



Executive Compliance Certification

Audit, Risk and Compliance

September 24, 2020



Background from Feb 9 2017 ARMC Education Session

Audit Risk Management Committee (ARMC) Terms of Reference establishes the ARMC as having oversight responsibility for compliance with laws and regulations.

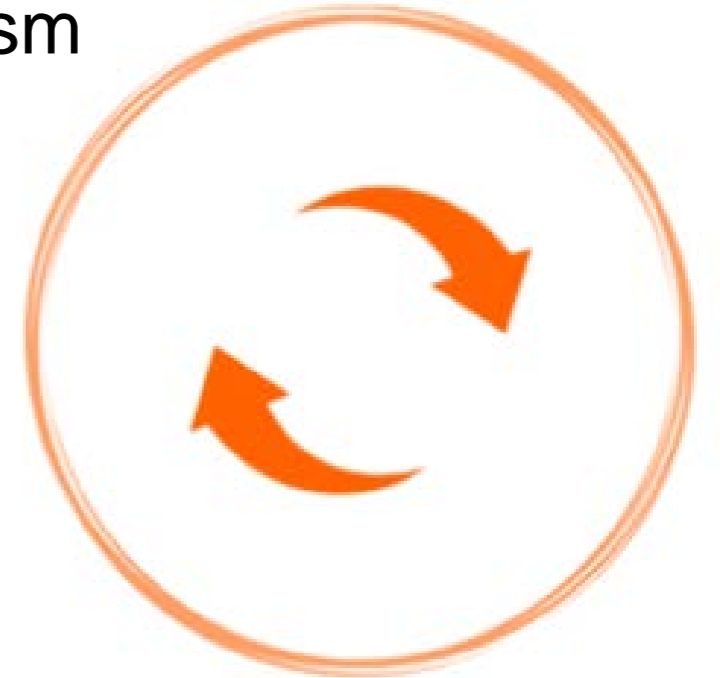
ARC is mandated to report back on the following as per the Meeting Minutes:

1. Implementing a process to facilitate an annual compliance confirmation of the various laws and regulations governing TTC
2. Details regarding the impact of significant changes in laws / regulations as they materialize



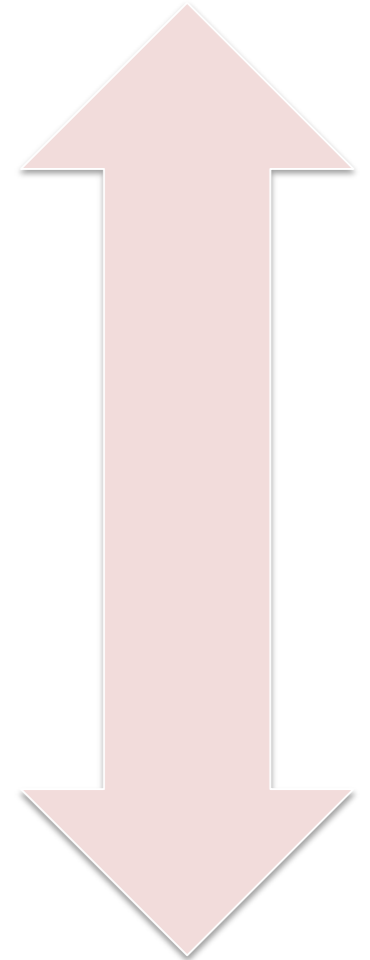
Purpose of the Executive Compliance Certification

- To support the ARMC in fulfilling its oversight responsibilities
- To provide the CEO and ARMC a formal mechanism for reporting Executive compliance assertions
- To demonstrate accountability, foster a culture of compliance and reduce the risk of liability to the organization, its employees, officers and directors



Current State

- No formal corporate-wide process exists to confirm and document compliance to requirements, including to laws and regulations
- TTC Executives expressed the need for education and clarity on extent of accountability for legislative compliance
- TTC Executives have identified the need for additional controls and compliance assurance in their areas to support certification



