

**TORONTO SENIORS HOUSING CORPORATION (TSHC)
CORPORATE GOVERNANCE AND
HUMAN RESOURCES COMMITTEE MEETING (CGHRC)**

**Date: November 7, 2023
Time: 4:00 – 5:30 pm
Location: WebEx & Livestream**

Agenda

Item	Time	Description	Action	Supporting Documents	Presenter
1.	4:00 2 min	Chair's Remarks	Information	N/A	Chair
2.	4:02 2 min	Land and African Ancestral Acknowledgements	N/A	N/A	Chair
3.	4:04 1 min	Approval of Public Meeting Agenda	Approval	Agenda	Chair
4.	4:05 1 min	Chair's Poll re: Conflict of Interest	Declaration	N/A	Chair
5.	4:06 2 min	Approval of CGHRC Public Minutes of Meeting of September 20, 2023	Approval	CGHRC Public Minutes of Meeting of September 20, 2023	Chair
6.	4:08 2 min	Approval of CGHRC Closed Session Minutes of Meeting of September 20, 2023	Approval	CGHRC Closed Minutes of Meeting of September 20, 2023	Chair
7.	4:10 2 min	Action Items Review	Information	Action Item List	Chair

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Item	Time	Description	Action	Supporting Documents	Presenter
8.	4:12 5 min	CEO Update	Information	Verbal Report	Jill Bada
9.	4:17 10 min	Governance - Board Committee Membership and Committee Chair Process	Information	Report	Fareed Amin
10.	4:27 1 min	Adjournment	Approval	N/A	Chair

Toronto Seniors Housing Corporation (TSHC)

Corporate Governance and Human Resources (CGHRC)

Date: September 20, 2023

Time: 4:00 pm

Location: WebEx and Livestream

Draft Minutes

The Corporate Governance and Human Resources Committee of the TSHC Board held its meeting on September 20, 2023, at 4:00 pm via WebEx video conference. This meeting was livestreamed.

Members in attendance:

- Councillor Crisanti, *Committee Chair, Director*
- Brenda Parris, *Director*
- Lawrence D'Souza, *Director*
- Maureen Clohessy, *Tenant Director*
- Warren Law, *Director*

TSHC staff present:

- Jill Bada, *Interim Chief Executive Officer*
- Carol Francis, *Director, People and Culture* Dave Slater
- Brad Priggen, *Director, Operations*
- Grant Coffey, *Director, Strategy and Business Management*
- Vince Truong, *Interim Finance Lead*
- Arlene Howells, *Director, Engagement, Partnerships and Communications(I)*
- Fatima Mahmood, *Executive Assistant*
- Tina Ferreira, *Executive Assistant to CEO*
- Liz Dizig, *Interim Executive Assistant, Recording Secretary*

Item 1: Chair's remarks

The Chair called the meeting to order and welcomed the committee and Jill Bada to her first meeting as Interim Chief Executive Officer. The Chair stated this meeting is being live streamed on YouTube.

Item 2: Land and African Ancestral Acknowledgements

The Chair began with the Land and African ancestral acknowledgements.

Item 3: Approval of public meeting agenda

The Chair asked if there were any additions to the public meeting agenda. Hearing none.

Motion: Upon motion, duly made by Warren Law, and seconded by Brenda Parris, and all in favour, it was resolved that the public meeting agenda, as presented, is hereby approved.

Item 4: Chair's poll re: conflict of interest

The Chair requested that members of the committee declare if they had a conflict with any agenda item.

No conflicts were declared.

Item 5: Approval of CGRC public minutes of meeting of May 16, 2023

The Chair tabled the public minutes of the May 16, 2023, meeting and asked that they be taken as read.

Motion: Upon motion, duly made by Warren Law, and seconded by Brenda Parris, it was resolved that the public minutes of May 16, 2023, as tabled, are hereby approved.

Item 6: Approval of CGHRC closed minutes of meeting of May 16, 2023

The Chair tabled the closed minutes of the May 16, 2023, meeting and asked that they be taken as read.

Motion: Upon motion, duly made by Brenda Parris, and seconded by Warren Law, it was resolved that the closed session meeting minutes of May 16, 2023, as tabled, are hereby approved.

Item 7: Action items review

At the invitation of the Chair, Grant Coffey reviewed the action item list and noted all action items are either still in progress or have been completed.

Item 8: CEO update

At the invitation of the Chair, Jill Bada, Interim CEO stated that as of August, we have two new board members. Maureen Clohessy, tenant director and Councillor Amber Morley. Jill Bada also thanked Councillor Pasternak who has concluded his time on our board.

Jill Bada provided the following highlights to the Committee:

- Staff are very focused on translating the Interim Strategic Directions into real performance management plans.
- Planning for 2024 performance goals for staff has begun and the 2023 performance management plans are being completed.
- Staff are in the initial stage of the 2024 budget, working with the City and TCHC on the consolidated TSHC/TCHC submission to the City. More details will come forward to the Audit Finance and Risk Committee and the Board in the coming weeks.
- More updates will come on the overall governance work plan and the work that was developed with the CGHRC in late 2022.
- More information will be shared later regarding the request made to rename Bathurst Place at 3036 Bathurst Street.

