



**Minutes of the Human Resources and Corporate Governance Committee Meeting
Build Toronto Inc.**

May 19, 2010

The meeting began at 10:34 a.m.

Declarations of Interest under the Municipal Conflict of Interest Act and the Ontario Business Corporations Act.

No interests were declared.

HRGC2010-3-1 Approval of Minutes of February 24, 2010.

On motion by Ucal Powell, seconded by Blake Hutcheson, the Human Resources and Corporate Governance Committee approved the Minutes of the Meeting held February 24, 2010.

HRGC2010-3-2 Build Toronto Travel and Business Expense Policy

The Human Resources and Corporate Governance Committee had before it a report (May 6, 2010) from the Senior Vice President – Corporate Affairs, Build Toronto, entitled “Build Toronto Travel and Business Expense Policy”.

On motion by Ucal Powell, seconded by Blake Hutcheson, the Human Resources and Corporate Governance Committee resolved to adopt and recommend to the Board approval of the Build Toronto Travel and Business Expense Policy subject to the following revisions:

- i) Amendment of the provision in Section 3A indicating Business Class travel in excess of 4.5 hours with the approval of the CEO;**
- ii) Amendment of the provision in Section 4 indicating that the provision to support volunteer work of Build Toronto staff would allow for individual tickets to hospitality events be an eligible expense with the approval of the CEO;**

- iii) **Clarification that no political or direct charitable donations will be eligible for reimbursement as per the provisions of the Shareholder Direction.**

HRCG2010-3-3 Build Toronto Core Human Resource Policies

The Human Resources and Corporate Governance Committee had before it a report (May 11, 2010) from the Senior Vice President – Corporate Affairs, Build Toronto, entitled “Core Human Resource Policies”.

On motion by Ucal Powell, seconded by Blake Hutcheson, the Human Resources and Corporate Governance Committee resolved to approve the Build Toronto Core Human Resources Policies subject to the following:

- i) **Joint Health and Safety Policy subject to legal review;**
- ii) **Harassment and Discrimination Policy subject to legal review;**

The HRCG referred the Employment Equity Policy back to Build Toronto staff for refinement and consultation with the City of Toronto Access and Equity staff.

At 11:00 a.m. on motion by Ucal Powell, seconded by Blake Hutcheson, the Human Resources and Corporate Governance Committee resolved to close part of the meeting to the public to give consideration to matters that are to be considered in the closed part of the meeting under By-law No. 1 of the Corporation as they relate to personal matters about identifiable individuals, including the corporation’s employees.

At 11:25 a.m., the Chief Financial Officer & Senior Vice President, and the Senior Vice President – Corporate Affairs, Build Toronto, departed the meeting, returning at 12:02 p.m. as the public session resumed.

HRCG2010-3-4 Senior Management Performance Objectives and Salary Administration

The Human Resources and Corporate Governance Committee had before it confidential reports (May 12, 2010) from the President & Chief Executive Officer, Build Toronto, regarding Senior Management Performance Objectives and Salary Administration, matters that may be considered in a closed part of the meeting under By-law No. 1 of the Corporation, as they relate to personal matters about identifiable individuals, including the corporation’s employees.

At 11:00 a.m. on motion by Ucal Powell, seconded by Blake Hutcheson, the Human Resources and Corporate Governance Committee resolved to close part of the meeting to the public to give consideration to the confidential reports (May 12, 2010) from the President & Chief Executive Officer, Build Toronto, matters that are to be considered in the closed part of the

meeting under By-law No. 1 of the Corporation as it relates to personal matters about identifiable individuals, including the corporation's employees.

The Human Resources and Corporate Governance Committee resumed its public session at 12:02 p.m.

On motion by Blake Hutcheson, seconded by Ucal Powell, the Human Resources and Corporate Governance Committee adopted the recommendations from its closed session and directed that this matter remain confidential in accordance with By-law No. 1 of the Corporation, as it relates to personal matters about identifiable individuals, including the corporation's employees.

HRCG2010-3-5 Senior Management Team Contracts

The Human Resources and Corporate Governance Committee considered a confidential update (May 17, 2010) from the President & Chief Executive Officer, Build Toronto, regarding Senior Management Team Contracts, a matter that will be discussed in the closed part of the meeting under By-law No. 1 of the Corporation, as it relates to personal matters about identifiable individuals including the corporation's employees.

At 11:00 a.m. on motion by Ucal Powell, seconded by Blake Hutcheson, the Human Resources and Corporate Governance Committee resolved to close part of the meeting to the public to give consideration to the confidential update (May 12, 2010) from the President & Chief Executive Officer, Build Toronto, matters that are to be considered in the closed part of the meeting under By-law No. 1 of the Corporation as it relates to personal matters about identifiable individuals, including the corporation's employees.

The Human Resources and Corporate Governance Committee resumed its public session at 12:02 p.m.

At 12:02 p.m., on motion by Blake Hutcheson, seconded by Ucal Powell, the Human Resources and Corporate Governance Committee resolved to adopt the recommendations from its closed session and direct that these matters remain confidential in accordance with By-law No. 1 of the Corporation, as they relate to personal matters about identifiable individuals including the corporation's employees.

Adjournment

The meeting adjourned at 12:05 p.m.

Attendance:

Minutes of the Human Resources & Corporate Governance Committee
Build Toronto Inc.

May 19, 2010

TIME	10:34 a.m. to 11:00 a.m. Public Session	11:00 a.m. to 12:02 p.m. In-Camera Session	12:02 p.m. to 12:05 p.m. Public Session
Chair Mayor David Miller	X	X	X
Blake Hutcheson	X	X	X
Ucal Powell	X	X	X

X Members were present for some or all of the time indicated.

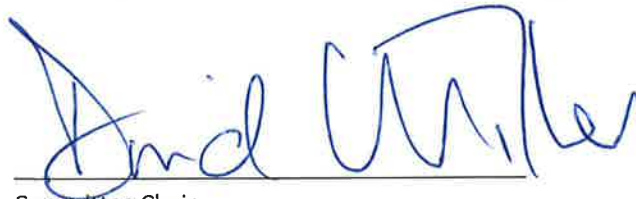
Also Present:

J. Lorne Braithwaite, President and Chief Executive Officer
Derek Ballantyne, Chief Operating Officer and Executive Vice President - Operations
John Macintyre, Senior Vice President - Corporate Affairs
Winston Young, Chief Financial Officer and Senior Vice President

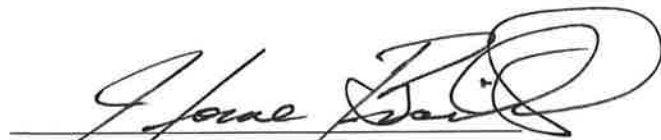
Nick Lewis, Office of the Mayor

X Members were present for some or all of the time indicated.

Recording Staff: Millie Minas, Recording Secretary, Build Toronto



Committee Chair



President and Chief Executive Officer