



Building Investment, Finance and Audit Committee

931 Yonge Street,
Toronto, M4W 2H2

Page 1 of 8

The Building Investment, Finance and Audit Committee (“BIFAC”) of the Toronto Community Housing Corporation (“TCHC”) held a virtual Public meeting on March 11, 2021, via WebEx, commencing at 9:39 a.m.

BIFAC Directors Present: Adele Imrie, Chair
Deputy Mayor Ana Bailão
Nick Macrae
Brian Smith

BIFAC Directors Absent: n/a

Non-BIFAC Directors Present: Councillor Paula Fletcher
Councillor Frances Nunziata

Management Present: Kevin Marshman, President & Chief Executive Officer (“CEO”)
Sheila Penny, Chief Operating Officer (“COO”)
Darragh Meagher, General Counsel & Corporate Secretary
Rose-Ann Lee, Chief Financial Officer & Treasurer
Vincent Tong, Chief Development Officer
Allen Murray, Vice President, Facilities Management
Barbara Shulman, Vice President, Human Resources
Luisa Andrews, Vice President, Information Technology Services (“ITS”)
Paula Knight, Vice President, Strategic Planning & Communications

**Building Investment, Finance and Audit Committee
Public Minutes
March 11, 2021**

Page 2 of 8

Karim Jessani, Manager, Internal Audit
Marilyn Lee, Senior Legal Counsel, Real Estate
Jill Bada, General Manager, Seniors Housing
Unit
Ceilidh Wilson, Assistant Corporate Secretary

Guests Present:

David Jollimore, Director, City-Wide Real Estate
Program
Michael Whelan, Senior Vice President,
CreateTO
Mathieu Maslard, Manager, Strategic Planning
& Policy, City of Toronto
Ryan Biava, Management Consultant, City of
Toronto

A quorum being present, Ms. Imrie, serving as Chair, called the meeting to order, and Ms. Wilson served as recording secretary.

ITEM 1 CHAIR'S REMARKS

The Chair welcomed everyone to the BIFAC meeting, noted the Acknowledgement of the Land and notified everyone that due to the need for social distancing to limit the spread of COVID-19, TCHC's holding this BIFAC meeting virtually.

COVID-19 Update

It has now been one year since TCHC activated its Emergency Operations Centre in response to the COVID-19 pandemic, and the Chair thanked employees for the exemplary work they are doing to deliver essential services and support TCHC tenants.

In particular, the Chair recognized the contributions of staff who work in our buildings. I'm proud of how our employees have stepped up to support tenants who are self-isolating and help agencies deliver food and other essentials to seniors and vulnerable tenants.

Lastly, the Chair thanked everyone at the company for setting a good example by following public health advice at work and at home.

ITEM 2A APPROVAL OF PUBLIC MEETING AGENDA

Motion carried **ON MOTION DULY MADE** by Councillor Bailão, seconded by Mr. Smith and carried, the BIFAC approved the Public meeting agenda for the BIFAC's March 11, 2021 meeting.

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

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

ITEM 2C CONFIRMATION OF MINUTES OF THE PUBLIC BIFAC MEETING OF FEBRUARY 5, 2021

Motion carried **ON MOTION DULY MADE** by Councillor Bailão, seconded by Mr. Smith and carried, the BIFAC confirmed the above-captioned minutes without amendments.

ITEM 2D STATUS UPDATE ON AUDIT RECOMMENDATIONS FROM INTERNAL AUDIT REPORTS AS OF DECEMBER 31, 2020

BIFAC:2021-20

Motion carried **ON MOTION DULY MADE** by Mr. Smith, seconded by Mr. Macrae and carried, the BIFAC received the Status Update on Audit Recommendations as of December 31, 2020 report from Internal Audit, as outlined in Report BIFAC:2021-20 for its

information.

ITEM 3 BUSINESS ARISING FROM THE PUBLIC MEETING MINUTES AND ACTION ITEMS UPDATE

Motion carried **ON MOTION DULY MADE** by Mr. Macrae, seconded by Mr. Smith and carried, the BIFAC received the matters reported as Business Arising from the Public Meeting Minutes and Action Items Update as of February 5, 2021 for its information.

ITEM 4 TENANTS FIRST: TRANSITION OF DEVELOPMENT FUNCTION FROM TORONTO COMMUNITY HOUSING BIFAC:2021-19

The above-captioned report (BIFAC:2021-19) was circulated to BIFAC members prior to the meeting.

Mr. Jollimore from the City of Toronto provided the Board with a presentation regarding this matter, highlights of which include:

- Council direction;
- Benefits and rationale for transfer;
- Transfer phased approach;
- Key risks and impacts;
- Governance and board accountabilities; and
- Next steps/implementation.

Mr. Jollimore, Mr. Whelan and Mr. Tong were available to answer questions of the BIFAC. Highlights of the discussion include:

- There is a working group between TCHC, the City and CreateTO that is looking at the decision making process and the approvals framework.
- The plan is to bring a report to the June 1, 2021 Executive Committee.
- Any function related to tenant engagement, including the relocation process, will remain with TCHC.

