

TO:	CHAIR AND MEMBERS STRATEGIC PRIORITIES AND POLICY COMMITTEE MEETING ON MAY 5, 2014
FROM:	ART ZUIDEMA CITY MANAGER
SUBJECT:	LONDON & MIDDLESEX HOUSING CORPORATION 2013 ANNUAL MEETING OF THE SHAREHOLDER-ANNUAL RESOLUTIONS AND DECLARATION OF THE SOLE SHAREHOLDER AND ACCOUNTABILITY RULES

RECOMMENDATION

That, on the recommendation of the City Manager, the following actions be taken with respect to the London & Middlesex Housing Corporation:

- a) the attached proposed by-law (Attachment "A") BE INTRODUCED at the Municipal Council Meeting to be held on May 20, 2014 to:
 - i) ratify and confirm the Annual Resolutions of the Shareholder of the London & Middlesex Housing Corporation, attached as Schedule "1" to the by-law; and,
 - ii) authorize the Mayor and the City Clerk to execute the Annual Resolutions of the Shareholder of London & Middlesex Housing Corporation, attached as Schedule "1" to the by-law; and

- b) the following actions be taken with respect to the proposed changes to the "Declaration of the Sole Shareholder" by the City of London to the London & Middlesex Housing Corporation, including Appendix "A" - "Accountability Rules":
 - i) the proposed changes outlined in Attachment "B" BE ENDORSED IN PRINCIPLE; and
 - ii) the Civic Administration BE DIRECTED to bring forward the necessary by-law at the May 20, 2014 meeting of the Municipal Council to implement the changes endorsed in b)i), above.

PREVIOUS REPORTS PERTINENT TO THIS MATTER
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April 16, 2013 – Strategic Priorities and Policy Committee – Agenda Item #6
 May 13, 2013 – Strategic Priorities and Policy Committee – Agenda Item #3
 June 20, 2011 – City Council

BACKGROUND

At its meeting held April 15, 2014, Municipal Council resolved:

That the following actions be taken with respect to the 2013 Annual General Meeting of the Shareholder for the London & Middlesex Housing Corporation:

- a) the 2013 Annual General Meeting of the Shareholder for the London & Middlesex Housing Corporation BE HELD at a meeting of the Strategic Priorities and Policy Committee on May 5, 2014, for the purpose of receiving the report from the Board of Directors of the London & Middlesex Housing Corporation in accordance with the Shareholder Declaration and the Business Corporations Act, R.S.O. 1990, c. B.16; and

- b) the City Clerk BE DIRECTED to provide notice of the 2013 Annual Meeting to the Board of Directors for the London & Middlesex Housing Corporation and to invite the Chair of the Board and the Executive Director of the London & Middlesex Housing Corporation to attend at the Annual Meeting and present the report of the Board in accordance with Article 7.1 of the Shareholder Declaration;

it being noted that the Strategic Priorities and Policy Committee received a communication dated February 3, 2014, from S. Matthew, Executive Director, London & Middlesex Housing Corporation with respect to this matter.

In addition to the above, the Municipal Council, at its meeting held on February 28, 2013, resolved that "...the Civic Administration BE REQUESTED to work together with the London & Middlesex Housing Corporation on a review of any shared services opportunities and cost centre savings and efficiencies...".

2013 Annual General Meeting

The London & Middlesex Housing Corporation is a corporation with share capital incorporated under the *Business Corporations Act*, R.S.O. 1990 c.B.16. The London & Middlesex Housing Corporation is managed by a Board of Directors appointed by The Corporation of the City of London as the sole shareholder.

The attached Resolutions of the Shareholder addresses the following matters that are required to be dealt with at an Annual Meeting, as required by the *Business Corporations Act* and By-law No. 1, being the general operating by-law for the London & Middlesex Housing Corporation:

- (a) receipt of the 2013 audited financial statements;
- (b) election of directors; and
- (c) appointment of auditors.

Declaration of the Sole Shareholder and Accountability Rules

The London & Middlesex Housing Corporation (LMHC) works closely with the Civic Administration related to issues and opportunities in social housing management, while fully retaining their independent service mandate. That work has been guided by the organizational review conducted in October 2012, in partnership between LMHC, the City and PriceWaterhouse Coopers (PwC), as well as subsequent services reviews. The recommendations arising from the 2012 organizational review regarding governance, strategic planning, and operational effectiveness have been considered by the LMHC Board and are reflected, where applicable, in the proposed changes to the Declaration of the Sole Shareholder and the Accountability Rules. The proposed changes should improve the effectiveness of the Board and will also serve to update the Declaration and Accountability Rules to reflect current legislative references. It is therefore being recommended that a by-law be brought forward for the May 20, 2014 meeting of the Municipal Council in order to implement the suggested changes for the upcoming term of office.

PREPARED BY:	RECOMMENDED BY:
CATHY SAUNDERS CITY CLERK	ART ZUIDEMA CITY MANAGER