

Environmental, Social, and Governance (ESG) Committee

Terms of Reference

Committee Purpose

The purpose of the Environmental, Social, and Governance Committee (ESG) is to:

1. Provide advice and recommendations to the Board of Directors of TO Live with respect to ESG issues including Health and Safety, Environment and Sustainability, Business Ethics, Social Capital and Community Engagement and Equity, Diversity and Human Rights. The ESG Committee will make recommendations on processes, monitoring, and approving actions related to the planning and budgeting of the ESG issues.
2. Provide advice and recommendations to the Board of Directors of TO Live to direct the President and CEO, TO Live as well as the TO Live management team, on managing all associated external relationships including the various stakeholders, the local community, the broader arts community, current employees of TO Live and applicable Unions.

Committee Goals

1. Work with the management of TO Live in setting TO Live's general strategy with respect to ESG matters, including the identification, assessment and prioritization of material and strategically significant ESG matters.
2. Identify issues and trends in respect of the ESG matters that could significantly impact TO Live.
3. Work with the management of TO Live to ensure that the management of ESG issues is embedded in the TO Live culture, and ensure that different functions within TO Live are prepared to take advantage of new opportunities in respect of the ESG matters.
4. Work with the management of TO Live to review, monitor and report to the Board on the performance, policies and activities of TO Live on ESG matters.

Organization and Membership

The Board of Directors of TO Live shall appoint the ESG Chair and its members and fill any vacancies as they occur.

The ESG shall be composed of 3 members, to be drawn from the Board of Directors of TO Live.

Management

1. ESG committee meetings will be held as needed at the request of the committee Chair.
2. Meetings will be conducted in accordance with the Procedures By-law for the Board of Directors of TO Live.
3. Participants will be expected to have read and reviewed all documentation prior to each committee meeting and should be prepared to fully participate during the meeting.