Jill Bada welcomed to her first meeting of this Committee our new Director of People and Culture, Carol Francis and noted that Carol Francis will provide a further update on our continued efforts highlighting the activities of confronting Anti Black Racism as well as upcoming Employee Engagement/EDI Census Survey.

Item 9: Re-Naming: 3036 Bathurst Street

At the invitation of the Chair, Grant Coffey, Director of Strategy and Business Management provided a high level overview of the background material that was circulated to CGHRC prior to this meeting.

The request was made to TCHC in 2021 from Councillor Mike Colle with a recommendation to rename Bathurst Place to “The Michael Feldman Place” in honour of the deceased Michael Feldman, former Councillor, Deputy Mayor and housing advocate. The request was forwarded from TCHC to TSHC in March of 2023. Since being referred, TSHC has worked with the City of Toronto's Strategic Partnerships Office to align a new process for TSHC with established protocols and guidelines of the City. TSHC staff also met with Councillor Pasternak and Councillor Colle’s office to review the proposed process that mirrors the City process and the next steps on proceeding with an application to change a property name.

A vote was taken by the Chair that CGHRC approve and recommend to the Board of Directors to:

1. Approve the draft Property Naming Process for TSHC buildings as outlined in Attachment 1.
2. Direct TSHC staff to follow the City’s Commemorative Naming Process and continue to assess and work with Councillor Colle’s office on the proposed name change for 3036 Bathurst St. (Bathurst Place).

The recommendation was unanimously agreed upon.

Item 10: Governance Work-Plan Update

At the invitation of the chair, Grant Coffey provided an update on the status of the Governance Work Plan. The report was circulated to CGHRC members prior to the meeting. A summary of all the items in the work plan and the status of each of the items is included in the package.

It was noted by Grant Coffey that this work plan has been aligned into the Interim Strategic Directions. It is being monitored through the Interim Strategic Directions process that is also reported at the QTEC meeting. This work plan will be used for the remainder of 2023 and staff will revisit in 2024 if there needs to be a further review of the actual work plan.

Item 11: People and Culture Update Report

At the invitation of the chair, Carol Francis provided an update on the Confronting Anti-Black Racism (CABR) training and Employee Engagement/Equity Diversity and Inclusion (EDI) Survey Employee Engagement Inclusion Survey.

Confronting Anti-Black Racism (CABR) training

Toronto Seniors Housing, together with the Centre for Advancing the Interests of Black People, launched training in support of the Confronting Anti-Black Racism (CABR) Strategy that was established in 2020. This training will help employees to increase their understanding of anti-Black racism; recognize and identify how anti-Black racism appears in the workplace and how it affects the organizational culture, and our ability to provide service delivery to tenants and identify how to apply an anti-Black racism lens to our work.

It was noted that training is being delivered in-person by staff from the Centre for Advancing the Interests of Black People. The full-day training began in April, 2023 and to date 213 staff have completed the training. Three days of training have been scheduled for the week of September 25, 2023. Additional training dates will be scheduled.

ACTION ITEM: As requested by Brenda Parris, Staff to provide the number of Board members who have already received CABR Training and also provide a list of future training dates.

Employee Engagement/EDI Census Survey

Carol Francis provided a brief update regarding the Employee Engagement/EDI Census Survey noting in May 2023, TSHC issued an RFP and the contract was

awarded to Flex Surveys, a Toronto-based research firm that exclusively works on workplace related surveys.

The target survey release date is November 1, 2023. This survey will assist TSHC to develop a unique culture with purpose and intent and will help to achieve our mission and mandate. Work has been completed on defining our requirements and preparations are underway to issue an RFP to qualified vendors. The anonymous survey will consist of a series of questions on a wide range of topics.

Carol Francis noted that results will be tabulated and reported on multiple levels to identify key drivers, overall scores, and additional data. Action plans will be developed based on these results. A multi-year cycle is being proposed to ensure staff can measure progress and make course corrections as required.

Carol Francis opened the floor to any questions where a detailed discussion took place.

Item 12: Motion to move into closed session

Motion: Upon motion, duly made by Warren Law, and seconded by Maureen Clohessy, it was resolved that the meeting move into closed session.

Item 13-15: Closed Session

Item 16: Adjournment

The Chair thanked the committee members, staff and all the presenters for their attendance and contributions and requested the meeting be adjourned.

Motion: Upon motion, duly made by Warren Law, and seconded by Brenda Parris, it was resolved and declared the meeting adjourned.

