

MEMORANDUM OF UNDERSTANDING
BETWEEN
ST. LAWRENCE PARKS COMMISSION
AND
THE MINISTER OF TOURISM

1. PREAMBLE

The purpose of this Memorandum of Understanding (MOU) is to set out the framework for accountability and the working relationships between the Minister, the Deputy Minister, the Chair, the Board of Directors, and the General Manager. It will ensure that appropriate and adequate administrative, accountability, financial and reporting provisions are in place between the Minister of Tourism and the St. Lawrence Parks Commission (the “Commission”).

This MOU shall not affect, modify or interfere with the responsibilities of either the Minister or Board under law. For greater certainty, this MOU shall not limit in any way the ability, authority, and obligation of the Board to manage the Commission in light of the best interests of the Commission, as set out in the legislation applicable to the Commission, and in accordance with the other legal duties and responsibilities of the Board, including, without limitation, any duties of care or fiduciary duties. These legal duties and responsibilities shall prevail over any provision of this MOU in the event of any conflict between the provisions of this MOU and the legal duties and responsibilities of the Board.

2. DEFINITIONS

In this Memorandum of Understanding,

“**Act**” means the *St. Lawrence Parks Commission Act*;

“**Board**” means the appointed members of the Board of Directors of the St. Lawrence Parks Commission;

“**Chair**” means the appointed Chair of the Board of Directors of the St. Lawrence Parks Commission;

“**Commission**” means the St. Lawrence Parks Commission;

“**Deputy Minister**” means the Deputy Minister of the Ministry of Tourism;

“**fiscal year**” means the period of time commencing on April 1 in each year and ending on March 31 in the following year;

“**General Manager**” means the person holding the position of General Manager of the St. Lawrence Parks Commission, who is also the chief executive officer of the Commission;

“**Government**” means the Government of Ontario;

“**Minister**” means the Minister of Tourism or another Minister who may have the rights, duties and privileges as set out in the Act or otherwise;

“**Ministry**” means the Ministry of Tourism;

“**MOU**” means this Memorandum of Understanding;

“**Parks**” means all land vested in or placed under the control of the Commission; and

“**TB/MBC**” means Treasury Board/Management Board of Cabinet.

3. LEGISLATIVE AUTHORITY, MANDATE and AGENCY CLASSIFICATION

The Commission is governed by the Act. Its duty, as provided in section 5 of the Act, is to develop, control, manage, operate and maintain the Parks and for the purposes of carrying out this duty, the Commission has power:

- (a) to make such by-laws, rules and orders as may be considered expedient for the constitution of the Commission and the administration and management of its affairs and the conduct of its business, including establishing and collecting fees;
- (b) to acquire, construct, operate, maintain and generally manage and provide recreational facilities, restaurants, refreshment booths, stands for the sale of souvenirs and other wares, shops, sanitary and toilet facilities, buses and other vehicles for use in connection with the Parks, boats and boat lines, camp sites and any and all other facilities or conveniences incidental to or necessary for the proper operation and maintenance of the Parks;
- (c) to make agreements with persons with respect to the establishment or operation by them of any works or services in connection with the Parks;
- (d) to operate and maintain a school for the training of apprentice gardeners; and
- (e) to receive and take from any person by grant, gift, devise, bequest or otherwise any property real or personal or any interest therein.

The Commission makes informed business decisions and undertakes development and partnerships that reflect the public interest and the Commission's mandate.

In accordance with section 2 of the Act, the Board shall consist of not fewer than three and not more than fifteen members appointed by the Lieutenant Governor in Council. The Lieutenant Governor in Council shall designate one member as Chair and may designate one member as vice-chair.

The Commission is designated as an Operational Enterprise agency in accordance with TB/MBC's *Agency Establishment and Accountability Directive* and is subject to and shall comply with all existing Ministry of Finance and TB/MBC Directives applicable to Operational Enterprise agencies as set out in **Schedule 1** of this MOU.

Where such Directives are amended, or new Directives are issued by TB/MBC, the Ministry shall advise the Commission in writing of the applicability of these Directives to the Commission, and these Directives shall be deemed to form part of Schedule 1. The Commission shall comply with all Directives in Schedule 1 and any Directives deemed to form part of Schedule 1.

