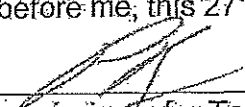


This is Exhibit "15" referred to in the.....  
.....Affidavit of Christopher Paul Bloye.....  
Affirmed before me, this 27<sup>th</sup> day of July, 2018

  
\_\_\_\_\_  
A Commissioner for Taking Affidavits  
**Padraic Ryan**  
LSO# 61687J

January 15, 2015

Dear Minister Sandals:

Please find enclosed my review of the Toronto District School Board (TDSB). I received a high level of cooperation from Board senior staff and had a number of very frank conversations with trustees, outgoing, re-elected and newcomers. I conducted over sixty interviews of at least an hour in duration and received a very large number of documents and letters, and copies of hundreds of email strings related to the issues you had instructed me to review.

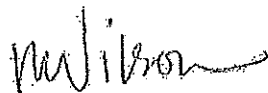
A number of the senior staff I met with were academic superintendents who work directly with TDSB schools to improve student achievement and well-being. Their enthusiasm for their jobs was infectious and they provided evidence that the schools are on a continuous improvement track.

I am also pleased to report that in many of the financial and business process areas which were addressed in the Ernst and Young Forensic Audit (2013), the Special Assistance Team Report (2013) and the PwC Resource Allocation Review, the Board and its capable staff have made real progress. Financial controls have been substantially improved and policies and systems put in place for expense reporting, including reporting of trustee expenses. In both the Finance and Operations Section and Facility Services, procurement remains an issue, but both areas are making major efforts to get more value for money. However, Capital Assets and Facilities Repair remain major problems for the Board.

Regrettably, I saw little recognition among experienced trustees that they might be responsible for at least some of the "climate of fear" which the Ernst and Young Forensic Audit identified as permeating the Board. Nor did I see any recognition among very senior staff that they too had a part in creating that climate. Cooperation between trustees is too often focused on making deals for mutual support. The level of trust between the senior administration and the trustees is low. Despite the recommendations in all three reports referenced above, there has, to date, been no attempt to review the Board's governance model to remove the trustees from day-to-day operational decision making and to prevent interference, on the part of many trustees, in the operation of "their schools in their wards".

In nine of my recommendations to you, I have tried to focus on reforms which support changes in behaviour at the leadership level of the Board. One would then hope for a positive change in climate. Unfortunately, the culture of fear is not new, and it may be extremely difficult to stamp out. (In an appendix to the Falconer Report, December 2007, it was identified as being "endemic".) Therefore, my tenth recommendation is that you examine the possibility of structural changes to the Board in the interest of enabling trustees to focus on broad governance issues and student achievement and well-being.

Respectfully submitted,



Margaret Wilson

## Contents

Review of the Toronto District School Board .....	4
The Board .....	5
The Trustees .....	6
Responses to Previous Audits and Reviews .....	8
The Promotion Process .....	10
The Ward Trustee and the Schools .....	12
Board Committees .....	14
Freelancing Trustees and School Programs .....	15
Senior Staff Organization .....	17
Director's Contract and Performance Appraisal .....	18
The Chair's Letter (November 2014) .....	24
The Audit Committee .....	26
Management of Capital .....	28
Conclusion .....	30
Recommendations .....	33

## Review of the Toronto District School Board

I was appointed to conduct an independent review of the performance of the Toronto District School Board (TDSB) pursuant to the Provincial Interest in Education Regulation made under the *Education Act* (O. Reg. 43/10 as amended). As reviewer, I was requested, pursuant to section 11(2) of the regulation, to examine the current operational issues at the TDSB, with a focus on the board's governance structure. The purpose of the operational review, as described in my appointment letter, was "to ensure that the school board has the tools it needs to succeed and ensure the board is focused on student achievement and well-being".

The scope of the review was broad. It included examination of:

- the level of cooperation among the Board's members and between the Board and the Director of education in the interest of good governance of the Board's schools;
- the performance of Board members and the Director of the TDSB with respect to their duties under the *Education Act*, other acts, or any policy, guideline, directive or regulation made under them, including the *Broader Public Sector Accountability Act, 2010* and the compensation arrangements added by the *Strong Action for Ontario Act (Budget Measures), 2012*;
- the response of the Board and the Director to the recommendations of recent reviews and audits, including, but not limited to the Ernst and Young Forensic Audit (2013), the Special Assistance Team Report (2013) and the PwC Resource Allocation Review (2012).

