December 13, 2011



Board of Directors

931 Yonge Street Toronto M4W 2H2

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The Board of Directors of the Toronto Community Housing Corporation met on December 13, 2011 in the Main Floor Conference Room, 931 Yonge Street, Toronto at 9:39 a.m.

Directors in Attendance: Norman (Bud) Purves, Chair

Munira Abukar

Zahir Bhaidani (via teleconference)

Christian Buhagiar Councillor Norm Kelly

Councillor Frances Nunziata Councillor Cesar Palacio Catherine Wilkinson

Jennifer Wood

Directors Absent: Jason Gorel

Brian Kwan

Councillor John Parker Audrey Wubbenhorst

Also present: Len Koroneos, Chief Executive Officer (Interim) and Chief

Financial Officer

Michelle Haney-Kileeg, General Manager, Officer of the CEO

Mitzie Hunter, Chief Administrative Officer Deborah Simon, Chief Operating Officer

Howie Wong, General Counsel and Corporate Secretary

A quorum being present, the Chair, Mr. Norman (Bud) Purves, called the meeting to order, and Janice Lewkoski served as recording secretary.

The Chair gave opening remarks providing a review of 2011 at Toronto Community Housing, including:

- the implementation of several initiatives to tighten financial controls, improve transparency and accountability and enhance value for tenants and stakeholders
- addressing the \$650-million backlog in unfunded capital repair needs with the sale of 22 single-family houses and over 700 stand-alone units, exemption from municipal property taxes and the sale of the corporation's equity investment in Sparkle Solutions
- progress on developments at 717 Broadview Avenue, Paintbox condominium,

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- and Lawrence Heights
- initiatives supporting successful tenancies, such as the updated eviction prevention policy, a new policy for evictions with cause and an accessible customer service policy
- strengthening Toronto Community Housing's partnership with Toronto Police to help improve community safety
- building healthy communities through the Rookie League partnership and KaBOOM! Playground build, and the Recipe for Community partnership
- working more closely with the City of Toronto, such as with the City Stores pilot project.

The Chair also noted upcoming changes to Toronto Community Housing's executive team with the resignations of Mitzie Hunter and Howie Wong. The Chair congratulated Ms. Hunter and Mr. Wong on their new positions.

DECLARATION OF CONFLICT OF INTEREST

The Chair requested members of the Board of Directors to indicate any agenda item in which they had a conflict of interest, together with the nature of the interest. None were declared.

DEPUTATIONS

The Chair polled for any deputations to be heard at the meeting and explained the deputation process noting that deputations would be heard when the agenda item arises. A list of people wishing to provide verbal deputations was received for the meeting.

MINUTES

CONFIRMATION OF BOARD MINUTES OF TORONTO COMMUNITY HOUSING CORPORATION FOR OCTOBER 21, 2011

The Board had before it the draft minutes for the October 21, 2011 public meeting.

Motion carried

ON MOTION DULY MADE by Councillor Cesar Palacio, seconded by Ms. Jennifer Wood and carried, the Board of Directors confirmed the above-captioned minutes as circulated.

AGENDA

APPROVAL OF AGENDA AND REVIEW OF AGENDA ORDER

Motion carried

ON MOTION DULY MADE by Ms. Catherine Wilkinson, seconded by Councillor Cesar Palacio and carried, the Board of Directors approved the agenda as circulated.

The following agenda items were held for discussion:

Item 1: Proposed 2012 Schedule of Meetings for Board and

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Committees

- Item 2: 2012 Operating Plan (Interim)
- Item 4: 2012 Mortgage Renewals
- Item 5: 2010 Toronto Community Housing Corporation Financial Statements
- Item 7: Board Committees: Amendment to Terms of Reference
- Item 8: Q3 2011 Quarterly Performance Report
- Item 10: Committee Public Minutes

Motion carried

ON MOTION DULY MADE by Ms. Catherine Wilkinson, seconded by Councillor Frances Nunziata and carried, the Board of Directors approved the public agenda items not held for discussion.

PROPOSED 2012 SCHEDULE OF MEETINGS FOR ITEM 1 BOARD AND COMMITTEES

TCHC:2011-98

The Board of Directors had before it the above-captioned report (TCHC:2011-98) from the Chief Executive Officer (Interim).

The Board requested that staff confirm that the proposed dates do not conflict with the meeting dates of the Police Services Board.

Motion carried

ON MOTION DULY MADE by Ms. Catherine Wilkinson, seconded by Councillor Frances Nunziata and carried, the Board of Directors unanimously approved the proposed meeting dates for the Board of Directors and Board Committees for 2012 as identified in the attached calendar.

ITEM 2 2012 OPERATING PLAN (INTERIM)

TCHC:2011-104

The Board of Directors had before it the above-captioned report (TCHC:2011-104) from the Chief Executive Officer (Interim).

Mr. Len Koroneos presented the report and noted that he will report back to the Board when Toronto Community Housing receives confirmation of the funding level from the City of Toronto.

