

Civic Theatres Toronto – Board Governance Structure

Mandate and Responsibilities

Under the *City of Toronto Act, 2006*, Civic Theatres Toronto is a City board and City Council determines its mandate and structure.

The mandate of Civic Theatres Toronto is to provide quality performance and event facilities and to promote its contribution to the artistic, cultural and social vitality of Toronto and its communities. The Board of Directors of Civic Theatres Toronto is responsible for overseeing the business affairs and operation management of the Toronto civic theatres. Initially, the Board of Directors will also oversee the transition process for consolidating the current civic theatre operations under Civic Theatres Toronto.

Board Size and Composition

Effective July 9, 2015:

The Board of Directors of Civic Theatres Toronto consists of 5 members and is composed of:

- the Mayor or a Council Member appointed by the Mayor as the Mayor's designate;
- the Council Member for Ward 23;
- the Council Member for Ward 28; and
- 2 Council Members;

with at least one of the Council Members appointed also being a member of the Economic Development Committee.

Effective November 6, 2015:

The Board of Directors of Civic Theatres Toronto consists of 13 members and is composed of:

- the Mayor or a Council Member appointed by the Mayor as the Mayor's designate;
- the Council Member for Ward 23;
- the Council Member for Ward 28;
- 2 Council Members; and
- 8 citizen members;

with at least one of the Council Members appointed also being a member of the Economic Development Committee.

Chair and Vice-Chair

The Chair of the Board of Directors is appointed by City Council. The Vice-Chair of the Board is appointed by the Board from among its members.

Effective July 9, 2015: The Chair of the Board will be a Council Member.

Effective November 6, 2015: The Chair of the Board will be a citizen member.

Eligibility Criteria

Citizens are eligible for appointment, and may continue to serve as a member of the Board, if they satisfy the general eligibility requirements for appointment as set out in the *City's Public Appointments Policy*.

Citizens are ineligible for appointment, and may not continue to serve as a member of the Board, if any of the following conditions apply to them or their immediate family members:

- the person is a supplier of goods or services to the performing arts sector;
- the person has an employment relationship with another performing arts theatre;
- the person has an employment, directorship, ownership or controllership interest in an organization that has an interest in performing or producing live performing arts at the City's theatre facilities.

Immediate family members include a child, parent and spouse as defined in the *Code of Conduct for Members of Council*.

Qualifications

Citizen members of the Board should collectively have significant experience in one or more of the following qualifications:

- current or past leadership role in the performing arts sector or another cultural sector;
- community leadership and partnerships;
- marketing and sponsorship;
- financial management and business strategy;
- labour relations.

In addition, a youthful perspective, defined as an individual in the 18-30 age range, is a desirable qualification for at least one citizen member.

Appointments Process – Citizen Members

Citizen members of the Board are recruited through an advertised recruitment process. The appointments process is conducted according to the policies and procedures in the *City's Public Appointments Policy*.

Meetings

The Board meets approximately 8-10 times a year or at the call of the Chair. Board meetings are open to the public, except for meetings or parts of meetings where the subject matter being considered is a matter set out in section 190 of the *City of Toronto Act, 2006*.

Remuneration

No remuneration is paid to Board members.

Current Civic Theatres – Board Governance Structure

Hummingbird (Sony) Centre for the Performing Arts

St. Lawrence Centre for the Arts

Toronto Centre for the Arts

Note:

The mandate and responsibilities of the City's three current Theatre Boards remain unchanged. The Board of Directors for each civic theatre is amended so that the other elements of the board governance structure mirror that of the Board of Directors for Civic Theatres Toronto, as set out below.

Board Size and Composition

Effective July 9, 2015:

The Board of Directors of each of the St. Lawrence Centre for the Arts, the Hummingbird (Sony) Centre for the Performing Arts, and the Toronto Centre for the Arts consists of 5 members and is composed of:

- the Mayor or a Council Member appointed by the Mayor as the Mayor's designate;
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- the Council Member for Ward 28; and
- 2 Council Members;

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