In addition, the reviewer was to advise the Minister on how government should conduct a consultation about possible improvements to the governance structure at the TDSB that would promote student achievement and well-being, increase accountability and enhance public confidence in the Board.

### *The Board*

The Toronto District School Board is the largest school board in Canada. It was formed in 1998 by amalgamating the seven English-language public boards of what was then known as Metropolitan Toronto. It serves around 247,000 elementary and secondary students and 160,000 adult learners scattered across 588 school buildings. English is the sole first language of only 44% of the students. While a substantial majority of the elementary and secondary students were born in Canada, 67% of their parents were born outside Canada. Elementary enrolment has started to increase but secondary enrolment continues to decline. For 2014–15, the Board's operating budget is \$3.06 billion and the capital budget is \$238 million. The capital renewal backlog – that is, replacement and repair in all schools, but especially the 450 schools which are over forty years old – is over \$3 billion.

The TDSB does not have a strong sense of identity as a unified board. Too many people, both trustees and senior staff, still reminisce about the good old days of the “legacy boards”. Trustees, in particular, are prone to thinking of the interests of “my” schools and “my” constituents rather than the interests of the whole system. This tendency to build trustee fiefdoms predates amalgamation, but may have been compounded by unstable professional leadership. The Board has had five directors in the seventeen years since amalgamation, each with a very different leadership style and a different concept of senior team design.

This report is based on the interviews I conducted and substantial paper documentation. I met with outgoing and incoming trustees, including most of the new trustees. I also interviewed a broad cross section of senior staff, both business and academic, who work at 5050 Yonge Street, the Board's head office, and those who are assigned locally to families of schools. I met with both elementary and secondary principals and received a written submission from a group representing a major subject association. I have spoken with members of the senior staff who had recently resigned or retired, and met with board members and staff of the Toronto Lands Corporation, a wholly owned subsidiary of the

## Review of the Toronto District School Board

Board. In total, over sixty meetings were held, mostly in person, with a few by phone. In addition, I have read the above-referenced Audit Report, Resource Allocation Review and Special Assistance Team Report and have met with the individuals involved in all three reviews. I have copies of the two acts which are germane to the issues (the *Education Act* and the *Broader Public Sector Accountability Act, 2010*). I have had no difficulty in obtaining relevant documents, such as the senior staff progress reports on the recommendations of the above-referenced documents. I have a copy of the current director's contract and those of the two preceding directors.

TDSB schools have been successfully engaged in a process of continuous improvement of student achievement and well-being. At the same time, the school leadership is under severe stress as a result of the infighting at the board level and the ever-increasing intrusiveness of some, but not all, trustees. This intrusive behaviour also frays the relationship between family-of-schools superintendents and their principals and vice-principals, bringing the dysfunction too close to the classroom for comfort.

The culture of fear, which permeates relationships in the Board, predates its identification in the Ernst and Young Forensic Audit. What is useful about the forensic audit is that it goes beyond describing the symptoms of the culture to identifying some of the root causes, such as trustee involvement in operational issues. I have documented similar concerns in this review.

### *The Trustees*

The largest school board in Ontario also has the largest board of trustees, with twenty-two members. Other large Ontario boards have twelve members. The TDSB has granted its trustees privileges which, it appears, no other trustees in the province enjoy. The norm in the province is that the chair of a board may have an office at board headquarters and the rest of the trustees work from home. However, as an inheritance from one of the legacy boards, the Toronto Board of Education, office space was extended to all TDSB trustees. Each trustee now has an office on the executive floor of 5050 Yonge Street, the

Review of the Toronto District School Board

Board's head office. One trustee uses a second office on Borough Drive in Scarborough. One of the newly elected trustees has requested a second office in a school.

In addition, trustees have three dedicated support staff to assist them. Each trustee has an allocation of \$27,000, which may be used to hire "constituency assistants" who are not board employees but contractors for the individual trustee. As trustees have expanded their involvement in day-to-day operations, so have their constituency assistants. Many of these assistants have access to confidential Board documents and visit schools on behalf of their trustees. The \$27,000 allocation must also cover other expenses, such as trustees' mileage and home office supplies. TDSB trustees are provided with the basic equipment for a home office: a laptop computer, a tablet, a printer with scanning and fax capability and a smart phone.

