



Tenant Board Directors Selection Information Session

April 2015



Meeting Agenda

1. Describe the role of the TCHC Board of Directors and the qualifications and commitments required of those who are members of the Board (“directors”).
2. Describe the selection process and timelines for:
 - Application process
 - Screening process
 - Voting process
3. Answer your questions.



Toronto Community Housing

- Canada's largest social housing provider
- Home to nearly 60,000 households in 2,200 buildings
- Our homes represent a \$9-billion public asset
- 90% of households pay rent-geared-to-income
- 38% of residents are 24 years of age and younger
- 25% of residents are seniors (59 years and older)
- Over 40% of households speak a second language
- One of Canada's largest residential developers
- We employ about 1,600 people
- 13 Member Board- Mayor or his designate, 3 City Councillors, 2 Tenant Directors, and 7 Citizen Members



Shareholder Direction- Mandate of TCHC

- Own and operate rental housing and affordable ownership housing
- Develop new affordable and subsidized rental housing
- Facilitate the development of affordable ownership housing
- Develop and operate commercial space
- Facilitate services to tenants through other organizations beyond the basic residential landlord obligations
- Manage an investment program for reserves and other funds
- Develop program related services on behalf of the Program Administrator (i.e. manage wait lists and rent supplemental programs)
- Work with TCHC residents and co-operative housing sector to develop options, protocols and timelines for conversion to self-managed co-operatives



Board Responsibilities

The City of Toronto is the sole Shareholder of TCHC

The Shareholder requires the Board to oversee the management of TCHC's business, including:

- establish annual and long-range strategies and plans
- establish policies consistent with the Shareholder Direction, all relevant legislation, and best practices of corporate governance and financial and risk management
- maintain appropriate financial reserves
- establish all banking authorities
- appoint the officers of TCHC, and directors and officers of subsidiaries
- direct labour and employee-relations matters
- Submit to the Shareholder: Annual Report, Business Plan, and TCHC's annual audited consolidated financial statements



Role of Board Directors

- Board directors have a duty to act honestly and in good faith with a view to the best interests of the corporation; and exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.
- The two tenant Board Directors are appointed to bring a tenant perspective and tenant knowledge to the Board's decision-making process.
- Board Directors, including tenant directors, are not on the board to represent any particular interest.



Role of Individual Directors

- **Commitment and Interest:** Investment of time and resources to understand and advance the corporation's success
 - Review materials and brief before meetings
 - Attend meetings and participate
 - Meet city's attendance requirements (3-meeting absence rule)
- **Objectivity:** Form own judgements and views not biased toward any single objective or stakeholder
- **Integrity:** Act in accordance with fiduciary duties
- **Informed Judgement:** Ensure full and frank discussion of issues, and ask questions of management
- **Confidentiality:** Ensure no confidential information of Toronto Community Housing is disclosed
- **Board Code of Conduct**
- **Conflict of Interest Policy:** Avoid any actual or perceived conflict with personal interest and duty as a director



Qualifications & Eligibility

- The Shareholder (City of Toronto) requires the Board as a group to have experience or expertise in:
 - knowledge of the field of social housing
 - housing advocacy
 - community development
 - land development
 - property management
 - business and financial management
 - corporate governance
 - organizational development
 - labour relations
 - business law
 - social services for hard-to-serve tenants



Qualifications & Eligibility

To be eligible for appointment, the Tenant Applicant must:

- a) be a Canadian Citizen or landed immigrant, and
- b) be at least 18 years of age, and
- c) not have been found by a court to be of unsound mind, and
- d) not have the status of bankrupt, and
- e) be listed on a TCHC lease, and
- f) be involved in the community, and
- g) show commitment to the values expressed in the TCHC Human Rights, Harassment and Fair Access Policy; and
- h) Not be an employee of the City of Toronto nor TCHC



Committees of the Board

- Directors attend Board meetings, Committee meetings and Board workshops.
- There are currently 3 Board Committees and each Director sits on one of the Committees:
 - Resident Services Committee
 - Building Investment, Finance and Audit Committee
 - Governance, Communications, Human Resources and Compensation Committee



Time Commitment

- Appointment is for 2 years with potential for renewal.
- Approximately 8-10 Board meetings held a year, and Committee meetings held every other month.
- Meetings are held during regular business hours but evenings meetings are held occasionally.
- Average meeting time is approximately 4-6 hours.
- Average time to prepare for a meeting will be about 3 hours, depending on the agenda and meeting materials.
- There are also Board workshops; generally around 4 per year which are usually half- to full-day sessions.



