

Item # 2

To: Human Resources and Corporate Governance Committee
From: John Macintyre, *Senior Vice President, Corporate Affairs*
Date: February 19, 2010
Subject: HRCG Committee Draft Workplan

Recommendations

It is recommended that the Human Resources and Corporate Governance Committee adopt the attached workplan to support the committee in 2010.

Background

At the meeting of the Human Resources and Corporate Governance Committee of January 25, 2010, the committee held a discussion on a range of governance issues. The committee requested that Management develop a workplan to address these issues and other matters that are likely to be considered by the Committee in 2010.

The attached draft workplan outlines the core issues that we envision bringing in front of the committee for the balance of 2010. We invite discussion and input on the items, the sequencing or timing of these items.

Build Toronto--Human Resources and Corporate Governance Committee Workplan, February 19, 2010

Item	Area	Activity	Outcome	Timeframe	Responsibility
1.	Governance	Conflict of Interest Policy	Develop Conflict of Interest Policy to apply to both Directors and Officers	1 st Quarter 2010	J. Lorne Braithwaite John A. Macintyre
2.	HR	Executive Compensation	Finalize the 2010 Executive Compensation program including incentivization for Management	1 st Quarter 2010	J. Lorne Braithwaite John A. Macintyre
3.	Governance	Board Survey	Determine the Board members views on Board Materials, Board Meeting formats, agenda formats and other support requirements	2 nd Quarter 2010	J. Lorne Braithwaite John A. Macintyre
4.	Governance	Board Support	Develop new Board Governance Support protocols in response to Board survey and emerging requirements of integrated support requirements for Invest Toronto, and TPLC.	2 nd Quarter 2010	J. Lorne Braithwaite John A. Macintyre
5.	HR	Executive Compensation	Design LTIP Program for implementation in 2011	2 nd Quarter 2010	J. Lorne Braithwaite
6.	HR	Policy development: <ul style="list-style-type: none"> • Harassment and discrimination • Education assistance • Succession Management Policy 	Core HR Policy Development	2 nd Quarter 2010	John A. Macintyre

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Item	Area	Activity	Outcome	Timeframe	Responsibility
		<ul style="list-style-type: none"> Recruitment Policy 			
7.	Operating Policy	Travel and Expense Policy	Approve of travel and business expense policy	2 nd Quarter 2010	J. Lorne Braithwaite John A. Macintyre
8.	Governance	Review of Board and Committee Composition, phased term of office, and Recruitment Strategy	Develop competency profile for recruitment of board members. Review compensation for private sector board members.	3 rd Quarter 2010	J. Lorne Braithwaite John A. Macintyre
9.	HR Management	Succession Management	Develop succession management program for the Corporate Leadership Team	3 rd Quarter 2010	J. Lorne Braithwaite John A. Macintyre
10.	HR	CEO Performance Evaluation	Develop process and protocol to evaluate the performance of the CEO	3 rd Quarter 2010	Blake Hutcheson John A. Macintyre
11.	Governance	Review Committee assignments of Directors and Committee Chairs	Conduct annual review of Directors' Committee assignments and the Chairs of the Standing Committees	4 th Quarter 2010	Blake Hutcheson J. Lorne Braithwaite