

MINUTES of the Human Resources and Compensation Committee Meeting of Toronto Waterfront Revitalization Corporation held at the offices of Toronto Waterfront Revitalization Corporation, 20 Bay Street, Suite 1310, Toronto, Ontario on Thursday, June 9, 2016 at 9:00 a.m., local time.

PRESENT: Kevin Garland, Chair
Michael Copeland
Mark Wilson

The following additional persons were in attendance, unless otherwise noted, throughout the meeting or only for particular business items as noted in these minutes: Will Fleissig, President and Chief Executive Officer, Marisa Piattelli, Chief Administrative Officer and Rose Desrochers, Director, Human Resources and Administration.

The Chair, Kevin Garland, took the chair and with the consent of the Directors, appointed Ann Landry to act as Secretary of the meeting.

The Chair declared that a quorum of the Committee Members was present and that notice of the meeting having been duly sent to all Committee Members in accordance with the Corporation's By-laws, the meeting was duly called and regularly constituted for the transaction of business.

1. Motion to Approve Agenda

ON MOTION duly made, seconded and carried, it was **RESOLVED** that the Meeting Agenda was approved.

2. Declaration of Conflicts of Interest

There were no conflicts declared.

3. Minutes – November 19, 2015

The minutes of the November 19, 2015 meeting of the Human Resources and Compensation Committee were tabled and **ON MOTION** duly made, seconded and carried, it was **RESOLVED** that the minutes of the Human Resources and Compensation Committee meeting held on November 19, 2015 were approved.

4. Human Resources Update

Rose Desrochers provided a report on the following human resources elements:

1. Recruitment update including employee count and distribution, number of exits and new hires, as well as vacant positions;

2. Core Elements update including: organizational development/effectiveness; compensation, reward and recognition; safety and wellness; human resources framework; benefits; talent, succession management/learning and development; performance evaluation and management (planning for success); and recruitment.
3. Guideline update.

Management responded to questions from the Committee and a fulsome discussion ensued.

5. Staff Salary Recommendations

Marisa Piattelli tabled a report providing a list of public and private sector organizations that were surveyed to obtain the trend of base salary increases for 2016/17. She provided an overview of the salary comparatives in relation to the increases proposed for Waterfront Toronto employees.

She advised that on an annual basis, employees' performance is evaluated through Waterfront Toronto's Planning for Success ("PFS") process, which rates the performance of all employees. Employees have two potential means to increase their salary: the Pay for Performance ("P4P") program, which awards performance-based salary increases, has been in effect since 2005 and has always been applied through the PFS process; and employees who meet performance expectations depending on their years of service. She then tabled a summary of the 2015/16 PFS rating results for all employees and the proposed progression adjustment increases to base salary for the 2016/17 fiscal year (which are calculated according to inflation and the survey of salary increases for comparable organizations in the private and public sector)

She advised that the average of this year's midpoint PFS adjustment for employees below the Director level is 2.0% - the same as the previous year's midpoint PFS adjustment which is below the increases awarded to the private sector comparators. She advised that Directors and Senior Management's PFS adjustment is 1.5%.

Ms. Piattelli advised that in previous years the CEO was provided a discretionary pool of funds to reward non-executive staff for extraordinary performance, according to a consensus evaluation by executives and directors. The CEO requested the Committee approve \$10,000.00, however the Committee approved \$15,000.00 given the extreme circumstances of the previous year including the transition of the new CEO.

Ms. Piattelli responded to questions from the Committee and **ON MOTION** duly made, seconded and carried, it was **RESOLVED** that the following recommendations be and are hereby approved:

- 1) The proposed progression adjustment increases to base salary for the 2016/17 fiscal year; and
- 2) A discretionary pool of \$15,000.00 provided to the CEO to reward non-executive staff for extraordinary performance.

6. Adjournment of the Public Session

There being no further business other than those matters to be discussed in a closed session, **ON MOTION** duly made, seconded and carried, it was **RESOLVED** that in accordance with Section 190 of the City of Toronto Act, confidential matters were now to be considered. The Chair indicated to the members of the public present that it was now in order for them to depart from the meeting. Members of the public then left the meeting along with Management and staff (with the exception of the CEO and Rose Desrochers).

The meeting was then adjourned to be reconvened immediately in a closed session.

Closed Session

10:00 a.m.

7. Recommendations for Performance Assessment and Compensation of Individual Executives and Directors for the Period April 1, 2015 – March 31, 2016 *(By Law No. 2, 6.1.1(b) - "Personal matters about an identifiable individual, including employees of the Corporation")*

Confidential reports were provided including compensation recommendations for executives and directors, and performance assessments for executives.

The CEO and Rose Desrochers left the meeting.

8. CEO Results *(By Law No. 2, 6.1.1(b) - "Personal matters about an identifiable individual, including employees of the Corporation")*

A confidential report was provided by the Chair of the Board regarding the current CEO's performance assessment and recommended compensation.

9. Adjournment of the Closed Session

There being no further business other than those matters to be discussed in a public session, **ON MOTION** duly made, seconded and carried, it was **RESOLVED** that in accordance with Section 190 of the City of Toronto Act, the Chair indicated that it was now in order for members of the public to rejoin the meeting. Members of the public were then invited to rejoin the meeting. The meeting was adjourned to be immediately reconvened in a public session.

Public Session
10:50 a.m.

10. Resolutions Arising during the Closed Session

During the closed session discussions, the following resolutions were proposed and voted on:

ON MOTION duly made, seconded and carried, it was **RESOLVED** that the compensation recommendations for executives and directors for the period April 1, 2015 to March 31, 2016 be approved.

ON MOTION duly made, seconded and carried, it was **RESOLVED** that the performance assessment and compensation recommendation for the current CEO for the period April 1, 2015 to March 31, 2016 be approved.

11. Termination of the Meeting

There being no further business, **ON MOTION**, duly made, seconded and carried, it was **RESOLVED** that the meeting be terminated at 11:00 a.m. local time.

Committee Chair

Secretary