



Appointments to TTC Committees

Date: December 8, 2022
To: TTC Board
From: Director – Commission Services

Summary

The purpose of this report is to seek appointments of TTC Board members to TTC Board committees.

In addition, the report seeks approval of a revised Terms of Reference for the Human Resources Committee.

Recommendations

It is recommended that the TTC Board:

1. Appoint three TTC Board members to the Audit & Risk Management Committee and appoint a Chair to the Committee from among the appointed Committee members.
2. Appoint two TTC Board members to the TTC-Metrolinx PRESTO Joint Advisory Group, with at least one member being a TTC Board member that is also a City Councillor.
3. Approve the updated Terms of Reference for the Human Resources Committee, attached as Appendix 1 to this report.

Financial Summary

Board members are not paid per diems for their service on Committees of the Board or Working Groups, and City Council members do not receive any additional payment for attending Board meetings or meetings of Committees of the Board.

The Chief Financial Officer has reviewed this report and agrees with the financial impact information.

Equity/Accessibility Matters

TTC staff are in regular communication with the Advisory Committee on Accessible Transit (ACAT) Communications Subcommittee on means to enhance accessibility to meetings.

Comments

Audit & Risk Management Committee

The Audit & Risk Management Committee assists the Board in fulfilling its oversight responsibilities in the following areas:

- Financial reporting process and financial statements
- External audit of the financial statements
- Enterprise risk management
- System of internal control
- Audit function
- Regulatory audits
- Compliance with laws and regulations
- Internal special investigation activities

Human Resources Committee

The Human Resources Committee was established to assist the Board in formalizing the process for CEO contract development and performance reviews. The mandate of the Committee is proposed to be expanded to include matters relating to labour relations, human resources, succession planning, compensation strategies, and reviewing the mandate for collective agreement negotiations.

The Human Resources Committee consists of the TTC Chair, who acts in the capacity of Committee Chair, the TTC Vice-Chair and one Councillor member appointed by the TTC Chair.

TTC-Metrolinx PRESTO Joint Advisory Group (JAG)

In order to increase transparency, accountability and develop stronger working relationships, in 2020, the TTC and Metrolinx developed an updated governance structure, which includes the following:

- Program Group: core members are TTC and Metrolinx Executive Level staff.
- Executive Group: core members are the TTC CEO, Metrolinx CEO, and Executive Level staff from both the TTC and Metrolinx.
- TTC-Metrolinx PRESTO Joint Advisory Group: core members are the TTC CEO, Metrolinx CEO, two TTC Board members and two Metrolinx Board members.

The Joint Advisory Group is an advisory body providing an additional level of consultation between the TTC and Metrolinx in the interest of fostering a productive and collaborative working relationship for the delivery of a fare card system for the TTC. The Joint Advisory Group does not have the authority to make decisions on behalf of the TTC Board or Metrolinx Board. All policy and financial matters related to the program

requiring TTC Board and/or Metrolinx Board approval will continue to be reported in accordance with the legislative framework.

The broad mandate and objectives of the Joint Advisory Group is to advise and provide counsel and direction on the following issues, as defined and required under the PRESTO Agreements, and in particular the TTC Business Requirements:

- Remain informed on joint vision, key strategic and transformational programs;
- Hear escalations from the TTC-Metrolinx PRESTO Executive Group; and
- Support alignment with the City of Toronto and Province.

Contact

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Signature

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Attachments

Appendix 1 – Terms of Reference – Human Resources Committee



Terms of Reference

Human Resources Committee

1. Mandate

The Human Resources Committee is established as a Committee of the TTC Board to:

- (a) Assist the TTC Board in fulfilling its obligations related to labour relations, human resources, health and safety, and compensation matters; and
- (b) Establish performance objectives for the CEO and complete the annual performance evaluation of the CEO as may be required by the employment contract.

The Committee will achieve its mandate by:

- (i) Reviewing and recommending annual objectives for the CEO, in consultation with TTC Board members and the CEO.
- (ii) Evaluating the performance of the CEO, having regard to the annual objectives and any other relevant factors.
- (iii) Receiving updates and providing guidance to staff on emerging issues relating to labour relations and related human resources matters.
- (iv) Reviewing, planning and making recommendations regarding the mandate for collective agreement negotiations.
- (v) Reviewing and recommending succession planning and compensation strategies.

2. Composition and Staff Resources

The Human Resources Committee shall consist of:

- TTC Chair, who will act in the capacity of Committee Chair
- TTC Vice-Chair
- One Councillor member, who shall be appointed by the TTC Chair.

A members' term on the Committee shall be concurrent with the Term of Council, or until a successor is appointed.

The Committee will be supported by the following TTC staff:

- Chief People Officer, or their designate;
- Chief Diversity & Culture Officer, or their designate;
- General Counsel; and
- Director – Commission Services

Other members of the Executive team may provide support on an ad-hoc basis.

The Committee will be supported by external third parties, as required.

3. Frequency of Meetings

The Human Resources Committee shall meet at least three times annually, with one meeting held before the end of the first quarter of the year.