From the mid-1970s to the 1990s, many of the former Toronto Board of Education trustees were "full time" and voted to pay themselves accordingly. In 1998, Ontario amended the *Education Act* to regulate trustee remuneration. While the new limits reduced trustee remuneration to a symbolic amount, a number of trustees retained a "full-time" mind-set. Those trustees had an expansive view of their role, which took them well beyond the requirements of the *Education Act*. Their perspective has not changed, despite substantial amendments to the Act under the *Student Achievement and School Board Governance Act, 2009*.

The duties of trustees are outlined in section 218.1 of the *Education Act*, which states:

A member of a board shall,

- (a) carry out his or her responsibilities in a manner that assists the board in fulfilling its duties under this Act, the regulations and the guidelines issued under this Act, including but not limited to the board's duties under section 169.1;
- (b) attend and participate in meetings of the board, including meetings of board committees of which he or she is a member;

Review of the Toronto District School Board

- (c) consult with parents, students and supporters of the board on the board's multi-year plan under clause 169.1 (1) (f);
- (d) bring concerns of parents, students and supporters of the board to the attention of the board;
- (e) uphold the implementation of any board resolution after it is passed by the board;
- (f) entrust the day to day management of the board to its staff through the board's director of education;
- (g) maintain focus on student achievement and well-being; and
- (h) comply with the board's code of conduct.

*Responses to Previous Audits and Reviews*

One of my responsibilities as reviewer was to examine the degree to which the Board had acted to change its practices based on the recommendations in the Ernst and Young Forensic Audit, Special Assistance Team Report and PwC Resource Allocation Review previously referenced. Though this review did not include an extensive validation process on the changes made, I met with most of the senior staff in Finance and Operations, and they provided information on the work they have done to implement the recommendations in all three reports. This has included putting in place policies and procedures to improve financial controls in all aspects of their work. They also worked with the Board on a new policy on trustee expenses, which was approved in the fall of 2014 and which trustees will have to follow. In other areas, the CFO is working with the city on some of the property issues that face the Board. She has also developed a capital strategic planning forum, which reports to the Director. The Executive Officer for Facilities Services has worked, under difficult circumstances, to develop a performance-management program for unionized staff. He believes that most of the recommendations have been implemented, with the exception of those limited by collective agreements. Changes to procurement rules are still a work in progress. One other area which needs attention is conflict of interest. The information I have is that the Board's conflict of



Review of the Toronto District School Board

interest rules for senior staff have been clarified; however, the rules for trustees and all categories of board employees also need to be clarified.

Section 9.3 of the Ernst and Young Forensic Audit is headed "Trustee involvement in day to day management of the TDSB". The auditors were guided, in writing this section of their report, by the duties of school board members as described above, and specifically by sub-clause (f). The auditors identified trustee involvement in operational issues, including procurement, permits, hiring, firing and promotion. The Special Advisory Team identified similar problems. In the *Staff Status Report on Audit and Review Recommendations* given to the Board Audit Committee on December 15, 2014, the only action taken to address Section 9.3 is the establishment of an internal audit function. The internal audit staff have reported on trustee expenses and are proceeding to produce reports for the Audit Committee. But the lack of any action in over a year, on the other issues which the external Auditors identified as creating a "culture of fear in management, staff and Trustees" suggests either denial of the problems identified or unwillingness to deal with flaws in governance practices, procedures and policies on the part of both trustees and senior administration. I regret to confirm that the "culture of fear" referred to in the Ernst and Young audit is even more pervasive than it was in 2013 and that it has seeped down to the level of school vice-principals and principals and, in some cases, teachers.

TDSB trustees are still involved, to varying degrees, in operational issues. Although many trustees who have full-time jobs do allow board staff to manage day-to-day operations, many other trustees interfere in operational decisions on a regular basis. Several new trustees indicated, in conversation with me, indicated that they were already involved in operational issues. One area of Board operations in which trustees are directly involved is promotions, appointments and transfers of vice-principals, principals and supervisory officers, and such involvement is supported by board policy. Both the special assistance team and the Ernst and Young audit pointed out that this was not "best practice". Ernst and Young cite the *Ministry Operational Review Guide for Ontario District School Boards, 4th Edition (September 2010)*, which states: "Recruitment