4. DURATION OF MOU and PROCESS FOR REVIEW & AMENDMENT OF MOU

This MOU shall be in effect as of the date of the signature of the last party to execute it and shall be in effect for a period of not more than five (5) years. This MOU must be renewed or revised by the expiry date. However, this MOU shall remain in effect temporarily until a new MOU has first received the approval of TB/MBC and thereafter has been approved and executed by the parties.

This MOU shall not be executed by the parties before it has been approved by TB/MBC.

This MOU shall be reviewed upon the appointment of a new Minister or a new Chair. The purpose of the review is to ensure that the Minister or the Chair, as the case may be, is aware of this MOU and to give the Minister or the Chair the opportunity to initiate discussions on amending this MOU. Where the Minister and the Chair agree to continue this MOU without requiring any amendment, both parties must affirm the continuance in writing. A re-affirmed MOU does not require the approval of TB/MBC.

This MOU may be amended from time to time with the agreement of the Minister and the Chair. Either the Minister or the Chair may propose amendments to this MOU. All amendments shall be in writing and shall be approved by both parties and TB/MBC before a revised MOU can be executed.

5. GUIDING PRINCIPLES

The Minister and the Chair agree that they will adhere to the following principles in their relationship:

- (a) The Minister recognizes that the Commission is a statutory entity which exercises powers and performs duties in accordance with its mandate under the Act.
- (b) The Commission operates in accordance with the appropriate Government operational policies and broad policy directions and shall conduct itself according to the management principles and best practices of the Government. These principles include ethical behaviour, accountability, excellence in management, wise use of public funds, high-quality service to the public, openness and transparency, and fairness in the marketplace.
- (c) The Commission acknowledges that it is accountable to the Government in fulfilling its mandate as defined in the Act and this MOU. Accountability is a fundamental principle to be observed in the management, administration and operation of the Commission.
- (d) The Minister and the Chair commit to avoid any duplication of services between the Ministry and the Commission and agree to ensure that the Commission's programs and services are co-ordinated with the Ministry's programs and services in support of tourism.
- (e) The Minister and the Chair commit to ensuring that a cooperative relationship exists between the Ministry and the Commission. To foster this cooperative relationship, the Minister commits to ensuring that the Deputy Minister communicates with the General Manager regularly, and the Chair commits to ensuring that the General Manager communicates with the Deputy Minister regularly.

6. CONSULTATION AND COMMUNICATIONS

The Minister and the Chair recognize that the timely exchange of information and consultation is essential to success in discharging their respective responsibilities. They therefore agree that:

- (a) The Chair will keep the Minister advised of issues or events that concern or can be reasonably expected to concern the Minister or the Government in the exercise of the Minister's responsibilities. The Commission, through the Chair and the General Manager, will advise the Ministry immediately of all contentious matters.
- (b) The Minister will ensure that the Chair is consulted, as appropriate, on significant new directions and/or when the Government is considering regulatory or legislative changes which may have a significant impact on the Commission.
- (c) The Minister and the Chair will meet as needed to discuss issues relating to the delivery of the Commission's mandate as well as public communication strategies. The General Manager will meet as needed with the Chair to discuss issues relating to the efficient operation of the Commission. The General Manager will also meet regularly with the Deputy Minister regarding the provision of administrative and organizational support services by the Ministry to the Commission.

- (d) Senior Ministry and Commission staff will maintain regular communications to discuss matters of mutual interest, including contentious matters that concern or can be reasonably be expected to concern the Minister or the Government in the exercise of the Minister's responsibilities.

7. ACCOUNTABILITY RELATIONSHIP

The accountability relationship is as follows:

- (a) **Minister** - The Minister is accountable to the Legislature for the Commission's fulfilment of its mandate, its compliance with applicable Ministry of Finance and TB/MBC Directives and Government and Ministry policies, and for reporting and responding to the Legislature on the Commission's affairs.

The Minister is accountable to Cabinet for the performance of the Commission and its compliance with the Government's operational policies and broad policy directions.

