The Board of Directors (“Board”) of the Toronto Community Housing Corporation (“TCHC”) held a public meeting on April 29, 2019 at 10:15 a.m. in in the Main Floor Conference Room at 931 Yonge Street, Toronto and via teleconference.

Directors in Attendance:  
Brian Smith  
Councillor Ana Bailão (left at 12:38 p.m.)  
Amanda Coombs  
Debbie Douglas  
Ubah Farah  
Councillor Paula Fletcher (arrived at 10:48 a.m.)  
Councillor Michael Ford (left at 10:25 a.m. & rejoined at 11:35 a.m.)  
Linda Jackson (via teleconference)  
Nick Macrae (left at 12:05 p.m.)

Directors Absent:  
N/A

Management present:  
William Anderson, Senior Director, Community Safety Unit  
Luisa Andrews, Vice President, Information Technology Services  
Cathy Barker, Vice President, Human Resources  
Rose-Ann Lee, Chief Financial Officer & Treasurer  
Hugh Lawson, Acting Vice President, Tenant & Community Services  
Graham Leah, Vice President, Asset Management  
Bruce Malloch, Director, Strategic Communications  
Kevin Marshman, President & Chief Executive Officer  
Melanie Martin, Senior advisor, OCHE  
Darragh Meagher, General Counsel & Corporate Secretary (Interim)  
Allen Murray, Senior Director, Operations
ITEM 1   CHAIR’S REMARKS

The Chair welcomed everyone to the Board meeting and advised everyone that he will be chairing today’s meeting. The Chair noted the Acknowledgement of the Land and provided the Board with the following highlights since the last Board meeting.

184 River Street Fire
The Chair requested everyone take a moment to reflect on the tragic loss of life that happened in a fire at 184 River St. in Regent Park last weekend. Despite the efforts of first responders who rescued an adult male tenant and rushed him to hospital, sadly he did not survive. TCHC offers condolences to his family and loved ones, his fellow tenants and the staff of 184 River St. and the Regent Park community.

The Ontario Fire Marshal continues to investigate the fire, and TCHC’s cooperating fully with the investigation.

This tragic event underscores why TCHC must be constantly vigilant when it comes to fire safety. Although there were positive trends in fire safety across TCHC’s portfolio in 2018 compared with 2017, including fewer serious fires and fatalities, we consider any fatal fire to be one too many.

Guests
The Chair welcomed Deputy Fire Chief Jim Jessop, Toronto Fire Services
Romeo-Beehler and Michael Hawtin from PricewaterhouseCoopers.

**Board Updates**

The Chair informed everyone on some recent changes in the membership of the Board since TCHC’s February 27th meeting.

- Kevin Marshman resigned as Board Chair effective April 3, 2019 in order to begin his role as TCHC’s President and Chief Executive Officer.
- Mr. Colin Lynch has resigned from the Board. Mr. Lynch was TCHC’s Vice Chair and Chair of the Building Investment, Finance and Audit Committee.
- Ms. Wendy Kelley has resigned from the Board. Ms. Kelley was Chair of the Governance, Communications and Human Resources Committee.

The Chair thanked Mr. Lynch and Ms. Kelley on behalf of the Board for their service to TCHC and its tenants.

The City of Toronto (“City”) is conducting a process to select candidates to fill the vacant Board positions and to appoint a new Board Chair.

**Report on the confidential session**

There were several items approved which include the following:

- Lawrence Heights Block 1A – Request for Additional Funding;
- Contract Award: Supply of Appliances;
- Contract Award: Sprinkler Replacement at Danforth/Midland (RFQ 19009);
- Combined Heat and Power (CHP) Update Report (March 2019); and
- TCHC Business Transformation Project (IHMS).
DEPUTATIONS

The Chair polled for any deputations to be heard at the meeting. The following deputations were presented:

- Item 2A – Approval of Public Meeting Agenda (*Deputed by Cathy Birch*);
- Item 2D - Business Arising from Public Meeting Minutes and Action Items Update of September 27, 2018 (*Deputed by Catherine Wilkinson*);
- Item 2E – Annual Information Return (*Deputed by Cheryl Duggan*);
- Item 2F – TCHC Report Back to City Council on Community Safety Response (*Deputed by Catherine Wilkinson, Miguel Avila and Cheryl Duggan*);
- Item 2G – OCHE 2018 Annual Report (*Deputed by Catherine Wilkinson and Cheryl Duggan*);
- Item 2H – AGM Process for TCHC and Its Subsidiaries (*Deputed by Cheryl Duggan*);
- Item 2I – 2018 Annual Report and Letter to Shareholder (*Deputed by Catherine Wilkinson and Cheryl Duggan*);
- Item 3 – TFS and TCHC Public Education Program *Deputed by Catherine Wilkinson and Miguel Avila*;
- Item 4A – Monthly President’s Report – January, February and March 2019 (*Deputed by Cheryl Duggan*);
- Item 5A – Tenant Engagement - Refresh Update (*Deputed by Scott Guzman, Cathy Birch, Catherine Wilkinson and Cheryl Duggan*); and
- Item 7B– Auditor General Development Report (*Deputed by Miguel Avila*).
CONSENT AGENDA ITEMS