## Review of the Toronto District School Board

policies and administrative procedures are reviewed annually, and are aligned with staff planning to support student achievement. Trustees do not sit on hiring panels (exception: hiring the director of education) but provide policies to govern staffing and recruitment". The Board of Trustees has ignored this advice. The practice of trustee involvement in the promotion processes has become deeply ingrained in the culture of the Board. According to most of the professionals I interviewed, it is a major contributor to the culture of fear,

### *The Promotion Process*

The promotion process for vice-principals and principals is staff-intensive. The candidates submit a notice of intent to apply, which must be signed by the supervisory officer (SO, also referred to as the superintendent) responsible for the candidate's school. Reference checks are completed by the immediate supervisor and the SO. Applicants who are deemed ready to proceed are interviewed by a panel. For principal appointments, the panel is composed of two SOs and one principal. For vice-principals, the panel is one SO, two principals and a parent representative. The interview team decides whether or not to place the candidate on the promotion list. Candidates remain on the list for a minimum of two full school years.

When a vacancy is identified in a school, the School Council and the SO complete their respective sections of the School Statement of Needs (SSON) form. The SO discusses the SSON with the parent representative and the ward trustee. The SO then works with the Executive Supervisory Officer of Employee Services to recommend a candidate from the promotion list whose experience is consistent with the needs and priorities expressed in the SSON. The SO then meets separately with the candidate, the parent representative and the trustee. Following these discussions, the SO might consider another candidate. Finally, the SO, the recommended candidate, the parent representative and the trustee meet to discuss the needs and priorities identified in the SSON. The recommended candidate is then placed on the slate, which is presented to the Board for approval.

## Review of the Toronto District School Board

The process, as I have summarized it, looks straightforward, if overly long. What about it could induce fear? The fear arises because, in actual practice, as described to me by everyone who has been involved in it, the ward trustee has the final say. As a result, this individual has substantial control over the professional careers of applicants. The experienced trustees, and all of the senior staff I interviewed, said that, in the TDSB, trustees choose the principals and vice-principals of their schools. More than one trustee admitted to vetoing candidates at the last stage of the process. Another trustee allegedly chose two names from the promotion list and told the SO which one would be successful when interviewed. One trustee confirmed that a Parent Council chair had vetoed a candidate.

The Board's promotion policy for supervisory officer selection states that trustees will be involved in assessing eligible applicants, including being involved in interviews to determine the qualified applicant pool and to fill specific vacancies. Candidates submit an application and list of referees, which must include a trustee. References are checked by the candidate's immediate supervisor. If the application is endorsed (the promotion procedure document does not specify who is able to endorse a candidate), then the candidate meets with a team of three individuals to discuss the application (there is no detail on the composition of this team in the promotion procedure document). Candidates then participate in a formal interview with trustees and senior staff (the procedure document does not specify the balance between staff and trustees in this interview), after which they may be placed in the qualified applicant pool. Candidates remain in the pool for two to three years, during which time they may be appointed to interim positions or apply for permanent positions. The interview team for permanent positions for family-of-schools superintendents includes trustees from the wards affected.

In practice, this policy starts and finishes with the trustee. One superintendent said that his career was effectively stalled for years by a specific trustee. As noted above, a trustee must provide a reference right at the beginning of this process, so a principal who might have ambitions to become an SO needs the goodwill of the ward trustee. The only alternative is to become involved in a pet project of another trustee and obtain the

#### Review of the Toronto District School Board

reference through that channel. All the professionals I spoke to, including the Director, said that ward trustees select their SOs. One staff member put it succinctly: For both principals and SOs, "their future depends on the trustee". I was also told of vice-principals, principals and supervisory officers being summarily transferred at the request of individual trustees. One senior staff member described the interviewing team for her promotion: three trustees and one executive superintendent. The latter said nothing during the entire interview. Another SO confirmed that trustees are in the majority on interview panels for all levels of promotion for superintendents. Given the culture of fear I observed, even one trustee on a hiring panel could be enough to sway the process. The level of trustee involvement in the promotion process raises an obvious question – to whom do vice-principals, principals and superintendents owe loyalty?

Trustees have also become involved in other categories of staffing. The Board recently approved the hiring of a lawyer with a background in municipal law. The hiring team included the Director, general counsel and four trustees. The presence of trustees on this panel is required by the TDSB's Policy 017 (Purchasing). Some trustees have also been involved in the hiring of support staff.