Progress to Date



Outcomes and Deliverables

Attestation

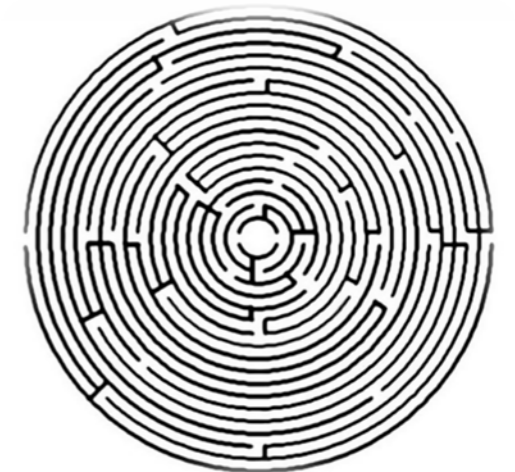
CEO Covering Memo and signed Executive Compliance Certificates

Monitoring

Corrective Action Plans
documenting status of non-compliance matters

Reporting

Executive Compliance Report
to the CEO and ARMC



Executive Compliance Certificate-Legislation

To the best of their knowledge, and on behalf of their Groups, TTC Executives will certify compliance with the obligations set out in the following statutes and by-laws:

Criminal Code
Construction Act
City of Toronto Act
Fire Protection and Prevention Act
Accessibility for Ontarians with Disabilities Act
Municipal Code, Chapter 279 TTC
Municipal Code, Chapter 192 Public Service
Municipal Freedom of Information and Protection of Privacy Act

Highway Traffic Act
Human Rights Code
Employment Standards Act
Environmental Protection Act
Occupational Health and Safety Act
TTC Labour Disputes Resolution Act
Workplace Safety and Insurance Act



Executive Compliance Certificate-Legislation (Cont'd)

Accountable TTC Executives to acknowledge the following on behalf of their staff and themselves:

- ✓ Are subject to and required to comply with key statutes and by-laws
- ✓ Will exercise best efforts to achieve compliance
- ✓ Will report any non-compliance matters
- ✓ Will expeditiously initiate corrective action when required



Accountable TTC Executives

Each TTC Executive member identified below will sign the *Executive Compliance Certificate-Legislation* on behalf of themselves and their staff:

Chief Executive Officer (covering memo)	Chief Corporate Affairs Officer
Deputy Chief Executive Officer – Operations	Chief Strategy & Customer Officer
Chief of Staff	Chief Operating Officer
General Counsel	Chief Infrastructure and Engineering Officer
Chief Financial Officer	Chief Vehicles Officer
Chief People Officer	Chief Capital Officer
Chief Safety Officer	Executive Director of Business Transformation



Roles and Responsibilities

TTC Executives

- Acknowledge accountability for compliance and certify that the TTC is carrying out its business in a manner that complies with all applicable statutes and by-laws
- Report any non-compliance matters

TTC Legal Department

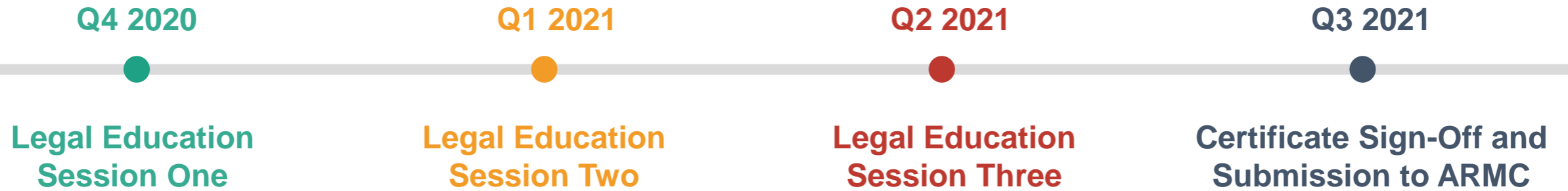
- Provide legal education to TTC Executives
- Review and advise on reported non-compliance

ARC

- Facilitate collection and submission of Executive Compliance Certificates
- Track corrective action plans for reported non-compliance matters
- Report on the certification process to the Executive and ARMC



Suggested Timeline for Education and Certificate Sign-Off



Next Steps

- Solicit feedback from ARMC on draft *Executive Compliance Certificate-Legislation* and suggested timeline for sign-off
- Circulate communication package to TTC Executives and complete education sessions
- Prepare final ARMC submission for Q3 2021
- Map legislative requirements to operational policies and procedures to inform future ARC Work Plans and compliance testing
- Explore roles and responsibilities for comprehensive legislative scanning and related resource requirements (TBD)