- (b) **Chair** – The Chair is accountable to the Minister for the performance of the Commission in fulfilling its mandate and for carrying out the roles and responsibilities assigned to the Chair by the Act, Ministry of Finance and TB/MBC Directives and Government and Ministry policies, and this MOU.
- (c) **Board** - The Board, through the Chair, is accountable to the Minister for governing the affairs of the Commission in accordance with its mandate.
- (d) **Deputy Minister** - The Deputy Minister is accountable to the Minister for carrying out the roles and responsibilities as assigned to the Deputy Minister by the Minister, Ministry of Finance and TB/MBC Directives and Government and Ministry policies, and this MOU.
- (e) **General Manager** - The General Manager is accountable to the Board through the Chair for the management and administration of the Commission, the supervision of the Commission's employees, and for carrying out the roles and responsibilities assigned by the Board. The General Manager is also accountable to the Board for the Commission's financial projections and meeting operational and financial targets. The General Manager works under the direction of the Chair in implementing policy and operational decisions and must report agency performance results to the Chair.
- (f) **General Manager** - The General Manager is also accountable to the Deputy Minister for carrying out the roles and responsibilities assigned by Ministry of Finance and TB/MBC Directives and Government and Ministry policies, the Act, and other relevant legislation.
- (g) **Commission's Employees** - Employees of the Commission are accountable to the General Manager for carrying out the roles and responsibilities as assigned by the General Manager.

8. ROLES AND RESPONSIBILITIES

8.1. Minister

The Minister is responsible for:

- (a) establishing and communicating to the Commission the applicable Ministry of Finance and TB/MBC Directives and Government and Ministry policies, and any changes to those policies in which the Commission is required to operate;
- (b) ensuring a system is in place to monitor the performance of the Commission to ensure that its mandate is being fulfilled and that it is in compliance with relevant Ministry of Finance and TB/MBC Directives and Government and Ministry policies;
- (c) reviewing, approving and presenting the recommended annual allocation for the Commission as part of the Government's budget planning and allocation process;
- (d) reporting and responding to Cabinet on the Commission's performance and compliance with applicable Ministry of Finance and TB/MBC Directives and applicable Government and Ministry policies;
- (e) reviewing and approving the Commission's multi-year and annual plans and reports in accordance with sections 13 and 14 of this MOU;
- (f) submitting the Commission's annual report in the Legislature for tabling within 60 days of receipt;
- (g) reporting and responding to the Legislative Assembly on the affairs of the Commission;
- (h) recommending appointments and reappointments pursuant to the process for agency appointments established by legislation or TB/MBC, after consultation with the Chair as appropriate, to ensure that the requirements of the Act are met;
- (i) endeavouring to obtain necessary Government approvals, as may be required, to enable the Commission to carry out its mandate and communicating such approvals to the Commission;
- (j) developing an MOU with the Chair for the Commission;
- (k) when appropriate or necessary, taking action or directing/recommending that corrective action be taken in respect of the Commission's mandate or operations; and
- (l) communicating with the Chair and Board, at minimum, on a quarterly basis.

8.2. Deputy Minister

The Deputy Minister is responsible for:

- (a) providing support and assistance to the Minister in the execution of the Minister's duties with regard to the Commission, including ensuring the Commission is in compliance with applicable Ministry of Finance and TB/MBC Directives and applicable Ministry and Government policies;
- (b) except where the Ministry and Commission agree otherwise, ensuring the provision of administrative and organizational support services to the Commission as may be required;
- (c) providing a framework for assessing whether the Commission is fulfilling its mandate in accordance with Ministry and Government policies;
- (d) undertaking assessments of whether the Commission is fulfilling its legislative mandate in accordance with Ministry of Finance and TB/MBC Directives and Government and Ministry policies, identifying any need for corrective action, recommending to the General Manager ways to resolve any issues that are identified and advising the Minister of ways of resolving such issues;
- (e) establishing a framework for reviewing and assessing Commission's strategic business and financial activities, business plans and other reports;
- (f) advising the Minister on the Board's documents submitted to the Minister for review and/or approval;
- (g) ensuring Ministry submissions, publications, and other consolidated documents include appropriate references to the Commission that reflect its issues and concerns in accordance with Ministry of Finance and TB/MBC Directives, Government and Ministry policies, and Ministry priorities;
- (h) ensuring that the Ministry undertakes the preparation of all Cabinet, TB/MBC and any other submissions (with supporting documentation) required to obtain any Government approvals necessary for the Commission as set out in the Act, Ministry of Finance and TB/MBC Directives, Government or Ministry policies, or this MOU;
- (i) consulting with the Chair in establishing a performance contract for the General Manager and in evaluating the performance of the General Manager;
- (j) participating in the selection process of a General Manager for the Commission;
- (k) negotiating a draft MOU with the Chair as directed by the Minister; and
- (l) communicating regularly with the General Manager of the Commission.