A number of supervisory officers made the point that they would like to engage in professional learning for their own development. While there is an amount of \$3,500 set aside for professional learning in each of their personal contracts, they state that it is almost impossible to get permission to use the money.

#### *The Ward Trustee and the Schools*

At the local school level, which is so critical to student achievement and well-being, much depends on the attitude of the ward trustee. Let me emphasize that a number of trustees trust and respect their superintendents, principals, vice-principals and teachers. In other cases, however, principals described being harassed by trustees and their constituency assistants. I heard of cases where trustees, and in one case a constituency assistant, insisted on entering classrooms to observe the performance of teachers. To

Review of the Toronto District School Board

whom does the principal complain about that level of interference if the local superintendent is seen as reporting to the trustee? Many people reported that they knew of principals, and superintendents, who had been summarily transferred after disagreeing with a trustee. In one ward, school administrators and teachers are expected to support and participate in the local trustee's Fun Fair, which is largely perceived as a campaign event. Trustees have also intervened at the school level in the suspension of students. Such behaviour enhances the climate of fear among Board staff and illustrates how it has seeped down to the school level.

A member of the special assistance team said, "The principals are in terrible shape. They are overwhelmed with data, badgered and bullied. They are assailed from all sides, with no support". A principal observed that the in-school administrator's job had become totally unmanageable, particularly given the Board's top-heavy leadership structure: "Every Executive Superintendent generates work for the principal in terms of reports as do the constant flow of new initiatives. Life becomes a paper chase leaving little time for the real job, curriculum leadership". Even what was once a simple matter -- a class field trip to a museum, for example -- has become a nightmare of paper with multiple, overly detailed forms to be filled in by teachers, the principal, parents and, for one category, the superintendent. At family-of-schools meetings, where principals might find mutual support, there is often little or no frank discussion, as many trustees insist on attending and taking notes. Some trustees even insist that all principals of "their" schools attend ward meetings. One principal said, "The culture of fear is epidemic. People won't talk". The fear factor is such that many staff members avoid using the Board email system, and many principals and superintendents now contact each other on their personal phones. They believe that Board phone and email systems are regularly monitored. From the point of view of many principals, all of the senior administration is afraid of the trustees.

Many TDSB trustees see their role as similar to that of a city councillor. This is not, in fact, an accurate analogy, because curriculum, funding and negotiations now rest primarily with the province. But trustees are elected by ward, so they often focus on ways to expand their role within their ward. For example, trustees wanted family-of-schools

#### Review of the Toronto District School Board

superintendents to be assigned by ward. While the geographic matches are not always perfect, this has worked to perpetuate the problem of ward fiefdoms. The ward structure has also led to a number of trustees running in tandem with city council candidates. Some trustees boast that they are allowed to decide on school programs for "their schools". Some have a direct say in procurement for their schools, right down to the colour of the pencils. They have community groups involved in the architectural design of new schools, which makes any attempt to save money by standardizing school design very difficult. Some trustees work closely with city councillors. Others work directly with developers on projects which might be built on Board land. This creative "freelancing" on the part of trustees can be difficult not only for the Board's Planning Department and the chief financial officer, but for the branch of the ministry which deals with capital decisions. One of the reviewers of the Board described trustee interference as "real, sometimes quite substantial and [present] in almost all functions".

This is a board where there appears to be no capacity to say NO within the political environment.

#### *Board Committees*

Trustee interference in administration and operations is enabled by the Board's standing committee structure. The mandate statements for the various committees are brief and vague. One cannot decipher what level of "administration" work the Administration, Finance and Accountability Committee engages in, or what level of "operations" the Operations and Facilities Management Committee takes on. Each committee has five trustee members and, as with all committees, the chair and vice-chair may attend. Regardless of the advice from auditors, experts in governance and the ministry itself that trustees should not be involved in day-to-day administration and operations, the Operations Committee has, among other things, instructed staff to buy particular types of vehicles, which turned out to be unsuited to the job, and has even discussed types of screw heads for items to be attached to walls. A new member is interested in initiating a time-and-motion study on installation of plumbing products.

#### Review of the Toronto District School Board

In total, the Board has established at least twenty-eight committees and sends representatives to eight organizations external to the Board. All of these require both trustee and staff time, which may lead to overload on the part of both staff and trustees.

