



Updates to the Human Resources Committee Terms of Reference

Date: November 3, 2025

To: TTC Board

From: Director – Commission Services

Recommendations

It is recommended that the TTC Board:

1. Approve the People, Culture and Governance Committee Terms of Reference, attached as Attachment 1.

Summary

The Human Resources Committee was established in 2022, focused on CEO performance, and there has been no significant review of the Committee mandate since establishment. The proposed Terms of Reference broaden the Committee's mandate to include people, culture, governance, diversity, equity and inclusion. The Committee, renamed the People, Culture and Governance Committee, has defined accountabilities across seven key areas: Labour Relations, Succession Planning, Organizational Culture (including Access, Equity, and Inclusion), Health and Safety, CEO Performance and Evaluation, Code of Conduct and Ethics Reporting, and Governance.

The proposed changes provide greater clarity, accountability, and transparency. The expanded scope and detailed responsibilities ensure the Committee's work supports the TTC's strategic direction and operational needs.

Background and Analysis

The Human Resources Committee was established in May 2022, and the Terms of Reference were last reviewed and updated in December 2022 to align with the new Term of Council. In early 2025, TTC staff, in consultation with the TTC Chair, conducted a comprehensive review of the Human Resources Committee Terms of Reference. This process included benchmarking governance structures from other City agencies and Metrolinx.

Toronto Community Housing has a [Governance, Communications and Human Resources Committee](#) and Metrolinx has a [Governance and Human Resources Committee](#). The Terms of Reference for these Committees helped to inform the proposed amendments presented in Attachment 1.

The Committee's role has been expanded, with better detailing of the Committee's role within each core area of responsibility. The Committee will now have specific accountabilities in seven areas:

- Labour Relations
- Succession Planning
- Organizational Culture, including Access, Equity, and Inclusion
- Health and Safety
- CEO Performance and Evaluation
- Code of Conduct and Ethics Reporting
- Governance

The table below summarizes the key differences between the current and proposed Terms of Reference.

Section	Current Terms of Reference (Human Resources Committee)	Proposed Terms of Reference (People, Culture and Governance Committee)	Nature of Amendment
Responsibilities	Not included; contained within Mandate section. Responsibilities were: • CEO performance; • emerging issues related to labour relations and related human resources matters; • collective bargaining and succession planning; and • compensation strategies.	New section. Responsibilities are categorized into seven areas: • Labour Relations • Succession Planning • Organizational Culture, including Access, Equity, and Inclusion • Health and Safety • CEO Performance and Evaluation • Code of Conduct and Ethics Reporting • Governance	Expanded scope and responsibilities
Composition and Staff Resources	• TTC Chair, who will act in the capacity of Committee Chair • TTC Vice-Chair • One (1) Councillor member, who shall be appointed by the TTC Chair.	• Chair • Vice-Chair • Board-determined members (not to exceed quorum) • Input from External third parties, including Unions may be invited to attend (with restrictions)	Increased flexibility

Section	Current Terms of Reference (Human Resources Committee)	Proposed Terms of Reference (People, Culture and Governance Committee)	Nature of Amendment
Staff Resources	• Chief People Officer, or their designate; • Chief Diversity & Culture Officer, or their designate; • General Counsel; and • Director – Commission Services	No longer explicitly stated; staff resources will be determined based on agenda items. The Director – Commission Services, or their designate, will support as set out in the TTC's By-law to Govern Board Proceedings.	Removed
Frequency of Meetings	At least three times annually, with one meeting held before the end of the first quarter of the year.	At least four times annually, with one meeting held before the end of the first quarter of the year. Meetings during an election year at the discretion of the Chair, based on business needs.	Increased frequency
Procedural By-law	Not specified	Explicit adherence to TTC By-law to Govern Board Proceedings and other policies	New
Review	Not specified	Formal review at start of each Council term, amendments require Board approval.	New

Diversity, Equity and Inclusion Matters

Creating an equitable, diverse and inclusive organization is essential to providing services that are representative of the different backgrounds, cultures, identities and abilities of the customers that TTC serves, and by extension, the City of Toronto. The updated Terms of Reference include oversight of organizational culture, access, equity, and inclusion initiatives to ensure that there is Board-level engagement in efforts to strengthen TTC's culture.

Corporate Plan Alignment

- Strategic Direction 1: Build a Future Ready Workforce
 - 1.2 Adapt to a Changing Labour Market
 - 1.3 Reinforce Employee Safety and Well-being
 - 1.4 Build an Inclusive Organization Reflective of the Diverse Communities We Serve

Financial Impact

The financial impact of adopting the proposed Terms of Reference is undetermined at this time.

The Interim Chief Financial Officer has reviewed this report and agrees with the financial impact information.

Contact

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Attachments

Attachment 1 – Terms of Reference – People, Culture and Governance Committee