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- Projects will be initiated by CreateTO based on an analysis of TCHC's portfolio on a city-wide basis.
 - The intent with future projects is to find ways to deliver new rent-geared-income ("RGI") and affordable housing as well as community infrastructure using TCHC lands. CreateTO is in discussions with the Housing Secretariat to find opportunities to increase the affordable housing stock.
 - CreateTO will be able to look at all available City lands as opposed to just TCHC lands, in turn creating a broader, more holistic vision of development opportunities across the city.
 - TCHC will still have a seat at the table with CreateTO in planning how revitalizations are implemented to ensure tenants' needs are factored into decision making.
 - One governance option being considered is a joint committee of TCHC and CreateTO Boards to ensure business progresses as quickly as possible, while ensuring TCHC's Board can fulfill its fiduciary duties. This model is used by Metrolinx and Infrastructure Ontario who have been consulted on their experience.
 - The governance process flows are still being mapped out for both the Board and staff levels, and both will be critical for success.
 - TCHC has a unique approach of relocating all tenants as part of the revitalization process.
 - A special meeting will be held in mid-May for the City to present their transition plan to the BIFAC for questions and comments. All Board members will be invited.
 - Action item: Chief Development Officer to provide the BIFAC, offline, with the breakdown of staff numbers in the four functional areas of the Development division.

Mr. Jollimore, Mr. Whelan, Mr. Maslard and Mr. Biava left the meeting at 10:32 a.m.

Motion carried **ON MOTION DULY MADE** by Councillor Bailão, seconded by Mr. Macrae and carried, the BIFAC received the presentation set out in Attachment 1 to Report BIFAC:2021-19 for its information.

INTERNAL AUDIT DEPARTMENT'S
ITEM 5 ANNUAL REPORT FOR 2020 BIFAC:2021-21

The above-captioned report (BIFAC:2021-21) was circulated to BIFAC members prior to the meeting.

Mr. Jessani was available to answer questions of the BIFAC. Highlights of the discussion include:

- The new rent-geared-to-income (“RGI”) rent calculation regulations will come into effect on July 1, 2021.
- TCHC is working with Shelter, Support & Housing Administration (“SSHA”) on a simplified income verification process with the implementation of the new RGI regulations. Internal Audit will audit against the new process once in place.
- Action item: Manager, Internal Audit to report back to the BIFAC with the list of projects that Internal Audit will be supporting the City Auditor on.
- Internal Audit reports to the BIFAC on a bi-annual basis on the status of their work.

Motion carried **ON MOTION DULY MADE** by Councillor Bailão, seconded by Mr. Macrae and carried, the BIFAC received the Internal Audit Department’s Annual Report for the year 2020 as set out in Report BIFAC:2021-21 for its information.

**CONTRACTOR AWARD: GARAGE
RESTORATION SERVICES AT TRIMBEE
COURT (30 DENARDA STREET) (RFQ
ITEM 6A 20288-PP)** BIFAC:2021-22

The above-captioned report (BIFAC:2021-22) was circulated to BIFAC members prior to the meeting.

Mr. Murray was available to answer questions of the BIFAC. Highlights of the discussion include:

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- TCHC has worked with Roma Building Restoration Ltd. (“Roma”) in the past and are satisfied with their performance.
 - Roma has agreed to hold the fixed pricing for all three phases of the work, which will go through to 2023.

Motion carried

ON MOTION DULY MADE by Mr. Smith, seconded by Mr. Macrae and carried, the BIFAC unanimously approved the recommendations in Report BIFAC:2021-22 as follows:

1. Approve the award of the work to Roma Building Restoration Ltd. for \$2,893,920.00 (exclusive of taxes) for garage restoration services at Trimbee Court based on the outcome of Request for Quotations (RFQ) 20288-PP: and
2. Authorize the appropriate staff to take the necessary actions to give effect to the above recommendation.

**DESIGN SERVICES FUNDING
AGREEMENT: ST. JAMES TOWN PUBLIC
REALM AND OPEN SPACE PLAN**

ITEM 6B

BIFAC:2021-23

The above-captioned report (BIFAC:2021-23) was circulated to BIFAC members prior to the meeting.

Mr. Murray was available to answer questions of the BIFAC. Highlights of the discussion include:

- Management do not see a budget overrun as a significant risk and will maintain tight controls over the budget to deliver the project. Both the City and TCHC are committed to delivering the project within the agreed upon budget.

Motion carried

ON MOTION DULY MADE by Mr. Macrae, seconded by Councillor Bailão and carried, the BIFAC unanimously approved and forwarded to the Board of Directors for approval the recommendations in Report BIFAC:2021-23 as follows:

1. Authorize TCHC to execute a Design Services Funding

Agreement for landscaping design services for Phases 1, 2, 3 and 4 of the St. James Town Connects Framework, Key Project #2, TCHC Open Space Plan/Ontario Street South, as approved by City Council in July 2018;

2. Authorize TCHC to execute a lease agreement with the City of Toronto for the operation, maintenance and management of a City park on the following terms:
 - a) Leased premises consists of the surface area of Phases 1 and 2 of St. James Town Public Realm and Open Space Plan, which is adjacent to 275 Bleecker Street and 200 Wellesley Street East;
 - b) Term shall be 50 years less a day; and
 - c) Rent shall be nil, provided the City of Toronto shall pay all operating, maintenance and repair costs;
3. Authorize the Vice President of Facilities Management, or his designate, to take the necessary actions and execute all necessary documents to give effect to the above recommendations, including the Design Services Funding Agreement and lease agreement in a form acceptable to the General Counsel.

TERMINATION

The public meeting terminated at 10:54 a.m.

Secretary

Chair, Building Investment,
Finance & Audit Committee