ITEM 2 APPROVAL OF CONSENT AGENDA ITEMS

The following items were not held for discussion:

- Item 2B – Chair’s Poll re: Conflict of Interest;
- Item 2C – Confirmation of Board of Directors’ Public Meeting Minutes of February 27, 2019; and
- Item 2J – Revisions to Board-Related Policies.

The following items were held for discussion:

- Item 2A – Approval of Public Meeting Agenda;
- Item 2D – Business Arising from Public Meeting Minutes and Action Items Update of February 27, 2019;
- Item 2E – Annual Information Return;
- Item 2F – TCHC Report Back to City Council on Community Safety Response;
- Item 2G – OCHE 2018 Annual Report;
- Item 2H – AGM Process for TCHC and Its Subsidiaries;
- Item 2I – 2018 Annual Report and Letter to Shareholder; and

Motion carried ON MOTION DULY MADE by Mr. Macrae, seconded by Ms. Douglas and carried, the Board approved the following consent agenda items: Items, 2B, 2C and 2J.
ITEM 2A  APPROVAL OF PUBLIC MEETING AGENDA

_Deputation by Cathy Birch was received with respect to this item._

The agenda was approved with the following changes:

- Item 2K: Review of PAC Charter – Deferred to the next Board meeting; and

_Motion carried_  **ON MOTION DULY MADE** by Mr. Macrae, seconded by Ms. Douglas and carried, the Board approved the revised agenda.

ITEM 2B  CHAIR’S POLL RE: CONFLICT OF INTEREST

The Chair requested members of the Board to indicate any agenda item in which they have a conflict of interest, together with the nature of the interest. **No conflicts were declared.**

ITEM 2C  CONFIRMATION OF BOARD OF DIRECTORS’ PUBLIC MEETING MINUTES OF FEBRUARY 27, 2019

The Board had before it the draft public minutes for February 27, 2019.

_Motion carried_  **ON MOTION DULY MADE** by Mr. Macrae, seconded by Ms. Douglas and carried, the Board confirmed the above-captioned minutes without amendments.

ITEM 2D  BUSINESS ARISING FROM THE PUBLIC MEETING MINUTES AND ACTION ITEMS UPDATE OF FEBRUARY 27, 2019

_Deputation by Catherine Wilkinson was received with respect to this item._
ITEM 2E  ANNUAL INFORMATION RETURN  TCHC:2019-17

Motion carried  ON MOTION DULY MADE by Mr. Macrae, seconded by Councillor Bailão and carried, the Board received the report for information.

Deputation by Cheryl Duggan was received with respect to this item.

The Board had before it the above-captioned report (TCHC:2019-17) from the Chief Financial Officer and Treasurer.

Motion carried  ON MOTION DULY MADE by Mr. Macrae, seconded by Councillor Bailão and carried, the Board unanimously approved the recommendations in this report:

1. Approve the Annual Information Return of Toronto Community Housing Corporation for the year ended December 31, 2018 and;
2. Authorize the appropriate staff to take the necessary actions and execute all documents as may be necessary to give effect to the above recommendation.

ITEM 2F  ON COMMUNITY SAFETY RESPONSE  TCHC:2019-09

Motion carried  ON MOTION DULY MADE by Mr. Macrae, seconded by Councillor Bailão and carried, the Board received the report for information.

Deputation by Catherine Wilkinson, Miguel Avila and Cheryl Duggan was received with respect to this item.

The Board had before it the above-captioned report (TCHC:2019-09) from the Senior Director, Community Safety Unit.

Mr. Anderson presented the report, answered questions and accepted feedback from the Board. Points of discussion between the Board and Management included the following:

- Whether the Youthworx can be expanded;
- Diversification in staff recruitment;
- Formalizing training components and working with vendors to provide on
• the job training in hopes of keeping youth engaged in the program;
• Stronger TCHC attendance at community meetings;
• Importance of TCHC’s connection to the community not just TCHC’s property lines;
• Tenant engagement session re: community safety; and
• Mental health training for CSU officers.

Lastly, the Board requested Management to provide the name of the external party providing diversity and including training offline.

