

## Appendix 5 – Executive Committee Terms of Reference

As per Sections B.10 and B.11 of the By-law, the Board of Directors shall approve the terms of reference for advisory boards and committees, which shall include the role, the frequency of meetings and the number of members required.

The Board of Directors may delegate to the Executive Committee any of its powers except the following, as per Section 19.1 (1)(d) of the *Act*:

- i. The termination of the services of the Chief Executive Officer and/or Secretary-Treasurer,
- ii. The power to raise money, and
- iii. The power to enter into contracts or agreements other than those contracts or agreements as are necessarily incidental to the works approved by the Board of Directors.

The Board of Directors delegates the following powers to the Executive Committee, and reserves the right to delegate any other such powers as the Board of Directors determines appropriate, such that it is in keeping with the Board of Directors Administrative By-law and the *Conservation Authorities Act*.

Should the timing be such that staff is unable to report to the Executive Committee on the following matters, staff may report to the Board of Directors instead, with the exception of Section 28 and Hearing Board matters, covered under Section 5 below.

### 1. Contractual and Purchasing/Disposal

- 1.1. To award and enter into contracts or agreements which are not for the acquisition or disposition of land but which are either necessarily incidental to a project approved pursuant to the *Act* or necessarily incidental to the works approved by the Board of Directors, in accordance with the specific monetary limits set by the Board of Directors and in accordance with the policies and procedures established by the Board of Directors.
- 1.2. Review and make recommendations to the Board of Directors on: any proposed acquisition, expropriation or disposition of land, and entering into contracts or agreements for the acquisition, expropriation or disposition of land subject to the requirements under the *Act*.
- 1.3. Review and make recommendation to the Board of Directors on any requests for disposal of TRCA-owned land.
- 1.4. Authorize the purchase of goods, equipment or services necessary for carrying on the work of TRCA within the approved TRCA budget in accordance with the specific monetary limits set by the Board of Directors and in accordance with the policies and procedures established by the Board of Directors.
- 1.5. Authorize the disposal of TRCA assets in accordance with the specific monetary limits set by the Board of Directors and in accordance with the policies and procedures established by the Board of Directors.
- 1.6. Termination of agricultural leases as designated in the Sustainable Near-urban Agriculture policy.

## **2. Staff and Legal**

- 2.1.** Authorize TRCA participation in Local Planning Appeal Tribunals and other tribunals on planning and development matters, and receipt of updates on activities from such tribunals.
- 2.2.** Direct the staff of TRCA to accomplish an Executive Committee directive or report back as required.

## **3. Financial**

- 3.1.** Review and make recommendations to the Board of Directors on the investment and reserve policies.
- 3.2.** Review and make recommendations to the Board of Directors on all matters relating to preliminary estimates, budget, financial statements and related matters, including but not limited to:
  - 3.2.1.** preliminary estimates;
  - 3.2.2.** budget guidelines;
  - 3.2.3.** annual and multi-year business plans;
  - 3.2.4.** banking;
  - 3.2.5.** audited financial statements from the preceding year;
  - 3.2.6.** financial progress and expenditure reports;
  - 3.2.7.** financial procedures; and
  - 3.2.8.** financial policy documents relating to, but not limited to, the above.
- 3.3.** Perform the functions of an audit committee;
- 3.4.** Approval for disposition of surplus project funds when a project is completed and TRCA is unable to make contact with the donor/grantor for approval to redistribute.
- 3.5.** Approval to write-off receivables and other approval requirements of the Accounts Receivable policy, in accordance with specific dollar limits set by the Board of Directors.
- 3.6.** Approval of annual report regarding Senior Leadership Team travel expenses in accordance with the specific monetary limits and travel expenses policy(s) and procedures set by the Chief Executive Officer.

## **4. General**

- 4.1.** Approve the minutes of a previous meeting of the Executive Committee.
- 4.2.** Exercise such additional powers, excluding those powers set out in Section B.1.c) of the By-law and noted above in the Terms of Reference, as may be assigned to it by the Board of Directors during the month of August, provided that a report be given to the Board of Directors for receipt at the first meeting of the Board of Directors thereafter.
- 4.3.** The Executive Committee may appoint sub-committees from among the Board Members to study, consider and report back to the Executive Committee on any subject over which the Executive Committee has jurisdiction.

- 4.4. Hearing of representations from benefitting owners with regard to any aspect of the erosion control programs in accordance with procedures adopted by Authority Resolution #18/80. May occur at Board of Directors meetings if required due to timing constraints.
- 4.5. Recommend and report to the Board of Directors on all matters not within the jurisdiction of an advisory board or which may be assigned to it by the Board of Directors.
- 4.6. All other such other matters as may be prescribed by regulation, policy or TRCA's Secretary-Treasurer.

## **5. Section 28(1)**

- 5.1. Positive permit approvals subject to any limitations or requirements that may be prescribed by regulation.
- 5.2. Appointment of Enforcement Officers for the purposes of ensuring compliance with the *Act* and the regulations.
- 5.3. Review and recommend to the Board of Directors regulations for the TRCA jurisdiction.
- 5.4. Act as a Hearing Board, subject to any limitations or requirements that may be prescribed by regulation or other law. TRCA shall use the Ministry of Natural Resources and Forestry/Conservation Ontario Hearing Guidelines (October 2005, Amended 2018) as outlined in Attachment 1 to the Executive Committee Terms of Reference, as a guideline for conducting hearings.

## **6. Frequency of Meetings**

The meeting schedule of the Executive Committee shall be approved annually by the Board of Directors for the upcoming year. The Committee shall meet monthly, or at a minimum of six times per year.

The Committee may act as a Hearing Board as noted in Section 5.4., and in this capacity shall meet as required.

## **7. Membership**

- 7.1. the Chair of the Board of Directors (elected annually);
- 7.2. the Vice-Chair of the Board of Directors (elected annually);
- 7.3. two Board Members appointed by the Region of Durham, who may or may not be the Chair and/or Vice-Chair of the Board of Directors;
- 7.4. two Board Members appointed by the Region of Peel, who may or may not be the Chair and/or Vice-Chair of the Board of Directors;
- 7.5. two Board Members appointed by the Region of York, who may or may not be the Chair and/or Vice-Chair of the Board of Directors;
- 7.6. six Board Members appointed by The City of Toronto, who may or may not be the Chair and/or Vice-Chair of the Board of Directors.

If the Board Member appointed by the Township of Adjala/Tosorontio and Town of Mono is elected or appointed as Chair or Vice-Chair of the Board of Directors then such Board Member shall be a member of the Executive Committee in addition to those members set out in paragraphs 7.1 – 7.6, inclusive, resulting in a 13 Member Executive Committee.