TORONTO

REPORT FOR ACTION WITH CONFIDENTIAL ATTACHMENT

Selection of Candidates for Interview for the Toronto Hydro Board

Date: May 6, 2024
To: Corporations Nominating Panel
From: City Clerk
Wards: All

REASON FOR CONFIDENTIAL INFORMATION

This report deals with personal matters about identifiable individuals who are being considered for appointment to the Toronto Hydro Board.

SUMMARY

The Corporations Nominating Panel will select candidates to be interviewed for appointment to the Toronto Hydro Board. The Corporations Nominating Panel will conduct interviews at its next meeting and recommend seven candidates, including a Chair, to City Council for appointment.

RECOMMENDATIONS

The City Clerk recommends that:

1. The Corporations Nominating Panel select 18 candidates listed in Table 1 of Confidential Attachment 1 for interview at its next meeting for appointment to the Toronto Hydro Board.

2. The Corporations Nominating Panel direct that Confidential Attachments 1 to 3 remain confidential in their entirety as they relate to personal matters about identifiable individuals being considered for appointment to the Toronto Hydro Board.

FINANCIAL IMPACT

There are no financial implications arising from this report.

DECISION HISTORY

At its meeting held June 14 & 15, 2023 City Council appointed one member of the public to the Toronto Hydro Board for a term of office ending June 16, 2025 and until a successor is appointed:
https://secure.toronto.ca/council/agenda-item.do?item=2023.CC7.7

At its meeting held March 29, 30 & 31, 2023 City Council appointed one member of the public to the Toronto Hydro Board for a term of office ending April 8, 2024 and until a successor is appointed:
https://secure.toronto.ca/council/agenda-item.do?item=2023.CC5.8

At its meeting held April 6 & 7, 2022 City Council appointed eight members of the public to the Toronto Hydro Board for a term of office ending April 8, 2024 and until successors are appointed:
https://secure.toronto.ca/council/agenda-item.do?item=2022.NC18.2

COMMENTS

Composition of the Toronto Hydro Board

The board has a total of 11 members including:
- the Mayor or the Mayor's designate appointed by City Council
- 2 members of Council
- 8 public members who are not elected officials or employees of the City of Toronto or any of its agencies or corporations, one of whom shall be the chair

There are currently seven positions under consideration, including the Chair role

The seven positions under consideration are the result of seven public members' terms ending on April 8, 2024. Public members continue until successors are appointed.

Term of office

The term of office for public members of City corporations is two years, and until successors are appointed. In May 2015, Council adopted a two-year term unless otherwise stated for public members of City corporations. The candidates appointed through this process will serve a term of office ending July 27, 2026 and until successors are appointed.

Board members should meet certain Council-approved qualifications

Board members should collectively represent a range of expertise including:
- experience on a public utility commission or board of a major corporation or other commercial enterprise
- corporate finance

- corporate governance
- market development
- large system operation and management
- urban energy industries
- public policy issues and laws relating to Toronto Hydro and the electricity market
- environmental matters, labour relations, and occupational health and safety issues
- commercial sensitivity and acumen
- independence of judgement and personal integrity
- at least three directors with financial management expertise

Eligibility Requirements

To be eligible for appointment to the board, public members must meet the eligibility requirements in the City's Public Appointments Policy.

In addition, under the *Business Corporations Act*, persons are ineligible for appointment to the board if they are:

- A person who has been found under the Substitute Decisions Act, 1992 or under the Mental Health Act to be incapable of managing property or who has been found to be incapable by a court in Canada or elsewhere.
- A person who is not an individual.
- A person who has the status of bankrupt.

Board members receive remuneration

Members of the Toronto Hydro Board receive:

- The Chair receives an annual retainer of $75,000
- Board members receive an annual retainer of $12,500, plus $1,000 per meeting up to a maximum of $30,000

We have consulted wit Toronto Hydro

In preparation for this process, Public Appointments staff consulted with Toronto Hydro staff and the Board Chair to discuss current board needs, emerging trends, and the appointments process. It was suggested that candidates with public sector or non-profit governance experience, board experience, or experience in both the financial and energy industry would be an asset.

Outreach was conducted for this vacancy

Targeted outreach to attract skilled and diverse candidates included promotions on LinkedIn and Twitter, contacting professional associations and communication via the Public Appointments e-updates list.

Next steps - Interviews

Once the Corporations Nominating Panel has selected candidates to interview, the City Clerk's Office will contact the candidates to schedule them for 30-minute interviews. Eighteen interviews at 30 minutes each will take approximately nine hours to complete.

CONTACT

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SIGNATURE

John D. Elvidge
City Clerk

ATTACHMENTS

Confidential Attachment 1 – List of Candidates, Qualifications, Confidential Diversity Information Summary, and Applications for Appointment to the Toronto Hydro Board
Confidential Attachment 2 - Current Members' Interest in being Considered for Chair of the Toronto Hydro Board