

Regular Meeting

November 12, 2009

A regular meeting was convened at 6:00 pm, Thursday, November 12, 2009, at 43 Millwood Road, 3rd floor conference room (TLC Offices), Toronto, Ontario, with David Crombie, Chair of the Board, presiding.

The following members were present: Chris Bolton, John Campbell, Dino Chiesa, Hugh Heron, Annie Kidder, James Pasternak and Jane Pepino.

Regrets were received from Bruce Davis and Jane Marshall.

1. Call to Order

The meeting was called to order by D. Crombie, Chair of the Board, presiding.

The Chair welcomed Chris Bolton and James Pasternak, TDSB Trustees appointed to the TLC Board effective September 23, 2009. C. Bolton and J. Pasternak will replace Trustees Irene Atkinson and Michael Coteau.

The Chair also welcomed Daryl Sage, Director of Strategy and Planning, TDSB, as the newly appointed delegate to represent the TDSB Director at the TLC meetings.

2. Approval of the Agenda

J. Campbell, seconded by D. Chiesa moved: **That the agenda be approved.**

The motion was carried.

3. Declarations of Possible Conflict of Interest

Trustee Pasternak indicated a 'blanket' conflict of interest in relation to one TLC Property – 200 Wilmington Avenue – because of a family member's attendance at this school facility. Trustee Pasternak stated he will not participate in discussions or vote on items relating to Wilmington Avenue.

4. Confirmation of the Minutes of the Meeting held on September 15, 2009

J. Campbell, seconded by H. Heron moved: **That the minutes of September 15, 2009 be approved as distributed.**

The motion was carried.

5. CEO Update to the Board, November 2009

Directors had, for their consideration and approval, the CEO Report - November 2009.

Property Disposition Timelines

S. Hoy reported that a TLC Policy, in relation to Property Disposition Timelines, is required in order to set a parameter around the time we take to negotiate with public partners after the period of circulation has ended. The current practice provided for no restriction around the time permitted to negotiate. Given the financial constraints at the TDSB, it is imperative that the TLC respond in a manner that provides for firm deals and closings on deals in a timely manner. As a result, a policy has been prepared for approval by the TLC that proposes a 60 day negotiation period, with public partners, to a final deal.

Encouraging Facility Partnerships

S. Hoy provided an overview of the draft policy that has been circulated by the Ministry of Education, for comment by the School Boards. She noted that the TDSB and TLC prepared a joint response to the Ministry of Education in relation to this draft. That response was appended for information purposes.

D. Chiesa seconded by J. Campbell, moved that:

- a) **The draft policy *Property Disposition Timelines*, be approved; and that**
- b) **The report from the CEO, November 2009 be received.**

The motion was carried.

6. Proposed Meeting Dates for 2010

The proposed meeting dates for 2010 were deferred pending the approval of 2010 meeting dates for the Toronto District School Board. As a result, the 2010 TLC meeting dates will be reviewed and circulated subsequent to the publication of TDSB Board meeting dates for the upcoming year.

7. Business Arising from the Minutes of September 15, 2009

Roles and Responsibilities of TLC/TDSB re Surplus Declarations

D. Crombie noted that the above draft communication will be tabled at a TLC Board meeting in the new year, when additional clarification is available in relation to TLC/TDSB roles and responsibilities in relation to surplus declarations.

Amendment to Shareholder's Direction

D. Crombie noted that additional time is required by staff before this item can be brought to the Board table once again. Additional information will be forwarded at a later date.

8. Finance Committee, Report No. 3, November 3, 2009

H. Heron, Chair of the Finance Committee, presented Report No. 3, November 3, 2009.

J. Campbell, seconded by A. Kidder, moved:

That the following matters presented in Finance Committee Report No. 3, November 12, 2009, be approved:

- a) **Operating Report for the Year Ending August 31, 2009**
- b) **Fourth Quarter Statement of Revenue and Expenditures**

The motion was carried.

9. Audit Committee, Report No. 2, November 9, 2009

D. Crombie, on behalf of Jane Marshall, Chair of the Audit Committee, presented Report No. 2, November 9, 2009.

J. Campbell, seconded by A. Kidder, moved:

That the following matters presented in Audit Committee Report No. 2, November 9, 2009, be approved:

- a) **Auditor's Report**
- b) **Building Maintenance and Capital Repairs Processes for Audit – TLC Sites**
- c) **Review of Lease Revenue Receivables**

The motion was carried.

2008-2009 Audited Financial Statements

Directors reviewed the Audited Financial statements of the Toronto Lands Corporation for the year ending August 31, 2009, as forwarded by the Audit Committee.