The Board asked that the 38 standards for well maintained properties, as referenced on page 7 of the report under Strengthening Places, be provided to them.

The Board and management discussed Table A with respect to

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community health related expenditures and costs for property taxes.

In response to a question from the Board regarding affordable housing grants, Mr. Koroneos noted that these amounts have not yet been disclosed to Toronto Community Housing but should be in January and will be included in the 2012 Operating Plan report in Q1 2012.

The Board requested that management report back on community health/community supports operating costs.

In response to a question from the Board with respect to Commercial Operations included in Table A. Mr. Koroneos noted that staff are preparing an updated inventory of all commercial space and agreements in all Toronto Community Housing buildings in order to monitor commercial revenue. The Board requested a list of Toronto Community Housing's commercial operations including rental space be included in the 2012 Operating Plan report.

In response to a question regarding the sinking fund, Mr. Koroneos reported that this fund is to be used to repay the corporate bonds which are due in 35 years. The Board requested that a policy be developed regarding the sinking fund.

The Board and management discussed litigation costs and risks associated with the revenue and expenditure sides.

In response to a question from the Board regarding the City's request that Toronto Community Housing include a 10% reduction in its operating costs, Mr. Koroneos reported that he has been working with the City Manager and worked out a \$6M reduction. The Board requested to know how much is being spent on a per department basis and that this information be included in the 2012 Operating Plan report.

The Board requested a budget workshop be scheduled.

The Board requested management confirm that Toronto Community Housing is not paying property tax for commercial tenants who would be exempt from property tax.

Motion carried

ON MOTION DULY MADE by Councillor Frances Nunziata, seconded by Councillor Cesar Palacio and carried, the Board of Directors unanimously approved the recommendations in the report to:

approve the 2012 Operating Plan (interim) as detailed in the (1)

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attached Appendix "A" to give the CEO spending authority for 2012, pending confirmation of funding level from the Service Manager (City of Toronto) and the further refinement of 2012 revenue/expenditures;

- (2) direct the CEO to report to the Board of Directors upon approval of subsidy levels and capital grants by the Service Manager (City of Toronto) and any further budget refinements; and
- (3) authorize the appropriate Toronto Community Housing officials to take the necessary action to give effect to the recommendations.

ITEM 4 2012 MORTGAGE RENEWALS

TCHC:2011-93

The Board of Directors had before it the above-captioned report (TCHC:2011-93) from the Chief Executive Officer (Interim).

The Board and management discussed the mortgage rates and Mr. Koroneos explained that the City negotiates the mortgages.

Motion carried

ON MOTION DULY MADE by Ms. Catherine Wilkinson, seconded by Mr. Christian Buhagiar and carried, the Board of Directors unanimously approved the recommendations in the report to:

- (1) authorize the refinancing, through MMAH, of TCHC's mortgage obligations maturing in 2012 by adopting the attached Resolution set forth in Appendix "1", and
- (2) authorize the CEO and/or CFO of the Corporation to take the necessary action, including negotiating and executing such documents as may be necessary, to give effect to Recommendation (1) above.

2010 TORONTO COMMUNITY HOUSING ITEM 5 CORPORATION FINANCIAL STATEMENTS

TCHC:2011-94

The Board of Directors had before it the above-captioned report (TCHC:2011-94) from the Chief Executive Officer (Interim).

The Board and management discussed the report in relation to the management letter from the auditors, the accounting framework to be

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chosen for the 2012 fiscal period, signing of the financial statements and the difference in cash position.

Motion carried

ON MOTION DULY MADE by Mr. Christian Buhagiar, seconded by Ms. Catherine Wilkinson and carried, the Board of Directors unanimously approved the recommendations in the report to:

- (1) receive the attached 2010 Toronto Community Housing Financial Statements;
- (2) approve the 2010 Toronto Community Housing Financial Statements, and authorize two directors to sign the Balance Sheet on behalf of the Board of Directors;
- (3) forward the signed Financial Statements to the Shareholder as part of the annual reporting to the Shareholder and for purposes of Toronto Community Housing's Annual General Meeting; and
- (4) authorize the appropriate Toronto Community Housing officials to take the necessary action to give effect to the above recommendations.

DIRECTOR EDUCATION AND BOARD ITEM 6 DEVELOPMENT POLICY

TCHC:2011-95

The Board of Directors had before it the above-captioned report (TCHC:2011-95) from the Corporate Governance Committee Chair.

Motion carried

ON MOTION DULY MADE by Ms. Catherine Wilkinson, seconded by Councillor Frances Nunziata and carried, the Board of Directors unanimously approved the recommendations in the report to:

- Approve the Director Education and Board Development Policy (attached); and
- 2. Authorize the interim CEO (or his designate) to take all necessary actions to support the Corporate Governance Committee to implement the above policy.

BOARD COMMITTEES: AMENDMENT TO TERMS ITEM 7 OF REFERENCE

TCHC:2011-105

The Board of Directors had before it the above-captioned report

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(TCHC:2011-105) from the Corporate Governance Committee.

