate, following a Board-approved selection process.

Applicable Policies and Documents

As determined by a resolution of the Board from time to time.

Committee Membership

The Committee consists of a minimum of two, all of whom are members of the Board of Directors, are independent of the Corporation's management and are financially literate. At least one member should have an accounting background or related financial management experience. The Board Chair is an ex Officio non-voting member of the Committee.

The Board shall appoint one of the Committee members to be the Committee Chair.

Committee members are appointed for a one-year term with the possibility of renewal.

Meetings, Meeting Schedule and Frequency

The Committee meets once in advance of every Board meeting. The Committee may choose to hold additional meetings if it considers them necessary for it to carry out its responsibilities effectively. Meetings can be held at any time and place as determined by its members, provided notice of such meeting is given to each member of the Committee. Meetings may be held by teleconference or videoconference, provided members have a means to vote. If members cannot participate in person, they may participate in a meeting that is held in-person via the teleconference or telephone.

A majority of the Committee shall constitute a quorum for the transaction of business at any meeting thereof, and the act of a majority of the members of the Committee present at any meeting at which a quorum is present shall be the act of the Committee. The Chair, or in his or her absence, one of the directors shall preside at all meetings of the committee.

As an ex-officio member of the Committee, the Board Chair has voting rights at the Committee meetings that they attend. The Board Chair's attendance is not counted to determine whether a quorum is present at a meeting.

In the event of a vote that results in a tie, the Chair of the Committee has a casting vote.

Committee meetings are subject to the Board of Directors Closed Meetings Policy

Committee meetings are open to the public

Committee meetings are open to deputations as per the Corporation's Deputations Policy

Minutes of meetings will be available to the Board.

Responsibilities

- Oversee the corporation's strategic plan, and operational performance including areas of building operations, tenant engagement, tenant safety, confronting anti-black racism, stakeholder relations and partnerships.
- Act as the lead Board standing committee in overseeing the development of the Corporation's strategic plan.
- Establish reporting framework for progress against strategic plan including metrics, annual targets, and milestone objectives.
- Receive semi-annual reports from management on progress against the Corporation's Strategic Plan.
- Establish operational performance framework including key performance indicators with annual targets.
- Monitor operational performance of the Corporation as measured by key performance indicators through quarterly performance reports.
- Work in conjunction with Toronto Community Housing on items where there is a high degree of shared responsibility and accountability between the two corporations.

The Committee will:

- assume other related responsibilities as assigned to the Committee by the Board.

Committee Performance

The Committee will:

- Ensure members are provided with the appropriate resources and education to fulfill the Committee's responsibilities.

- Monitor the performance and effectiveness of the Committee and its individual members will be assessed annually as part of the Board's evaluation process.
- Review the terms of reference every six months

The Board will review the committee's charter on an annual basis to ensure that it remains appropriate to the circumstances of the Corporation and of the Board.