8.3. Board

The Board is responsible for:

- (a) providing strategic direction to the Commission and governing the affairs of the Commission within its mandate as set out in the Act, the Commission's by-laws, agreements, its approved business plan and the policy parameters established and communicated by the Minister;
- (b) working with direction from the Chair and support from the General Manager in setting the goals, objectives and strategic directions of the Commission within its mandate as set out in the Act and this MOU;
- (c) establishing policy for the Commission, consistent with its objects and with any policies established and communicated by the Minister;
- (d) working with the Chair and the General Manager providing strategic and policy options and viable strategic recommendations to the Minister with respect to the future plans of the Commission;
- (e) ensuring processes are in place for monitoring the Commission's compliance with applicable Ministry of Finance and TB/MBC Directives, the Act, other relevant legislation, and Government and Ministry policies;
- (f) being aware of, and complying with, the fiduciary duties and duty of care owed by the Directors to the Commission;
- (g) passing by-laws, rules, and orders governing the administration and management of the Commission's affairs and the conduct of its business;
- (h) working with the Deputy Minister and the Chair in the appointment of a General Manager who is responsible and accountable both to the Board and the Deputy Minister for the day-to-day management of the Commission;
- (i) directing the preparation of, and approving for submission to the Minister, all the Commission's documents required by this MOU, and directing corrective action to be taken if needed;
- (j) approving the MOU and any amendments to the MOU on behalf of the Commission in a timely manner and authorizing the Chair to sign on behalf of the Commission;
- (k) ensuring processes are in place for monitoring the performance of the Commission and reviewing the Commission's performance as part of the Board's oversight responsibilities;
- (l) establishing meaningful performance measures and targets for the Commission;

- (m) approving the performance review system for the Commission's employees as developed by the General Manager in accordance with Ministry guidelines and requirements;
- (n) approving an annual budget for the Commission, as developed by the General Manager;
- (o) monitoring the use of funds and assets with integrity and honesty and taking all reasonable steps so that the Commission can operate within its approved business plan and budget;
- (p) ensuring that the Commission is managed in an efficient and effective manner according to accepted business and financial practices and in accordance with TB/MBC requirements;
- (q) arranging for an annual audit of the financial statements of the Commission to be conducted by the Auditor General (or such other auditor as the Lieutenant Governor in Council may designate) and providing the Minister with a copy of the audit;
- (r) consulting with stakeholders when appropriate, with the prior approval of the Chair and in accordance with Commission policies;
- (s) consulting with the Commission's staff concerning Commission business when appropriate, with the prior approval of the Chair;
- (t) conducting regular assessments with respect to the effectiveness of the Board as a whole, the contribution of each committee of the Board, and the contribution of each member of the Board;
- (u) conducting an annual assessment of the Board to ensure compliance with this MOU and other obligations of the Board;
- (v) co-operating with periodic reviews initiated by either TB/MBC or the Minister; and
- (w) communicating as required with the Minister.

8.4. Chair

The Chair is responsible for:

- (a) providing strategic leadership to the Board;
- (b) convening and chairing meetings of the Board;
- (c) communicating the Board's policy and strategic directions to the General Manager;
- (d) on behalf of the Board, communicating the General Manager's performance objectives to the General Manager, and reviewing the General Manager's performance with the

Deputy Minister in relation to the performance criteria established by the Chair and the Deputy Minister;