Key Governing Documents

- Shareholder Direction
- Operating Agreement – TCHC & City
- Corporate Bylaws
- *Human Rights, Harassment and Fair Access Policy*
- *Ontario Business Corporation Act*
- *Housing Services Act*
- *Residential Tenancies Act*
- *Municipal Freedom of Information and Protection of Privacy Act*



Do Directors get paid?

- Directors are eligible for payments as set out by our Shareholder (the City of Toronto).
- \$2,500 annual stipend
- \$500 for each meeting attended
- Total compensation may not exceed \$10,000 annually
- Directors are reimbursed for all reasonable expenses for official Board duties (as set out in Board Reimbursement Policy)
- Directors expenses are reported on TCHC's website
- Compensation must be included in income reporting for RGI tenants, and **may affect for your rent if an RGI tenant.**



Stage One: Application Process

- All applicants must attend an information session.
- You must declare all potential conflicts of interest.
- You must sign your application.
- You can attach your resume if you wish.
- You must submit your completed application form to 931 Yonge St. by **4:00 PM** on **April 22, 2015**.
- Application forms are available online, with your building's superintendent and at your Operating Unit office.



Stage Two: Screening Process

- Each tenant council will select up to two Tenant Representatives to attend the selection meeting where applications will be screened, delegates will vote and a short-list will be created.
- All delegates will vote to narrow the list to 8 candidates.
- Relatives of applicants cannot participate.
- Applicants will be scored based on the qualifications and the responses to the questions in the application.



Stage Two: Screening Process (Continue)

- At the selection meeting, **each delegate** will review and score **all applications** based on the qualifications and the responses to the questions in the application.
- Personal information and/or information directly or indirectly indicating the identity of the applicant will be blocked out from all application forms
- Top 12 highest score applications will be moved forward to second half of the meeting, where they will be reviewed and discussed by all delegates and followed by a voting process



Stage Three: Voting Process

- Candidates will be supported to prepare biographies and qualifications' summaries for information to be provided to all Tenant Representatives.
- An all candidates meeting will be held May 4th which any tenant is able to attend, space permitting at the North York Civic Centre (Council Chambers).



Stage Three: Voting Process (continue)

- Voting will take place from May 12 to 15, 2015.
(Location is to be determined.)
- The 2 candidates with the highest number of votes are recommended to the City for the positions of Directors.
- The candidates with the 3rd and 4th highest number of votes are nominated as alternates to the Board.



Selection Process Key Dates

Information sessions: April 7, 8, 9, 20

Application deadline: April 22 at 4:00 p.m.

Selection process: April 25

All-candidates meeting: May 4 at 6:30 pm– North
York Civic Centre (Council
Chambers)

Voting: May 12–15

Vote counting: May 15 at 8:15 p.m.

City Council decision: June 2015



Support Materials

- Application package
- Frequently Asked Questions
- Code of Conduct
- Conflict of Interest Policy
- Human Rights Policy
- Copy and distribution of candidate biographies



Key Points

- Tenant Representatives who applied to run for the Board cannot take part in the **selection** process.
- All current Tenant Representatives can take part in the **voting** process, including Tenant Representatives who applied to run for the Board.
- If a tenant Director resigns or becomes ineligible:
 - He or she will be replaced by the candidate with the next highest number of votes (“the alternate”)
 - The alternate would fill the vacancy until the end of the term, subject to approval by City Council.



Questions



How to reach us....

- Visit the website at www.torontohousing.ca/board
- Direct your questions and comments to:

E-Mail:	BoardMemberSelection@torontohousing.ca
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Mail:	Board Member Selection Process 931 Yonge Street, 7th Floor, Toronto, ON M4W 2H2



Thank You