



Governance and Human Resources Committee to GREEN LINE BOARD

December 3, 2021

Board Compensation Review – Executive Chair Compensation

RECOMMENDATION:

That the Green Line Board:

1. Conclude the Executive Chair Responsibilities assigned to the Chair, Green Line Board and payment for the Executive Chair Responsibilities effective November 30, 2021, as such Executive Chair Responsibilities were described in Report GLB2021-0283 dated 2021 February 18; and
2. Direct that the Closed Meeting discussion remain confidential pursuant to Sections 17 (Personal privacy) and 24 (Advice from officials) of the *Freedom of Information and Protection of Privacy Act*; and
3. Direct that the Closed Meeting Report and Recommendations remain confidential pursuant to Section 24 (Advice from officials) of the *Freedom of Information and Protection of Privacy Act* until the Board rises and reports.

HIGHLIGHTS / BACKGROUND

- In Report GLB2021-0283, the Green Line Board (the “Board”) assigned the “Executive Chair Responsibilities”, as described in Attachment 1 to the Report, to the Chair of the Board to provide temporary support to the leadership of the Green Line Program team during a period of transition and Green Line Program review.
- The risks which the assignment of “Executive Chair Responsibilities” addressed have been significantly reduced or in some cases eliminated, as discussed in more detail below, and it is considered that the “Executive Chair Responsibilities”, as assigned to the Chair of the Board, can now be concluded.

DISCUSSION

- In Report GLB2021-0283, the Green Line Board (the “Board”) assigned the “Executive Chair Responsibilities”, as described in Attachment 1 to the Report, to the Chair of the Board.
- The Executive Chair Responsibilities were assigned to the Chair of the Board to mitigate risk during a period of transition for the Green Line Program Team. At the time, the Provincial Review was underway, and the (then) General Manager of Green Line was transitioning to his new position of General Manager of Infrastructure and Engineering Services within The City of Calgary. The Board was also recruiting for the Chief Executive Officer (CEO) for the Green Line Program. Additional support was required for the leadership of the Green Line Program team.



- Since February 2021, the Provincial Review has successfully concluded and the Board has established strong leadership for the Green Line Program by hiring a CEO and assisting with the hiring of a Chief Operating Officer (COO) who is scheduled to begin working with the Green Line Program team in December. The CEO has been working with the Green Line Program team for four months and his onboarding is complete. Further, a key procurement for the Green Line Program, the procurement for the light rail vehicles, has been successfully concluded and plans are underway for the Phase 1 procurement for the Design-Build-Finance infrastructure consortium.
- Since February 2021, the risks which the assignment of “Executive Chair Responsibilities” addressed have been significantly reduced or eliminated.
- Therefore, the Governance and Human Resources Committee recommends that the “Executive Chair Responsibilities”, as assigned to the Chair of the Board, are no longer required and can be concluded.

IMPLICATIONS

Social / Environmental / Economic / Service and Financial Implications

Not applicable.

Stakeholder engagement and external communication

Not applicable

RISKS

There are no perceived risks with terminating the “Executive Chair Responsibilities” due to the extensive work undertaken by the Board in 2021, such as successful completion of the Provincial Review, the hiring of a CEO for Green Line, and working with the CEO to hire a COO. The Board has also reviewed the organizational structure of the Green Line Program team and reviewed and developed strategies with respect to key aspects of the Green Line Program, such as procurement, risk management, and stakeholder engagement. A key procurement for the Program, the procurement of the light rail vehicles, has also been successfully concluded. Strong leadership of the Green Line Program has been established, making the “Executive Chair Responsibilities”, as assigned to the Chair of Board, no longer necessary.

ATTACHMENT(S)

None.

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Approved: M. Nelson, Chair, Governance and Human Resources Committee