- (e) reporting to the Minister on the Commission's activities and guidelines, business and operational plans, and on the practices under which the Commission operates and by which the Commission's overall priorities are set;
- (f) reviewing the Commission's plans and reports, as described in sections 13 and 14 of this MOU, and submitting the same to the Minister;
- (g) communicating any significant additions, deletions or amendments to the Commission's plans and reports referred to in clause (f) to the Minister and in time for their approval by the Minister and TB/MBC before implementation;
- (h) negotiating this MOU and signing the MOU with the Minister after Board and TB/MBC approval;
- (i) co-operating with any periodic review initiated by either TB/MBC or the Minister;
- (j) informing and ensuring compliance of all Board members and the General Manager with all relevant conflict-of-interest rules and guidelines;
- (k) carrying out the specified responsibilities under the *Public Service of Ontario Act, 2006* and its regulations as the "ethics executive" for members of the Board in the areas of conflict of interest, political activity rights and wrongdoing disclosures;
- (l) notifying the Minister of appointment vacancies and making recommendations to the Minister on appointments, reappointments, or removal of Board members;
- (m) consulting with the Minister in advance and receiving the Minister's approval if the Commission plans to embark on any enterprise or activity which will impact on the Government's policies or funding;
- (n) ensuring Board members are informed of their roles, responsibilities and obligations (such as their fiduciary duties to the Commission) and ensuring that all Board members receive an orientation and ongoing training to carry out their responsibilities;
- (o) attending and/or making presentations before Cabinet or committees of Cabinet or the Legislature on matters concerning the affairs of the Commission when requested;
- (p) establishing operational, management and leadership goals and targets for the Commission, in consultation with the Board, and ensuring that these goals and targets are reflected in the General Manager's annual performance contract with the Deputy Minister; and
- (q) communicating with the Minister, at minimum, on a quarterly basis.

8.5. General Manager

The General Manager of the Commission is responsible for:

- (a) managing the day-to-day functions and financial affairs of the Commission and the fulfilment of its mandate in accordance with all applicable Ministry of Finance and TB/MBC Directives and Government and Ministry policies;
- (b) translating the policy and strategic direction of the Board into operational plans and activities in accordance with the approved business plan with integrity and honesty;
- (c) supporting the Chair and the Board in meeting their responsibilities;
- (d) providing leadership, guidance and management services to the Commission's employees for human and financial resources management in accordance with accepted business and financial practices and standards, the Act, other relevant legislation, conflict of interest guidelines, Ministry of Finance and TB/MBC Directives, and Government and Ministry policies;
- (e) establishing and applying a financial management and risk assessment framework to support decision-making to ensure sound management of the Commission including its operations;
- (f) keeping the Board informed of the implementation of its policy directions and the operations of the Commission in order that the Board can meet its responsibilities;
- (g) providing for or assisting with the adequate orientation and ongoing training of members of the Board with respect to their roles and responsibilities;
- (h) participating in corporate planning initiatives which may affect the mandate of the Commission and the operations of the Commission;
- (i) advising the Chair and the Board on compliance with applicable Ministry of Finance and TB/MBC Directives, legislation, and Ministry and Government policies and procedures;
- (j) ensuring the preparation of the annual report, business plan, financial statements, audit responses, and other reports as directed by the Board for its approval;
- (k) meeting the performance objectives jointly set by the Deputy Minister and the Chair;
- (l) developing and implementing, after Board approval, an effective performance management and measurement system for assessing the Commission's performance and an effective performance measurement system for the employees of the Commission;
- (m) providing the Ministry and the Board with such information regarding the Commission as the Minister and Deputy Minister may require or request in order to carry out Ministerial or Board responsibilities;

- (n) keeping the Deputy Minister and the Chair advised of significant issues or events that concern the Minister, the Deputy Minister and the Chair in the exercise of their respective responsibilities (e.g. issues of wrongdoing or impropriety, litigation, allegations of conflict of interest or workplace harassment, police investigations, legal charges or complaints to the Human Rights Commission or to the Ombudsman);
- (o) establishing a system for the retention of the Commission's documents and for appropriately making such documents publicly available, as appropriate;
- (p) carrying out the specified responsibilities under the *Public Service of Ontario Act, 2006* and its regulations as the "ethics executive" for employees of the Commission in the areas of conflict of interest, political activity rights and wrongdoing disclosures;
- (q) seeking and providing advice to the Deputy Minister on matters relating to Government requirements and policy, including the Ministry's provision of corporate services to the Commission;
- (r) establishing appropriate systems for the administration of the Commission, including purchasing and supply, creative services, and information technology and other appropriate internal administrative procedures in compliance with Government and Ministry policies and Ministry of Finance and TB/MBC Directives; and
- (s) communicating regularly with the Deputy Minister and Ministry staff.