The following individuals provided verbal deputations in relation to this item:

- Debbie Sperry
- Susan Gapka

The Chair of the Corporate Governance Committee, Mr. Christian Buhagiar, introduced the report, noting that the amendments set out the responsibilities more explicitly.

He noted that the thresholds for approving contracts and the use of non-Board members to sit on Committees should be considered further.

Motion carried

ON MOTION DULY MADE by Ms. Catherine Wilkinson, seconded by Ms. Munira Abukar and carried, the Board of Directors unanimously approved the recommendations in the report to approve:

- amendments to the terms of reference (attachments 1 to 4 of this report) of the Board committees previously approved on August 17, 2011.
- 2. the Interim CEO (or his designate) to take all necessary actions and execute all documents as required to implement the above resolution.

ITEM 8 Q3 2011 QUARTERLY PERFORMANCE REPORT

TCHC:2011-96

The Board of Directors had before it the above-captioned report (TCHC:2011-96) from the Chief Executive Officer (Interim).

The following individual provided a verbal deputation in relation to this item:

Dan King

The Board and management discussed the report in relation to Eviction Prevention and asked questions related to the eviction process. The Board requested that future reports break down the amounts for rent arrears and parking arrears separately.

The Board and management discussed the report in relation to Anti-Social Behaviour Occurrences and Repairs Request Resolution Turnaround Time. The Board requested that future reports include the top 10

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maintenance issues for each quarter and that this list show where progress is being made. In response to questions from the Board regarding pest management, Ms. LoriAnn Girvan reported that more measures are being developed in 2012 which will look at pest type, reinfestations and building levels.

In response to a question from the Board, Mr. Hugh Lawson explained how the current metrics were developed and noted that adjustments will be made in 2012.

The Board and management further discussed rent arrears and recovery options. In response to questions from the Board regarding evictions for non-payment of rent and evictions for causes such as illegal activity, Ms. Deborah Simon noted that these issues are looked at separately.

The Board requested a breakdown of complaints by building, including the types of complaints, how many received and how many are resolved.

The Board discussed annual reviews and unit inspections and reporting changes to family composition. The Board requested that they be provided with a copy of the guest policy when available.

Motion carried

ON MOTION DULY MADE by Ms. Munira Abukar, seconded by Ms. Catherine Wilkinson and carried, the Board of Directors unanimously received the report for information.

ITEM 9 CORRESPONDENCE TO BOARD FROM CITY OF TORONTO

It was noted that the Board members had received correspondence from the City that morning which would be discussed during the in camera portion of the meeting.

RECEIPT OF BOARD COMMITTEES PUBLIC ITEM 11 MINUTES

TCHC:2011-97

The Board of Directors had before it the above-captioned minutes (TCHC:2011-97) from the following Committees:

- Building & Investment Committee September 30, 2011
- Corporate Affairs & Audit Committee September 29, 2011
- Corporate Governance Committee September 30, 2011
- Tenant & Community Services Committee September 29, 2011

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The following individual provided a verbal deputation in relation to this item:

Dan King

Councillor Palacio, Chair of the Tenant & Community Services Committee, provided an update to the Board on the matters discussed at its November Committee meeting.

The Board Chair requested that Committee Chairs provide similar updates at future meetings.

A Board member noted a typo on page 4 of the Corporate Governance Committee minutes in the 2nd paragraph of item 6B and requested that the last sentence read "Ms. Catherine Wilkinson advised the Committee that the City has to give the Corporation six weeks written notice if it wants to revise the Shareholder Direction."

The Board discussed the September 29, 2011 Tenant & Community Services Committee meeting and whether offline discussions with staff in relation to agenda items should be noted in the meeting minutes. It was noted that only discussions that take place during the meeting should be minuted. A Board member requested that agenda items 4 and 5 from the September 29, 2011 Tenant & Community Services Committee minutes (re: Accessibility Program Update and Tenant Survey Update) be referred back to the Tenant & Community Services Committee so that these matters can be discussed further.

Motion carried

ON MOTION DULY MADE by Councillor Cesar Palacio, seconded by Ms. Catherine Wilkinson and carried, the Board of Directors unanimously received the Committee minutes for information.

IN CAMERA PROCEEDINGS

Motion carried

ON MOTION DULY MADE by Councillor Cesar Palacio, seconded by Ms. Catherine Wilkinson and carried, the Board of Directors unanimously resolved to meet "in camera" to consider items A, B, C, D, E, F, G, H, I and J.

PUBLIC PROCEEDINGS

Motions carried

ON MOTION DULY MADE by Mr. Christian Buhagiar, seconded by Ms.

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Catherine Wilkinson and carried, the Board of Directors unanimously approved resumption of the public proceedings at 2:02 p.m. and the public meeting reconvened at that time.

ON MOTION DULY MADE by Mr. Christian Buhagiar, seconded by Ms. Catherine Wilkinson and carried, the Board of Directors unanimously ratified the actions authorized during the "*in camera*" meeting.

TERMINATION		
The meeting terminated at 2:02 p.m.		
Secretary	Chair	