



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

November 24, 2010

The meeting began at 10:32 a.m.

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

No interests were declared.

HRCG2010-7-1 2011 Board Meeting Schedule

The Human Resources and Corporate Governance Committee had before it the report (November 12, 2010), from the Senior Vice President – Corporate Affairs, Build Toronto, entitled “2011 Board of Directors Meeting Schedule”.

On motion by Blake Hutcheson, seconded by Ucal Powell, the Human Resources and Corporate Governance Committee resolved to adopt and recommend approval of the tentative 2011 Board of Directors Meeting Schedule to the Build Toronto Board of Directors.

HRCG2010-7-2 Equality in the Workplace Policy

The Human Resources and Corporate Governance Committee had before it the report (November 12, 2010), from the President and CEO, and the Senior Vice President – Corporate Affairs, Build Toronto, entitled “Equality in the Workplace Policy”.

On motion by Blake Hutcheson, seconded by Ucal Powell, the Human Resources and Corporate Governance Committee resolved to adopt and recommend approval of the Equality in the Workplace Policy to the Build Toronto Board of Directors subject to removing the fifth bullet point in section three on page two.

At 10:34 a.m. on motion by Mayor David Miller, seconded by Ucal Powell, 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.

The Human Resources and Corporate Governance Committee resumed its public session at 11:05 a.m.

HRCG2010-7-3 Performance Management Summary for 2010

The Human Resources and Corporate Governance Committee had before it the confidential report (November 15, 2010), from the President and CEO, Build Toronto, a matter that may be considered in a 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 10:34 a.m. on motion by Mayor David Miller, seconded by Ucal Powell, 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 10:38 a.m., the Chief Financial Officer and Senior Vice President, and the Senior Vice President – Corporate Affairs, vacated the Committee room. The Senior Vice President – Corporate Affairs returned to the Committee room at 10:46 a.m.

The Human Resources and Corporate Governance Committee resumed its public session at 11:05 a.m.

HRCG2010-7-4 2011 Salary Administration

The Human Resources and Corporate Governance Committee had before it the confidential report (November 19, 2010), from the President and CEO, Build Toronto, a matter that may be considered in a 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 10:34 a.m. on motion by Mayor David Miller, seconded by Ucal Powell, 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.

The Human Resources and Corporate Governance Committee resumed its public session at 11:05 a.m.

HRCG2010-7-5**Executive Compensation**

The Human Resources and Corporate Governance Committee had before it the confidential report (November 18, 2010), from Gary Finch, Managing Partner, 3XCD Inc., a matter that may be considered in a 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., Build Toronto Management vacated the Committee room, to return at 11:04 a.m.

At 10:34 a.m. on motion by Mayor David Miller, seconded by Ucal Powell, 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.

The Human Resources and Corporate Governance Committee resumed its public session at 11:05 a.m.

HRCG2010-7-6**CEO Performance Appraisal**

The Human Resources and Corporate Governance Committee had before it the confidential report (November 24, 2010), from the Senior Vice President – Corporate Affairs, Build Toronto, a matter that may be considered in a 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 10:34 a.m. on motion by Mayor David Miller, seconded by Ucal Powell, 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.

The Human Resources and Corporate Governance Committee resumed its public session at 11:05 a.m.

At 11:05 a.m., on motion by Ucal Powell, seconded by Blake Hutcheson, the Human Resources and Corporate Governance Committee adopted the recommendations from its closed session and directed 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 11:05 a.m.

Attendance:

TIME	10:32 a.m. to 10:34 a.m. Public Session	10:34 a.m. to 11:05 a.m. In-Camera Session	11:05 a.m. to 11:05 a.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
John Macintyre, Senior Vice President - Corporate Affairs
Winston Young, Chief Financial Officer and Senior Vice President

Bruce Scott, Office of the Mayor – City of Toronto

Gary Finch, Managing Partner, 3XCD Inc.

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

Recording Staff: Millie Minas, Recording Secretary



Committee Chair



President and Chief Executive Officer