9. ADMINISTRATIVE ARRANGEMENTS AND STAFFING

The Commission is responsible for:

- (a) hiring and employing staff under Part III of the *Public Service of Ontario Act, 2006* who are therefore eligible for those rights and benefits accorded under that Act and relevant collective agreements, including being members of the Public Service Pension Plan;
- (b) adhering to Ministry protocols as developed from time to time regarding the provision of the administrative and organizational support services;
- (c) with the approval of the Lieutenant Governor in Council, making regulations as provided for in s.19 of the Act; and
- (d) acknowledging the financial support of the Government of Ontario in all of its financial, educational, grant and promotional materials in accordance with guidelines established by the Government, including visual identity requirements, and shall refer to itself by its full name "St. Lawrence Parks Commission" in English and "Commission des parcs du Saint-Laurent" in French in all formal documents.

The Commission is prescribed as a “Commission public body” in accordance with Ontario Regulation 374/07 made under the *Public Service of Ontario Act, 2006*.

Employees of the Commission are appointed under Part III of the *Public Service of Ontario Act, 2006*.

10. LEGAL SERVICES

- (a) The Ministry, through its Legal Services Branch, shall provide general counsel, prepare legal documents and provide other legal services as required on behalf of, and at the request of the Commission.
- (b) Subject to the approval by the Ministry and in accordance with the *Corporate Operating Policy on Acquiring and Using Legal Services* of the Ministry of the Attorney General, the Commission may retain external counsel to provide legal services.

11. FINANCIAL ARRANGEMENTS

- (a) The Commission receives funding through transfer payments from the Ministry derived from the Consolidated Revenue Fund based on the Government’s budget planning and allocation process, and such transfer payments are subject to adjustments made by the Minister, TB/MBC or the Legislature, as appropriate.
- (b) As provided for in subsection 5(1) of the Act, the Commission may acquire any real or personal property by grant, gift, devise, bequest or other manner, and may expend, administer or dispose of any such property in the promotion of its objects, subject to the terms, if any, upon which the property was made.
- (c) The Commission shall provide all information and advice as requested to support the Minister throughout the budget planning and allocation process.
- (d) The Commission shall set the level of funding allocated to programs and services, consistent with its annual business plan as approved by the Minister.
- (e) Financial and accounting procedures of the Commission shall follow generally accepted accounting principles, as set out by the Canadian Institute of Chartered Accountants and its Handbook. The Commission shall provide its own financial services and shall establish and maintain financial and administrative procedures and controls in accordance with Government accounting policies.
- (f) The Commission is subject to pay GST in accordance with the Reciprocal Tax Agreement between the Government of Ontario and the Government of Canada.
- (g) In accordance with subsection 4(1) of the Act, the Commission may retain its income and the income shall be applied to carrying out its objects.

- (h) In accordance with section 4.1 of the Act, any surplus money of the Commission shall, on the order of the Minister of Finance, be paid into the Consolidated Revenue Fund.
- (i) In accordance with subsection 4(3) of the Act, the Minister may make grants or loans to the Commission at such times, in such amounts and upon such terms and conditions as the Minister considers advisable.

12. AUDITING

- (a) As provided in section 16 of the Act, the Auditor General, or an auditor designated by the Lieutenant Governor in Council, shall conduct an annual audit of the financial statements of the Commission and prepare the Auditor's Report for the approval of the Board. The audited financial statements shall then be provided to the Minister and the Minister of Finance.
- (b) Based on an approved annual Audit Plan, the Government's Internal Audit Division will undertake audits of the Commission's program delivery and financial and administrative processes to ensure fiscal prudence and accountability and that appropriate controls are in place. Copies of the audit reports as well as the Commission's written response to the audits shall be forwarded to the Ministry.
- (c) The Minister and/or the Auditor General may, at any time, direct an audit of the financial transactions or management, or both, of the Commission. After Board approval, the Commission will provide a written timely response to all audits to the Minister and/or Auditor General and will advise the Minister on any outstanding audit recommendations annually.

13. PLANNING AND REPORTING

- (a) On an annual basis, the Chair will submit a business plan approved by the Board covering the Commission's next three fiscal years to the Minister for review and approval. The Ministry will provide the Commission with the guidelines for the business plan that will be in accordance with the Government's current fiscal year's requirements, as well as applicable Ministry of Finance and TB/MBC Directives and guidelines. The Commission will provide the Ministry with a draft business plan prior to the final business plan submission, in keeping with established deadlines, to provide an opportunity for review and comment.
- (b) The Minister will review the business plan and advise the Board, in a timely fashion, whether or not the Minister approves the overall directions envisaged by the Commission and if not, the Minister will indicate where and in what ways the overall directions of the plans are at variance with the Government's policies and priorities.

