

**Board of Directors Meeting  
Minutes – Approved**

<b>DATE: Wednesday, August 9, 2023</b>	<b>TIME: 9:02am – 12:30pm</b>
<b>Virtual by Zoom</b>	
<p><b>Chair:</b> Robert Poirier <b>Directors:</b> Tom Wright (Vice-Chair), Ken Kawall (Treasurer), Saqib Cheema, Janet Clark, Tanweer Gilani, Andrea Nemtin, Rajesh Sharma, Mary Shenstone, Marnie Silver, Jeffrey Steiner</p> <p><b>Guest:</b> Krista Friesen, Resource Recovery Policy Branch, MECP</p> <p><b>RPRA:</b> Frank Denton, Mary Cummins, Noah Gitterman, Lorella Hayes, Lisa Inness, Wilson Lee, Emily Rix</p> <p><b>Corporate Secretary:</b> Andrea Abraham</p>	

**1.0 Call to Order**

With a quorum present, the meeting was called to order at 9:02 a.m.

**1.1 Adoption of the Agenda**

**Motion:** To adopt the meeting agenda.

**It was duly Moved, Seconded and Carried.**

**1.2 Declaration of Real, Potential or Apparent Conflict of Interest**

Directors R. Poirier and J. Clark will continue to abide by the mitigation measures developed to address any potential conflicts of interest, as required under RPRA’s Code of Conduct By-Law, due to their respective involvement with the Ontario Lottery and Gaming Corporation, a producer under the Blue Box program.

**1.3 Indigenous Land Acknowledgement Statement**

The board chair offered a land acknowledgement:

The Authority is hosting this meeting from Toronto and wants to acknowledge that traditionally Toronto was a gathering place for many nations including the Anishinabek, the Haudenosaunee, and the Wendat peoples. The Authority also acknowledges that it is meeting in the area covered by Treaty 13, also known as the Toronto Purchase, and pays its respects to the Mississaugas of the Credit First Nation.

Ontario is unique in that its land base is covered by Treaty and land purchase agreements with the original occupants of the land, the First Nations, who continue to care for this land and continue to shape Ontario today, and the Authority wants to show its respect for this.

## **2.0 In Camera Discussion**

**Motion:** To move In Camera.

**It was duly Moved, Seconded and Carried.**

**Motion:** To move out of In Camera.

**It was duly Moved, Seconded and Carried.**

## **3.0 CEO Report**

The CEO presented his report, which focused on strategic planning, ministry updates, stakeholder engagement, and staff updates.

The board discussed the report and a comment was made suggesting that more stakeholder updates should be provided to the Governance, Regulatory and Stakeholder Affairs Committee. The CEO commented that management is working on ways to further build this component into the committee agendas.

## **4.0 Registrar Report**

The registrar provided a verbal update, which focused on reporting for the Batteries, Tires, HSP and Blue Box programs. She also provided an update on recruitment and staff training and development.

There was a discussion on media reports regarding Blue Box.

## **5.0 Consent Items**

**Motion:** IT IS RESOLVED:

1. That the Board of Directors approve the following minutes:
  - 5.1 Minutes of the June 22, 2022 Board Meeting
  - 5.2 Business Arising
  
2. That the Board receive the remaining consent items:
  - 5.3 Finance and Technology Committee Report Information Items
    - a) Minutes of the June 14, 2023 Meeting
    - b) Registry Close Out Reports



- 5.4 Human Resources Committee Report Information Items
  - a) Minutes of April 11, 2023 Meeting
  - b) Q2. 2023 HR Performance Report

The Finance and Technology Committee chair provided a brief update on item 5.3 b) Registry Close Out Reports. A suggestion was made to consider discussing the lessons learned at the board's upcoming strategic retreat.

**It was duly Moved, Seconded and Carried.**

## **6.0 Board Committee Reports**

### **6.1 Human Resources Committee Report**

#### **a) HR Strategy for 2024-2026 Business Plan**

The Human Resources Committee chair introduced the HR Strategy for 2024-2026 Business Plan report and summarized the committee's discussion. The discussion at the committee focused on headcount assumptions, compensation and key human resources performance metrics.

The board discussed the report including a discussion on headcount, diversity, equity and inclusion (DEI), staff training and development and how promotional opportunities are considered.

#### **b) Total Rewards Policy and Performance Management Framework**

The Human Resources Committee chair introduced the Total Rewards Policy and Performance Management Framework report and summarized the committee's discussion and recommendation to approve the proposed changes.

He informed the board that management is proposing amendments to the bereavement policy, clarify how employees at the top end of the salary band will be compensated, and various housekeeping changes to improve clarity and consistency. Management is also proposing to move a number of procedural elements from the Total Rewards Policy to the Performance Management Framework.

The board discussed the report and the committee's recommendation.

#### **Motion**

IT IS RESOLVED that the board approves the proposed changes to the Total Rewards Policy and the Performance Management Framework.

**It was duly Moved, Seconded and Carried.**



## **7.1 Finance and Technology Committee Report**

### **a) Draft 2024 – 2026 Budget Assumptions and Draft 2024 – 2026 Strategic Priorities**

The Finance and Technology Committee chair introduced the report and summarized the committee's discussion on the Draft 2024 – 2026 Budget Assumptions and Draft 2024 – 2026 Strategic Priorities. He informed the board that the final budget and fee approval will be presented in September.

The discussion at the committee focused on the forecast and projections, performance measures, value for money, the contingency in the operating reserve, and preliminary estimates of fee impacts to stakeholders.

The board discussed the report.

## **8.0 Other Business**

No new business was brought forward for discussion.

## **9.0 In Camera Discussion**

**Motion:** To move In Camera.

**It was duly Moved, Seconded and Carried.**

The board requested that the following record of in camera activities be added to the public minutes. The CEO was present for agenda items 9.1 and 9.2

### **9.1 CEO 2023 Mid-year Review**

The board reviewed and discussed the CEO mid-year assessment.

### **9.2 Registrar 2023 Mid-year Review**

The board reviewed and discussed the Registrar mid-year assessment.

The CEO departed the meeting. Only board members remained.

**Motion:** To move out of In Camera.

**It was duly Moved, Seconded and Carried.**



**10.0 Adjournment**

The meeting was adjourned at 12:30 p.m.

Robert Poirier

Andrea Abraham

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Chair

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Secretary