Motion carried

ON MOTION DULY MADE by Mr. Macrae, seconded by Councillor Bailão and carried, the Board unanimously approved the recommendations in this report:

1. Approve the content of the attachment to be used for TCHC’s response to the City Council direction, item CC44.14; and

2. Authorize the appropriate staff to take all necessary actions to implement the above recommendation.

Action Item: Management to provide a report on:
• tenant demographics and new CSU recruitment demographics (i.e. gender, ethnicity and language diversity etc.); and
• a plan for a more integrated community safety response.

ITEM 2G OCHE 2018 ANNUAL REPORT TCHC:2019-02

Deputation by Catherine Wilkinson and Cheryl Duggan was received with respect to this item.

The Board had before it the above-captioned report (TCHC:2019-02) from the Commissioner of Housing Equity.

Motion carried

ON MOTION DULY MADE by Mr. Macrae, seconded by Councillor Bailão and carried, the Board received this report for information.
ANNUAL GENERAL MEETING PROCESS
ITEM 2H FOR TCHC AND ITS SUBSIDIARIES TCHC: 2019-08

Deputation by Cheryl Duggan was received with respect to this item.

The Board had before it the above-captioned report (TCHC:2019-08) from the General Counsel and Corporate Secretary (Interim).

Motion carried ON MOTION DULY MADE by Mr. Macrae, seconded by Councillor Bailão and carried, the Board unanimously approved the recommendations in this report:

(1) authorize the President and Chief Executive Officer or designate to represent the sole shareholder, TCHC, and conduct annual meetings of the shareholder via written resolution in the form attached as Appendix 1, for the following subsidiaries that are wholly-owned by TCHC:

i. 2001064 Ontario Inc.;
ii. Access Housing Connections Inc.;
iii. Alexandra Park Development Corporation;
iv. Allenbury Gardens Development Corporation;
v. Don Mount Court Development Corporation;
vi. Leslie Nymark Development Corporation;
vii. Railway Lands Development Corporation;
viii. Regent Park Development Corporation;
ix. Toronto Affordable Housing Fund;
x. Toronto Community Housing Enterprises Inc.; and

(2) authorize the President and Chief Executive Officer, and the Interim General Counsel and Corporate Secretary, and their respective designates, to take all actions and execute all necessary documents to implement the above resolutions.
Deputation by Cathy Birch and Cheryl Duggan was received with respect to this item.

The Board had before it the above-captioned report (TCHC:2019-13) from the President and Chief Executive Officer.

Motion carried

ON MOTION DULY MADE by Mr. Macrae, seconded by Councillor Bailão and carried, the Board unanimously approved the recommendations in this report:

1. Approve the 2018 Annual Report and Letter to the Shareholder (Attachments 1 and 2 to this report);
2. Authorize the President and CEO (or designate) to forward the 2018 Annual Report and Letter to the Shareholder to the City of Toronto’s City Manager; and
3. Request that the Chair of the Board and the President and CEO attend TCHC’s Annual General Meeting at the City of Toronto’s Executive Committee.

The Board had before it the above-captioned report (TCHC:2019-05) from the General Counsel and Corporate Secretary (Interim).
Motion carried

ON MOTION DULY MADE by Mr. Macrae, seconded by Ms. Douglas and carried, the Board unanimously approved the recommendations in this report:

1. Approve the Code of Ethics and Conduct - Board of Directors (Attachment 1) to replace the Code of Conduct for Directors of the Board and Conflict of Interest Policy - Board of Directors; and
2. Delete the External Directorship Policy (Attachment 2).

ITEM 2K REVIEW OF PAC CHARTER TCHC: 2019-19

This item was deferred to the next Board meeting.

The Board had before it the above-captioned report (TCHC:2019-19) from the General Counsel and Corporate Secretary (Interim).

Mr. Meagher presented the report and answered questions raised by the Board. A brief discussion ensued.

TORONTO FIRE SERVICES & TORONTO COMMUNITY HOUSING CORPORATION
PUBLIC EDUCATION PROGRAM TCHC:2019-14

Deputation by Catherine Wilkinson and Miguel Avila was received with respect to this item.

The Board had before it the above-captioned report (TCHC:2019-14) from the Senior Director, Fire Life Safety & Risk Management.

Deputy Fire Chief, Mr. Jim Jessop provided the Board with a PowerPoint presentation on the above-noted matter.

Background

Toronto Fire Services (“TFS”) is looking to develop targeted education and outreach efforts in TCHC buildings. The goal is to identify the top fire risk
TCHC buildings and develop customized messaging around fire safety and loss reduction in these buildings.

TFS applied for a $100,000 grant from the provincial government towards this public education program. Additionally, the City contributed $50,000 and TFS is requesting contribution of $100,000 from TCHC. This will support TFS in implementing the risk reduction strategy to reduce fires in TCHC buildings.

Other topics highlighted included:

- Most fires within TCHC properties occur in high rises and cooking is a common cause.
- 5 years of data shows that 44% of fires occur in young singles, urban and downscale homes and 26% of fires occur in large families and mature singles households.
- TCHC systems are working well.