On a similar note, one trustee pointed out that some of the requirements of trustees, under the *Education Act*, were impractical for those who worked full-time elsewhere. The example he used was suspension appeals. The appeal hearing might take substantial time. As a consequence, these hearings fall disproportionately to "the retirees and those who see themselves as full time trustees". He suggested that a suspension appeals tribunal might be more practical than the current approach.

#### *Freelancing Trustees and School Programs*

TDSB trustees, as individuals and as committee members, become directly involved in curriculum and program development. For instance, there do not seem to be any constraints on a trustee who wishes to involve the Board in a pet project. The Confucius Institute (CI) was the favoured project of a former chair of the board. Over a three-year period of development, the Board knew next to nothing about the CI and the agreement which had been signed between the institute and the TDSB. It was not until June 18, 2014, that a trustee seminar was held on the relationship between the institute and the TDSB. At the seminar, print answers were provided to questions that had been submitted by trustees.

Although the CI project had been ongoing for some time, some of the questions were very basic – for instance, who would hire the staff for CI-related programs. Other questions related to "exit" clauses and the length of the "partnership agreement". The Board was told that it was already in the second year of a five-year agreement. But the Board, as a body corporate, had never seen the agreement which the chair had signed. Two members of the Audit Committee stated that they had to fight to see the CI agreement. At the same time, a contract to provide teachers, curriculum materials and supervisory officer oversight for a private school in Vietnam was also promoted by a

Review of the Toronto District School Board

former chair, with the support of the Director and one of the associate directors, both of whom went to Vietnam. The Audit Committee, according to interviews and emails, again had to fight to see that contract. It was presented to them with redacted numbers by the Director, who read the numbers aloud. The Confucius Institute agreement was eventually rejected, as alliances shifted among trustees and public pressure mounted in opposition to it. However, the contract with the school in Vietnam remains in place.

People with whom I spoke repeatedly referred to the “twelve-vote method”, a basic working “arrangement” that enables freelancing. As long as a trustee had the support of twelve trustees, the ones who might question activities or demand information were frustrated at both the board and committee level. One could not describe this method as modelling cooperation among trustees. The Director and centrally located senior staff are also aware of the need to get twelve votes for programs they bring forward. Some staff said they felt they needed twelve votes just to “survive” at any given time.

Shifting allegiances among trustees are reflected in how senior staff serve the needs of trustees, and they undermine trust among senior staff. A group of six trustees started discussing how to develop an effective Board in May 2014. Among other challenges, they identified the following (cited verbatim):

- Complaints about trustee and senior staff behaviour have not been dealt with effectively or at all
- There is perceived to be behind the scenes manipulation of staff towards the goals of particular trustees
- Some groups form alliances against each other; this affects Trustees’ dealings with each other and with senior staff and permits certain agendas to be moved forward without anyone knowing
- Staff do not always share full information about issues with Trustees

A number of people I interviewed raised concerns that decisions sometimes were advantageous to a particular ward or to some trustee constituencies, often at the expense



### Review of the Toronto District School Board

of the TDSB as a whole. One superintendent pointed out that "the Board's biggest problem is not funding, but aligning funding with programs". Another talked about bleeding core programs to fund non-core activities.

#### *Senior Staff Organization*

All large organizations struggle to keep management structures lean and efficient but responsive. The Board's senior level organizational structure for 2014-15 is not "lean". The structural chart shows the Board of Trustees at the top, with the Director being directly responsible to the Board. Three executive officers, one general counsel and an executive superintendent report directly to the Director. One of the executive officers is responsible for Board Services, Internal Audit and Freedom of Information, another for Communications and Public Affairs, and the third for Facility Services. The superintendent heads Research and Information Services. An additional counsel, also reporting to the Director, has recently been approved.

Three associate directors, two Academic and one Finance and Operations, report to the Director. Reporting to the associate director of Finance and Operations are two comptrollers, one executive superintendent and the chief technology officer. The associate director of Student Achievement, Well-being and Academics has six executive superintendents and ten family-of-schools superintendents reporting directly. Two of those executive superintendents have system superintendents under them and one has two coordinating superintendents. The associate director of Student Achievement, Well-being and Employee Services has two executive superintendents (one of these positions is vacant) and ten family-of-schools superintendents. A coordinating superintendent for Employee Services reports to the vacant position.

