

**PUBLIC RESOLUTION
GOVERNANCE AND PRIORITIES SPECIAL SUBCOMMITTEE**

Main Category/Item: 5. REFERRAL ITEMS

Date: February 3, 2021

Any material considered at the meeting regarding this item is appended to this resolution package.

The Governance and Priorities Committee, at its meeting held on [November 12, 2019](#), while considering a report of the Leadership Team Governance Subcommittee regarding the Governance Review of Controlled Corporations - Governance Details, referred the following items to the Special Subcommittee:

Directors of the Controlled Corporations - Considerations and Options (Appendix 3):

1. That recommendation 2 (*That the Corporate Bylaws and Policy No. C01-003, Appointments to Civic Boards, Commissions, Authorities and Committees be amended to allow each Controlled Corporation to have a maximum of two non-resident members but that the non-resident members not be allowed to vote on the annual budget*) be referred to the special subcommittee; and
2. That recommendations 1 (*That the appointments of Directors continue to be made by City Council in its sole discretion and the Corporate Bylaws of the Controlled Corporations be amended to make this clear*) and 4 (*That the Board Recruitment Process remain status quo*) be referred to the special subcommittee to explore possible changes to the appointment process, including those offered as options by the Leadership Governance Committee.

The following was provided:

- Referenced Appendix 3;
- An information report of the City Solicitor entitled 'Governance Review of Controlled Corporations – Governance Details Follow-up Report'; and
- Submissions from TCU Place, SaskTel Centre, and Remail Modern Boards of Directors

City Solicitor Yelland presented the report with a complementary PowerPoint, and answered questions of attendees. She noted that the Leadership Team Governance Subcommittee would support recommendation 1 above without "*but that the non-resident members not be allowed to vote on the annual budget*".

The following representatives of the controlled corporations were in attendance to address the subcommittee:

- Trevor Maber for TCU Place
- Will Lofdahl and Blair Davidson for SaskTel Centre; and

- Shoshanna Paul, Aileen Burns, and Johan Lund for Remail Modern

Moved By: Councillor Jeffries

That the GPC Special Subcommittee recommend to the Governance and Priorities Committee that it submit a report to City Council recommending:

1. That the Corporate Bylaws and Policy No. C01-003, *Appointments to Civic Boards, Commissions, Authorities and Committees* be amended to allow each Controlled Corporation to have a maximum of two non-resident members;
2. That the appointments of Directors continue to be made by City Council in its sole discretion and the Corporate Bylaws of the Controlled Corporations be amended to make this clear, and that the Board Recruitment Process remain status quo; and
3. That the City Solicitor be requested to bring back the draft bylaws to Council for consideration.

CARRIED