**Motion carried**

ON MOTION DULY MADE by Ms. Douglas, seconded by Councillor Bailão and carried, the Board unanimously approved the recommendations in this report:

1. Approve an expenditure of $100,000 to support the TFS & TCHC public education program; and
2. Authorize the appropriate staff to take the necessary actions as may be required to give effect to the above recommendation.
Deputation by Miguel Avila were received at this time with respect to this item.

The Board had before it the above-captioned report (TCHC:2019-18) from the City Auditor General.

Ms. Romeo-Beehler provided the Board with a high level analysis:

- Revitalization provides an opportunity to coordinate with the City and to include its priorities in developments.
- Greater transparency to the Board and City Council;
- Procurements practices continue to improve;
- TCHC is replacing the same number of RGI units in revitalizations; however, there’s a funding shortfall.

Ms. Romeo-Beehler answered questions raised by the Board. The Board noted concerns with recommendation #1 in the report stating it was too broad/vague.

ON MOTION DULY MADE by Councillor Fletcher, seconded by Ms. Farah and carried, the Board unanimously approved the recommendations below:

1. Receive the report of the Auditor General dated March 28, 2019;
2. Adopt recommendations numbered 7, 8, 13 through 22, and endorse the remaining recommendations (with the exception of recommendation #1), many of which TCHC have already completed;
3. Direct that the report together with the Board's decisions be forwarded to the City’s Audit Committee for action; and,
4. To thank the Auditor General and her staff for their efforts and recommendations to further enhance the revitalization and renewal program at TCHC.
The Board had before it the above-captioned report (TCHC:2019-16) from the Chief Financial Officer and Treasurer.

Mr. Michael Hawtin presented the report to the Board.

*Motion carried*  
**ON MOTION DULY MADE** by Councillor Fletcher, seconded by Ms. Douglas and carried, the Board unanimously approved the recommendations in this report:

1. Approve the consolidated draft audited financial statements ("Financial Statements") for the year ended December 31, 2018;

2. Authorize the Chair of the Board and the Chair of the BIFAC to sign the consolidated statement of financial position on behalf of the Board;

3. Forward the signed Financial Statements, and related items to the Shareholder as part of the annual reporting to the Shareholder and for purposes of TCHC’s annual general meeting; and

4. Authorize the appropriate staff to take the necessary actions to give effect to the above recommendations.
MONTHLY PRESIDENT’S REPORT – JAPRIL, FEBRUARY AND MARCH 2019

Deputations by Cheryl Duggan were received with respect to this item.

The Board had before it the above-captioned report (TCHC:2019-10) from the President and Chief Executive Officer.

Mr. Marshman briefly presented the report. Topics discussed were:

- Review of contract vs direct managed buildings.
- Empowerment of frontline staff to address tenant.
- Decentralization pilot, analyzing results and considering how TCHC should proceed.
- Cultural engagement continues to be a priority.

Motion carried by Ms. Jackson, seconded by Ms. Douglas and carried, the Board received the report for information.

ITEM 5

TENANT SERVICES COMMITTEE (“TSC”) CHAIR’S REPORT

The Chair of the TSC advised the Board that the Tenant Engagement Refresh Update will be brought to the May 31st TSC meeting and then back to the June 27th Board meeting.
TENANT ENGAGEMENT SYSTEM – REFRESH UPDATE

ITEM 5A

This item was deferred to the next Board meeting.

The Board had before it the above-captioned report (TCHC:2019-15) from the Acting Vice President, Tenant & Community Services.

The following verbal deputations were received with respect to this report:

1. Scott Guzman;
2. Cathy Birch;
3. Catherine Wilkinson;
4. Cheryl Duggan; and
5. William Lohman

OTHER BUSINESS

Motion Carried

ON MOTION DULY MADE by Councillor Fletcher, seconded by Ms. Coombs and carried, the Board of Directors approved the following proposed recommendation:

Management to look into Ms. Catherine Wilkinson’s deputation re: BBQ’s.

Action Item: Management to review R-PATH’s recommendations for the Tenant Engagement System Refresh to determine whether any changes are needed.

ITEM 6

GOVERNANCE, COMMUNICATIONS, HUMAN RESOURCES COMMITTEE (GCHRC) CHAIR’S REPORT

The Chair advised the Board that the City is actively searching to recruit individuals to fill the current vacancies on the Board.
ITEM 7
BUILDING INVESTMENT, FINANCE AND AUDIT COMMITTEE ("BIFAC") CHAIR’S REPORT

No comments or remarks were received at this time.

TERMINATION
The public meeting terminated at 12:56 p.m.

________________________________________________________
Secretary

________________________________________________________
Chair, Board of Directors