This is a very top-heavy structure, and there are some oddities in the placement of responsibility. Internal Audit, which in many boards is managed by Finance and Operations, is placed with one of the executive officers who reports directly to the Director. Facility Services and Payroll, both of which would be under Finance and

#### Review of the Toronto District School Board

Operations in most boards, report to the director of education and the associate director of Student Achievement, Well-being and Employee Services, respectively. The number of direct reports to the Director is large and may cause overload. Many senior staff members said that the Director insists on personally checking all reports, even PowerPoint slides, before they go to committees or the Board. She checks content, spelling, grammar, and presentation style. Director Quan concedes that she does this, but sees it as necessitated by the culture of fear. Put this practice together with the number of positions reporting directly to the Director, and it is easy to see the root of the delays in receiving reports and information about which the trustees complain. There are tensions and stresses of varying degrees of severity among members of the senior staff. As a whole, staff do not feel trusted to do their jobs, whether by trustees or, in some cases, their own colleagues or superiors.

I also learned from the Director that trustee involvement is about to increase. The new chair and vice-chair asked to sit in on executive council meetings going forward. An invitation has recently been extended to all trustees to attend family-of-schools meetings and to be part of the school district review process. The latter process involves teams of SOs and central staff conducting an observational walk through classrooms using defined criteria and parameters. Given the tensions at the Board, senior staff and principals are unlikely to be willing to discuss problems and solutions openly with trustees present.

#### *Director's Contract and Performance Appraisal*

In the matter of the Director's contract and her specific compensation arrangement, the majority of Board members tried to do their duty under the *Education Act* and the *Broader Public Sector Accountability Act, 2010*. I have considerable evidence, including minutes and email records, of the sequence of events and also have copies of the current Director's contract and those of both of her predecessors.

The Board decided on January 16, 2013, to recruit a director of education and passed a series of motions to manage the process. The Chair was authorized to negotiate an

## Review of the Toronto District School Board

employment contract with Donna Quan as acting director of education. The motion "that the salary not exceed the current salary of the position and that the benefits and allowances be consistent with that of the previous director" was moved and carried. That salary was \$272,000. A search was conducted in spring 2013, candidates were interviewed, and Ms. Quan was offered the permanent position.

On October 23, 2013, a special board meeting was convened to discuss the new director's contract. Chair Bolton distributed the draft contract, which he had negotiated with the assistance of outside legal counsel of his choice. In that contract, the agreed-to salary was \$315,000. The phrase "subject to approval by the Ministry of Education" is printed, immediately after the dollar amount, on page 5 of the contract. According to the minutes, Mr. Bolton proposed that he write to Minister Sandals to ask if Ms. Quan's salary might be higher than that of the previous director. The Board approved his proposed letter, and trustees returned their copies of the contract. On January 10, 2014, the Minister wrote to Mr. Bolton as follows: "... the compensation of your new permanent director is limited to the amount earned by the predecessor, in this case Dr. Chris Spence". The trustees I spoke with told me they did not see the Minister's letter at this time. A number of trustees reported that on April 9, 2014, Mr. Bolton told the Board, in private session, that the Director's salary would be \$289,000, because Dr. Spence's predecessor had earned that. Questions were asked about the January 16, 2013, motion setting the salary at that of the previous director, but no one overruled Mr. Bolton.

On June 13, 2014, Mr. Bolton resigned as chair and from the Board. Mari Rutka was elected chair and Shaun Chen vice-chair on June 18. Ms. Rutka did not take possession of the chair's office until June 23, at which point, she stated, she found a file which contained, among other things, the January 10 letter from the Minister, a one-page response from Ms. Quan on goals for the Director's upcoming performance review and materials from previous directors' and associate directors' performance reviews. The file labelled "Contract - new director" was empty. On June 23, 2014, the Minister's letter was shared with Board members.