- (c) After Board approval, the Chair will provide the Ministry with in-year reporting on the Commission's performance against its approved business plan and report on any intended activities that may result in significant additions, deletions or amendments to its approved business plan in sufficient time for the Minister to consider the intended activities before the Commission enters into any binding financial or operational commitments with respect thereto.
- (d) As required by TB/MBC Directives, once every three years the Commission's business plan will be reviewed, revised as appropriate, and then submitted by the Minister to TB/MBC for review and approval as needed.
- (e) The Commission's business plan shall be in accordance with the requirements set out in the *Agency Establishment and Accountability Directive*.

14. SUMMARY OF REPORTING REQUIREMENTS

Based on timely reporting by prescribed deadlines, the Chair will submit on behalf of Board the following reports and documents to the Minister:

- (a) Three-year business plan;
- (b) In-year reports including monthly financial and operating performance of the Commission, as required;
- (c) An Annual Report upon the affairs of the Commission, in accordance with TB/MBC Directives and Guidelines, to the Minister for tabling in the Legislature within 120 days of the Commission's fiscal year-end;
- (d) Audited financial statements;
- (e) Copies of agendas, minutes, and related materials of the Board's meetings;
- (f) Every report from an audit, as well as the Commission's response to the audit and any recommendations therein; and
- (g) Any other reports regarding the Commission as required by the Minister in order to carry out Ministerial responsibilities.

15. PERIODIC REVIEW

The Commission is subject to periodic review initiated at the discretion and direction of the Minister or TB/MBC. The Commission agrees to co-operate with any such periodic review.

In requiring a periodic review, the Minister or TB/MBC, as the case may be, shall determine the

timing and responsibility for conducting the review, the roles of the Chair and the Minister, and how any other parties may be involved.

In the event that a periodic review is initiated at the direction of the Minister, the Minister may submit recommendations regarding the Commission to the Board for review and consideration, as well as to TB/MBC where applicable.

16. CONFLICT OF INTEREST

Members of the Board are subject to the conflict of interest provisions of the *Government Appointees Directive* (dated November 1994) issued by TB/MBC. Members are also subject to the conflict of interest provisions of the *Public Service of Ontario Act, 2006* and its regulations that are applicable to Government appointees.

Members shall not use any information gained as a result of his/her appointment to the Board for personal gain or benefit. A member who has reasonable grounds to believe that he/she has a conflict of interest in a matter before the Board, or a committee of the Board, shall disclose the nature of the conflict to the Chair at the first opportunity and shall refrain from further participation in consideration of the matter. The Chair shall cause to be recorded in the minutes of the meeting of the Board any declared conflict of interest.

Employees of the Commission are subject to the conflict of interest provisions in the *Public Service of Ontario Act, 2006* and its regulations (as of August 20, 2007) unless the Commission has submitted its own conflict of interest rules to the Conflict of Interest Commissioner and has received approval of those rules by the Commissioner.

17. INFORMATION MANAGEMENT

The Commission is designated as an institution in the regulations to the *Freedom of Information and Protection of Privacy Act* (“FIPPA”) and the Commission shall handle all of its records in accordance with FIPPA.

The Commission shall ensure that there is an information management system for the retention of the Commission’s records. The Board, through the Chair, is responsible for ensuring that the Commission complies with the *Archives and Recordkeeping Act, 2006* and the *Management of Recorded Information Directive*.

The Commission shall keep and maintain all financial records, invoices, procurement files and other financially related documents relating to funding provided by the Ministry or otherwise related to the activities of the Commission in a manner consistent with generally accepted accounting principles and clerical practices. The Commission shall maintain such records and keep them available for review by the Ministry for a period of seven (7) years from the date of

creation of the records.

The Commission shall keep and maintain all non-financial documents and records relating to funding received from the Ministry or otherwise related to the activities of the Commission, in a confidential manner consistent with all applicable laws.

18. CUSTOMER SERVICE QUALITY REVIEW PROCESS

The Commission shall develop and implement a formal process for responding to complaints and issues raised by the public or by stakeholders regarding quality of service. This process shall be consistent with the quality service initiative of the Government.

