

Public Meeting Minutes

Human Resources and Corporate Governance Committee (HRCGC)

Date: October 15, 2015

Time: 1:30 – 3:30 p.m.

Location: Build Toronto, 200 King St. W., Suite 200 – City Builder Room

Committee Member Attendance:

	1:33 p.m. – 1:36 p.m. Public Session	1:36 p.m. – 2:25 p.m. In Camera Session	2:25 p.m. – 2:26 p.m. Public Session
Deputy Mayor Denzil Minnan-Wong, Chair	✓	✓	✓
Frank Bucys	✓ (Teleconference)	✓ (Teleconference)	✓ (Teleconference)
Nancy Cohen	x	✓	✓
Wayne Fraser	✓	✓	✓
Christopher Voutsinas	✓	✓	✓

✓ Members were present for some or all of the time indicated

Also present (at the invitation of the Committee):

William Bryck, President & Chief Executive Officer (CEO)

Lynn Kennedy, Director – Guest

Steven J. Trumper, Senior Vice President (SVP), Legal & Administration

Janice Paterson, Executive Assistant & Recording Staff

The Chair of the Committee confirmed that a quorum was present and called the meeting to order at 1:33 p.m.

No conflicts of interests were declared.

1. Approval of the Previous HRCGC Public Meeting Minutes of February 23, April 15 and May 7, 2015.

The HRCGC had before it the public minutes of the February 23, April 15 and May 7, 2015 HRCGC meetings.

On motion duly made by Wayne Fraser and seconded by Frank Bucys, the HRCGC approved the public minutes of February 23, April 15 and May 7, 2015.

2. Approval of the Previous HRCGC In Camera Meeting Minutes of February 23, April 15 and May 7, 2015.

The HRCGC had before it the in camera minutes of the February 23, April 15 and May 7, 2015 HRCGC meetings.

On motion duly made by Frank Bucys and seconded by Denzil Minnan-Wong, the HRCGC approved the in camera minutes of February 23, April 15 and May 7, 2015.

In Camera Motion

On motion duly made by Christopher Voutsinas and seconded by Denzil Minnan-Wong, the HRCGC closed part of the meeting to the public to give consideration to matters that may be considered in a closed part of the meeting under By-law No. 1 of the Corporation and the Company's Shareholder Direction at 1:36 p.m.

During the in camera session, the HRCGC discussed the following matters:

3. Compensation Matters.
4. Compensation Matters.
5. Compensation Matters.
6. Other Business

The HRCGC resumed its public session at 2:25 p.m.

Adjournment

At 2:25 p.m., on motion duly made by Wayne Fraser and seconded by Frank Bucys, the HRCGC 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 and the Company's Shareholder Direction. The meeting was adjourned at 2:26 p.m.

"Denzil Minnan-Wong"
Committee Chair

"Steven Trumper"
Senior Vice President, Legal & Administration