Councillor Crisanti, Chair
Corporate Governance and Human Resources Committee (CGHRC)

**TORONTO SENIOR HOUSING CORPORATION (TSHC) Corporate
Governance and Human Resources Committee
Action Item List as of November 2023**

	Meeting Arising From	Description	Resp	Status
1.	March 15, 2023	Address and clarify at the next STAC meeting the topic of accessibility committee.	Grant Coffey	In Progress
2.	May 16, 2023	Staff to provide a more detailed analysis of what scope of partnership agreement and effectiveness zone means.	Arlene Howells	In Progress – will be addressed through QTEC
3.	September 21, 2023	Staff to provide the number of Board members who have already received CABR Training and also provide a list of future training dates.	Carol Francis	In Progress
Completed Action items				
1.	March 11, 2022	Ms. Brenda Parris requested that the Religious Policy be revisited at a future time.	Dave Slater	Completed
2.	March 11, 2022	Ms. Brenda Parris requested the committee consider at a future time to extend the scope of family leave to include five days of leave as opposed to the current one day of leave for aunt, niece, uncle, nephew and cousin in bereavement policy	Dave Slater	Completed

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3.	January 17, 2023	Fareed Amin to discuss with City officials how we could potentially accommodate our existing board members to complete their 'cycle' and also find a way to keep some of our members to stay on for continuity purposes	Tom Hunter	Completed
4.	March 15, 2023	It was suggested by Fareed Amin that staff explore the possibility of creating a condensed version of the final annual report	Grant Coffey	Completed
5.	March 15, 2023	Brenda Parris asked that staff follow up and determine what percentage of capital projects and funds are going to the Seniors portfolio.	Brad Priggen	Completed
6.	May 16, 2023	Provide further information on the regional funds available for capital projects, including the dollar value of the funds.	Brad Priggen	Completed
7.	May 16, 2023	Add the following to the board committee feedback survey: <ul style="list-style-type: none"> • How easy was it to access the meeting; • Space for "any additional comments". 	Grant Coffey	Completed

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8.	May 16, 2023	Arrange board member attendance for CABR training sessions either collectively or individually.	Dave Slater	Completed
9.	May 16, 2023	Review the capital policy and report back on various options. Investigate the process to increase the \$1,500 capital threshold. Staff to investigate the impact of public sector accounting board standards.	Vince Truong	Completed
10.	May 16, 2023	Requested further information on the regional funds available for capital projects, including the dollar value of the funds.	Vince Truong	Completed
11.	May 16, 2023	Staff to provide a list of partnerships and identify the scope of work to determine if partner is doing what is expected.	Arlene Howells	Complete

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Corporate Governance and Human Resources Committee Meeting

Topic: Proposed Board Committee Membership and Committee Chairs

Item #9

November 7, 2023

Report: BD: November 7, 2023, #9

To: Corporate Governance and Human Resources Committee
(CGHRC)

From: Fareed Amin, Board Chair

Date: October 24, 2023

Purpose: For Information

RECOMMENDATION:

It is recommended that the Corporate Governance and Human Resources Committee (CGHRC) receive this report for information.

REASONS FOR RECOMMENDATION:

The purpose of this report is to consult with the CGHRC on the proposed Board Committee Membership and Committee Chairs contained in Attachment 1 to this report.

As part of a commitment to transparent and effective governance, a new Selection and Appointment Process for Committee Membership and Committee Chairs was approved by the Board of Directors on August 3, 2023. In accordance with the new process, the Board Chair is responsible for making recommendations as to Board Committee membership and Committee Chairs.

Following the Board approval, all Board Directors were canvassed to in order to determine their preferences for Committee appointments and their interests in

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pursuing the Committee Chair position for the Committee(s) they are members of. The proposed Board Committee Membership and Committee Chairs outlined in Attachment 1 reflect those preferences and interests. In the proposed Committee composition, all Board members are accommodated in their first-choice Committee, all existing Chairs indicated an interest to continue and no other Board members expressed an interest to Chair a Committee, and each Committee will have five members.

The structured process of appointing Board members to Committees aligned with their interests, coupled with the expanded membership of the three Committees, will enhance the efficacy of discussions at both the Committee and Board levels. With this enhancement, Committee level discussions will offer more specialized and in-depth insights and recommendations within their designated areas, while Board level discussions will primarily focus on high-level strategic matters that concern the overall direction and goals of the organization.

CGHRC members' input and feedback are important in ensuring the effective functioning of the three Committees. As for the next step, a report with the proposed Board Committee and Committee Chair appointments will be brought forward to the Board for approval.

Fareed Amin

Board Chair

List of Attachments:

Attachment 1 – Proposed TSHC Board Committee Membership and Committee Chairs

Toronto Seniors Housing Corporation (TSHC)

Proposed Board Committee Chairs and Committee Membership

Committee	Members
Audit, Finance and Risk Committee (AFRC)	Lawrence D'Souza (Chair) Warren Law Paul Raftis Brenda Parris Fareed Amin (Ex Officio)
Quality and Tenant Engagement Committee (QTEC)	Linda Jackson (Chair) Deputy Mayor Amber Morley Maureen Clohessy Jim Meeks Fareed Amin (Ex Officio)
Corporate Governance and Human Resources Committee (CGHRC)	Councillor Vincent Crisanti (Chair) Brenda Parris Lawrence D'Souza Warren Law Fareed Amin (Ex Officio)