19. LIABILITY PROTECTION AND INSURANCE

The Commission is covered under the Government's protection program for claims by third parties for bodily injury, property damage, personal injury and advertising liability.

The Minister of Tourism indemnifies Board members from damages that may result from their activities on behalf of the Commission, provided that Board members do not act with dishonesty, negligence or wilful misconduct.

SCHEDULE 1

Ministry of Finance and Treasury Board/Management Board of Cabinet Directives applicable to St. Lawrence Parks Commission *

(* Where a Directive applies, all associated policies, procedures and guidelines also apply. Guidelines or policies are only listed in this Schedule where there is no corresponding Directive.)

Accountability and Governance

- (a) Accountability Directive (September 1997)
- (b) Advertising Content Directive (September 2006)
- (c) Agency Establishment and Accountability Directive (February 2000)
- (d) Delegation of Authority Directive (March 2000)
- (e) Disclosure of Wrongdoing Directive (2007)
- (f) Government Appointees (November 1994, amended September 2006)
- (g) Internal Audit Directive (November 2002)

Business Planning and Financial Management

- (h) Capital Expenditure Evaluation Directive (November 1994)
- (i) Cash Management Directive
- (j) Child Care Services Directive (September 1994)
- (k) Emergency Management and Security Directive (January 2007) – only the following policies within the Directive are applicable:
 - Contractor Screening Policy
 - Personnel Screening Checks Policy
 - Physical Security Operating Policy
- (l) Expenditure Management Directive (April 2000)
- (m) General Expenses Directive (Oct 1997 revised Nov 2004)
- (n) Indemnification Directive (March 2001)
- (o) Real Property and Accommodation Directive (September 1998)
- (p) Travel, Meal and Hospitality Expenses Directive (revised July 2009)

Procurement

- (q) Establishment and Use of Central Common Services Directive (August 1994)
- (r) Procurement Directive (July 2009)
- (s) Procurement Directive on Advertising, Public and Media Relations and Creative Communications Services (revised July 2009)

Information and IT Management

- (t) Enhancing Privacy: Computer Matching of Personal Information Directive (May 1994)
- (u) Freedom of Information and Protection of Privacy Directive (February 1991)
- (v) Government Publications Directive (September 1997)
- (w) Information and Information Technology and Directive (August 2006)

- (x) Information and Information Technology Security Directive (August 2005)
- (y) Management of Recorded Information Directive (June 1992)
- (z) Managing, Distributing and Pricing Government Information (Intellectual Property) (August 1998)
- (aa) Visual Identity Directive (Feb 2002)

Human Resources Management

- (bb) Classification and Position Administration Directive (January 1991)
- (cc) Compensation Directive (August 2007)
- (dd) Continuation of Existing Classes and Salaries Directive (August 2007)
- (ee) Disclosure of Wrongdoing Directive – Public Bodies (August 2007)
- (ff) Emergency Evacuation Planning Directive (Jan 1991)
- (gg) Employee Benefits Directive (January 2003)
- (hh) HIV Infection and Aids in the Workplaces Directive (January 1991)
- (ii) Hours of Work Directive (January 1991)
- (jj) Human Resources Management (February 1999)
- (kk) Human Resource Management Governance and Accountability Directive (August 2007)
- (ll) Key Directive on Human Resource Administration (August 2007)
- (mm) Merit Increase Directive (December 1996)
- (nn) Occupational Health and Safety Directive (July 2001)
- (oo) Relocation Expenses Directive (February 2003)
- (pp) Salary Rates/Ranges Directive (January 1991)
- (qq) Staffing Management and Control Directive (September 1992)
- (rr) Terminology Directive (August 2007)

The Ministry will inform the Commission of amendments or additions to directives, policies and guidelines that apply to the Commission.

- END OF SCHEDULE 1 -

APPENDIX A

List of General Legislation applicable to St. Lawrence Parks Commission

Accessibility for Ontarians with Disabilities Act, 2005

Archives and Recordkeeping Act, 2006

Crown Employees Collective Bargaining Act, 1993

Emergency Management and Civil Protection Act

Financial Administration Act

Freedom of Information and Protection of Privacy Act

French Language Services Act

Human Rights Code

Management Board of Cabinet Act

Ministry of Treasury and Economics Act

Pay Equity Act

Public Sector Salary Disclosure Act, 1996

Public Service of Ontario Act, 2006

-- END OF APPENDIX A --