

January 9, 2018

Sent via Email (No Original to Follow): [trab@toronto.ca](mailto:trab@toronto.ca)

Dino Chiesa, Chair  
Toronto Realty Agency Board  
Toronto City Hall  
100 Queen Street West  
Toronto, ON M5H 2N2

Mr. Chiesa,

**Re: Establishment of policies to enhance the protection, and proper use of, confidential information**

I write to recommend that the Toronto Realty Agency Board consider and consult with the Office of the Integrity Commissioner regarding the establishment suitable policies to enhance the protection, and proper use of, confidential information (including, possibly a personal trading policy) for its board members and staff supporting the Board. I make this recommendation in conjunction with separate recommendations I intend to make to City Council to amend the Code of Conduct for Members of Local Boards (restricted definition), which also applies to members of the Toronto Realty Agency Board.

### **Background**

City Council requested me, as the Integrity Commissioner, to review the Code of Conduct for Members of Local Boards (Restricted Definition) to recommend if amendments were necessary to reflect the special duties of the Toronto Realty Agency.

### **Outcome of the review**

I have concluded this review and will be making recommendations to City Council to amend the Conduct of Conduct for Members of Local Boards (Restricted Definition) as it applies to *all local boards* in Toronto. I will not be recommending that City Council establish separate, unique codes of conduct for all of its several local boards.

In consideration of the commercially-sensitive nature of the information available to the Realty Agency Board, it is my view that the Board should establish policies to enhance the obligations contained in the Code of Conduct with respect to use and disclosure of confidential information.

## **Recommendation**

The Toronto Realty Agency Board is at a very early stage of its mandate and it is about to make foundational decisions about the way in which it will carry out its work. The Realty Agency Board and staff will have access to highly confidential and commercially-sensitive information and will have oversight of significant public assets. While the duties set out in the Code of Conduct (if amended) are robust, the Realty Agency Board should establish additional policies as necessary to further enhance the protection of the proper use of confidential information and to eliminate potential for improper personal gain. Policies could include proactive disclosure mechanism or personal trading policies.

It is therefore my recommendation that as the Toronto Realty Agency Board establishes its operational foundation, sets its own policies and develops its operating procedures, it also consider and develop an appropriate policy framework to further enhance the confidentiality obligations set out in the Code of Conduct.

My Office will be available to the Toronto Realty Agency to assist with development of an appropriate policy framework. I would like to meet with the Board as soon as possible to provide more details about my recommendation and to discuss how my Office can best support the Toronto Realty Agency Board.

I look forward to working with you and the other members of the Board on this important policy initiative. In my view it is an opportunity for the Board to demonstrate leadership with respect to its own governance.

Sincerely,

*(Original Signed by Valerie Jepson)*

Valerie Jepson  
Integrity Commissioner