Attachment 2

Table of Amendments to the TAF Relationship Framework:

Amendments to TAF Relationship Framework, 2006	**Council Decision Reference / Rationale**
1. Article 1, Definitions: Updates the reference to the Deputy City Manager and Chief Financial Officer as the Treasurer.	Housekeeping amendment
2. General: Updates references to "agencies, boards, commissions and corporations" to "agencies and corporations" or "agencies" throughout the document as applicable.	Housekeeping amendments
3. Articles 6:	
a. Adds that City Council approve board by-laws that regulate the conduct of the business and affairs of the agency.	Council Directive EX4.6, April 2011
b. Deletes certain delegations of authority to the Board regarding: i. Determining the structure, composition and procedures of the Clean Air Partnership and other unnecessary references to CAP;	EX25.1, November 2012
c. Deletes TAF's responsibility to recruit and screen candidates for the TAF Board of directors which was transferred to the Civic Appointments Committee.	Council Directive EX4.7, April 2011
d. Amends "in excess of $1 million" to "in excess of $2 million" pertaining to matters requiring Council approval for any loans, guarantees, or security on loans or lines of credit. Corresponding change in Article 11.	EX25.1, November 2012; TAF's Council-approved Statement of Investment Objectives and Principles (SIOP) approved by Council July 16,17,18,19, 2007, in EX10.13.
4. Article 7:	
a. Inserts Council authority to agencies and corporations allowing them to establish and appoint members to any number of committees, for any purpose as required by the Board, as long as the Board does not delegate to committees	Council Directive EX4.7, April 2011

with non-board members any final decision-making authority.	
b. Deletes reference to TAF determining the structure, composition and procedures for the appointment of the CAP Board.	EX25.1, November 2012
c. Deletes reference to TAF recruiting and screening candidates for TAF Board and nominations to Council.	EX4.7, April 2011
d. Reflects Council's changes to the composition of the TAF Board to a minimum of eleven members, with at least three members of Council appointed by Council, and one of whom shall be the Mayor or a designate appointed by the Mayor.	EX4.7, April 2011
e. Adds Council appoints the Chair of the TAF Board.	EX4.6, April 2011
f. Deletes reference to the duties of the TAF Recruitment Committee, as this is no longer done by TAF.	EX4.7. April 2011
g. Adds Civic appointments Committee as the nominating body for TAF	EX4.7. April 2011
h. Adds that TAF Staff and Board members are allowed to encourage, but not endorse or provide references for, qualified candidates to apply through the advertized recruitment process.	EX4.7. April 2011
i. Adds under *Vacancies*: that the Board shall notify the Governance Liaison at the City should a vacancy occur in the office of Chair.	EX4.6, April 2011
j. Updates appointment term for Board members: reference to Council term changed from 3 years to 4 years,	Housekeeping amendment
5. <u>Article 8:</u>	
a. Adds Council approves by-laws governing the internal conduct of the affairs of the agency (e.g. procedure by-law No.1), and deletes reference to record held by Clerk which is redundant.	EX4.6, April 2011
b. Reflects Council's previous change to the quorum of TAF's Board from three-fifths to a simple majority of its members.	MM49.15, May 11, 2010
c. Changes reference from DCM Cluster B to Chief Corporate Officer as the City Official responsible for environmental issues.	EX25.1, November 2012
6. <u>Article 10:</u>	
a. Updates the reference from Code of Conduct for Council Members to the Code of Conduct for Members of Local Boards reflecting Council approval of a specific Code of	Housekeeping amendment

Conduct for Local Boards.	
b. Deletes unnecessary reference to status of TAF's Conflict of Interest Policy.	Housekeeping amendment
7. <u>Article 11:</u>	
a. Adds Council's decision to reinstate the authority of the City Treasurer to manage the investment of those TAF funds that are not immediately required for TAF's objects, pertaining to the investment of fixed income marketable securities and cash reserves. This was previously delegated to TAF.	EX25.1, November 2012
b. Deletes TAF's obligation and process to contribute grants to the City's internal environmental initiatives per Council decision, in order to improve TAF's program capacity and redirect the funds to TAF's objects.	EX25.1, November 2012
c. Deletes TAF's obligation and process to contribute to the Greater Toronto Clean Air Council as previously mandated, in order to improve TAF's program capacity and redirect the funds to TAF's objects.	EX25.1, November 2012
d. Deletes reference to the process for prioritizing of funds contributed by TAF to City projects, which is no longer necessary.	EX25.1, November 2012
8. <u>Article 12</u>	
a. Updates reference to the DCM Cluster B as the Environmental Liaison to the Chief Corporate Officer.	EX25.1, November 2012
b. Adds that the Board shall submit Audited Annual Financial Statements within three months of the year end to the CFO as well as to the Auditor General.	EX19.13, May 8, 2012
c. Adds that the Board shall provide information to the City Manager of any subsidiaries, joint ventures or equity interest conducted by the agency	EX19.13, May 8, 2012
d. Adds that the Board shall submit its Annual Report to the City Manager within three months of the year end at the same time it submits its Annual Financial Statements, to provide a context for its financial statements.	New Recommendation in this report.
e. Adds requirement for TAF to disclose individual executive compensation in a confidential report to City Council through the City Manager as permitted by law, in a form and at a time satisfactory to the City Manager.	EX21.19, Part: Executive Compensation 2011 for City Agencies and Corporations.