

Appointment of Public Members to the Toronto Hydro Board

Date: May 30, 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 conduct interviews and recommend seven candidates, including a Chair, to City Council for appointment to the Toronto Hydro Board.

RECOMMENDATIONS

The City Clerk recommends that:

1. The Corporations Nominating Panel recommend seven public members to City Council for appointment to the Toronto Hydro Board, at pleasure of Council, for a term of office ending on July 27, 2026, and until successors are appointed.
2. The Corporations Nominating Panel recommend one public member to be City Council's nominee for Chair of the Toronto Hydro Board.
3. City Council direct that Confidential Attachments 1 to 4 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 May 15, 2024, the Corporations Nominating Panel selected 19 candidates for interviews at its next meeting:

<https://secure.toronto.ca/council/agenda-item.do?item=2024.NC8.2>

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>

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.

Public members are appointed for a two-year term

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 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

Public members should meet certain 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.

Public 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

Public release of the names of the recommended candidates

The names and biographies of the recommended candidates will be publicly reported once the Corporations Nominating Panel forwards its recommendation to City Council.

CONTACT

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SIGNATURE

John D. Elvidge
City Clerk

ATTACHMENTS

Confidential Attachment 1 – List of Interview 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

Confidential Attachment 3 - Skills Matrix for the Toronto Hydro Board

Confidential Attachment 4 - Interview schedule for June 10 & 12, 2024