J. Campbell, seconded by H. Heron, moved:

That the audited financial statements of the Toronto Lands Corporation, for the year ending August 31, 2009, be approved as distributed.

The motion was carried.

10. Five-Year Strategic Plan (Update)

Directors had for their consideration a report titled *Five-Year Strategic Plan*. S. Hoy reviewed this report and indicated that a revised delivery date is required in order to incorporate the vision of the new Director of Education into the 5-year plan.

J. Campbell, seconded by H. Heron, moved that:

- a) The Update - Five-Year Strategic Plan be received.**

The motion was carried.

11. Portions of Melody PS and Whitfield PS – Surplus for Lease

Directors had for their consideration a report titled *Portions of Melody PS and Whitfield PS – Surplus for Lease*. S. Hoy reviewed the above report with Directors and explained the need for this technical amendment to provide for leasing of the vacant lands next to the sites that are to be purchased by the TDSB. It should be noted that these vacant lands, proposed for leasing, are categorized as ‘core holdings’ for the TDSB. Leases will be drawn up to ensure termination of the lease on 12 months notice.

J. Pepino, seconded by H. Heron, moved that:

- a) Pursuant to Section 194(3) of the *Education Act*, that the following properties be declared ‘not required for the purposes of the Board’ at this time:
 - i. Whitfield PS, portion currently retained as core holding;**
 - ii. Melody PS, portion currently retained as core holding; and****
- b) These portions of the Whitfield PS and Melody PS sites be made available for lease.**

The motion was carried.

12. Real Estate Planning Consulting Services

This item was deferred to a future meeting of the TLC due to timeline constraints.

13. Pools Update

Directors had for their consideration a report titled *Pools Update*. This report included the second quarterly report (ending September 30, 2009) to the Ministry of Health Promotion, in relation to the capital repairs underway in TDSB pools. Future reports will be provided to the TLC Board at its regular meetings.

A. Kidder, seconded by J. Pepino, moved that:

- a) **The Pools Update Report be received.**

The motion was carried.

14. AWG Report, November 2009

Directors had for their consideration a report titled *AWG Report, November 2009*. Detailed discussions ensued in relation to the recommendations tabled by the AWG. The following recommendations were ultimately approved and then forwarded to the Toronto District School Board for consideration:

J. Pepino, seconded by A. Kidder, moved:

Communication

1. **That the TDSB prepare and post a communication (via website) to the broader Toronto community informing that no further TDSB pools will be drained until the December AWG report is received and considered at the January 2010 TDSB Board meeting;**
2. **That the TDSB note that the AWG will present a final report and recommendations for its consideration by December 31, 2009.**

Development of Governance Model

1. **That the TLC form a governance sub-committee study group consisting of representatives from the TLC, the AWG, the TDSB (minimum of two representatives), Canadian Tire, the YMCA, and the Toronto Community Foundation, at a minimum. Annie Kidder and Jane Pepino agreed to serve as TLC representatives on the Pools Governance Sub-committee. ;**
2. **That the TDSB appoint two representatives to serve on the Governance Sub-committee Study Group;**
3. **That the Governance Sub-committee Study Group be charged with canvassing and making recommendations regarding a governance model, and reporting to the TLC as soon as possible, to provide for long-term sustainability of pools; and**
4. **That appropriate support be provided by the TLC.**

Temperature of Pool Water

1. **That the TDSB be requested to have its Facility Services staff report on the most appropriate temperature for pool water and what is required to enforce or maintain that temperature.**

2. That TDSB staff report back to the TDSB, as soon as possible, with the results of the above analysis, so that permitting of pools by special interest groups can proceed.

Staffing to Assist Community Commitment to Pools

1. That the TDSB be advised of the need for one dedicated staff position to be hired, specifically to assist with pools; and
2. That the TDSB give consideration to this requirement.

The motion was carried.

15. Resolution into Committee of the Whole (Private Session)

At 7:28 pm, on a motion by H. Heron, seconded by J. Campbell, the regular meeting resolved into Committee of the Whole (Private Session) to consider matters on the private agenda of the Committee of the Whole.

16. Reconvene

At 7:45 pm, the regular meeting reconvened.

17. Committee of the Whole (Private), Report No. 9, November 9, 2009

J. Campbell, seconded by H. Heron, moved: **That Report No. 9 of the Committee of the Whole (Private) be adopted as appended.**

The motion was carried.

18. Adjournment

At 7:50 p.m., on a motion of J. Pepino, seconded by A. Kidder, the meeting adjourned.

David Crombie
Chair