## Review of the Toronto District School Board

On June 27, 2014, Ms. Rutka requested from the Director a copy of the "current director's contract as well as the 2 previous director's contracts and the letter from the Ministry that was shared last Monday". The email message is specific as to the purpose of the request: Ms. Rutka wished to take the contracts to a special meeting of the Board in order to discuss a personnel matter. Under both the *Education Act* and Board procedures, personnel matters, such as the contracts of individuals, are dealt with in private session. Ms. Rutka was well aware of the confidentiality rules which bind participants in private, or in camera, sessions of public bodies (her email used the term "deep private agenda"). I note this because the Director gave me a copy of her briefing note to the new Board of Trustees in which, to explain her failure to give the contract to Chair Rutka, she states that the Ms. Rutka had not provided the Director with "clarity of process and confirmation that efforts would be made to mitigate risk". Ms. Rutka had requested that the documents be available by Monday, June 30. They were not. The Director told me that her concern was that she could not disclose the contracts of the two previous directors without their permission. But, to quote her briefing note again, internal counsel to the Board stated that "any discussions of said employment contracts by the board must be in camera unless the employee or former employee consents to the release of their personal information". Consequently, the contracts of the previous directors would have been kept confidential at an in-camera meeting. Since Ms. Rutka knew the rules around personnel issues, I do not find the Director's rationale persuasive in this matter.

In a subsequent meeting in mid-August, Ms. Quan told Ms. Rutka that she would not give her the contract until she had spoken to her lawyer and that she would contact the two previous directors before she would hand over their contracts.

There have been suggestions from two trustees that Ms. Rutka had access to the Director's contract all along, as it should have been in a file in the chair's office and she was now chair. I do not find this position credible, given the effort the Chair put into obtaining a copy of the contract over a number of months. These efforts included not only her initial request to Ms. Quan, but also requests for advice from board general counsel. Counsel's response noted that, "as Chair this is one of the items that the Board has

## Review of the Toronto District School Board

delegated to you (and previously Chris Bolton) to deal with. It therefore falls within your mandate to have a copy of the contract and to know the details about the salary adjustment". I note that the Minister's letter of January 10, 2014, required compatibility with Dr. Spence's contract, so at least two contracts were required to verify compliance with the *Strong Action for Ontario Act (Budget Measures), 2012*.

On August 27, Ms. Quan gave Ms. Rutka a copy of Board Policy 049 (Performance Management – Director of Education) and tied her performance review to that policy and a clause in her contract. However, Ms. Rutka had still not seen the contract. This policy was passed in 2000. I reviewed documentation on the performance reviews of former directors Spence and Connelly, and neither conformed to Policy 049. None of the experienced trustees I talked to had any memory of this policy. I find it surprising that Ms. Quan raised Policy 049 so late in the process, since the workgroup to review her performance was established on November 13, 2013. I have evidence that there were meetings between Ms. Quan, Chair Bolton and (then) Vice-chair Rutka, and subsequently Chair Rutka and Vice-chair Chen, to prepare for the Director's performance review. There is also evidence that Ms. Quan met with the consulting firm hired to conduct the performance review. Yet, there is no mention of P049 until August 2014.

Some of the delays in conducting Ms. Quan's performance review were a consequence of changes in the lead person when Mr. Bolton decided to take the reins from the vice-chair. His resignation then triggered further delays. But, in reviewing email exchanges between Ms. Quan and Ms. Rutka between June 27, 2014, and November 30, 2014, it is clear that the Director caused some of the delay. She received more than one request for "measurables" related to her set goals. She cancelled a meeting with the consultants. There are then repeated requests from Ms. Rutka that the meeting be re-scheduled. When the meeting does occur, Policy 049 becomes an impediment to the process, as noted above.

I should note that Policy 049 has serious flaws that should be addressed by the Board. A performance review conducted under it would not be considered credible. Under the

## Review of the Toronto District School Board

policy, the Director may choose to sit in on individual interviews between a trustee and the consultant who is facilitating the review, and the Director must agree to the individuals selected for staff focus groups and then help “conduct” the groups. In addition, the report on the Director’s performance cannot go forward to the Board without the mutual agreement of the performance review committee and the Director. This process would be difficult to reconcile with any concept of an objective performance review. Indeed, the constant presence of a Director in the process might increase the fear factor among participating staff.

There is evidence that the consulting company attempted to reconcile Policy 049 with the actual process which had been developed. The company produced a comparison of the policy with current generally accepted practice for the performance review of senior executives, illustrating that Policy 049 was essentially incompatible with good practice. Ms. Quan’s email messages indicate that she believed that her contract was tied to the Board’s policy. Since the policy has never been rescinded or amended, she has some justification. On the other hand, she should, as director, have given the policy to Mr. Bolton as soon as the Board created the performance appraisal workgroup in November 2013.

The performance review stalled completely on October 3, 2014, when Ms. Quan wrote to Ms. Rutka, “I will not be engaging in further conversation specific to the performance review until I consult with counsel”.

Ms. Rutka continued to have concerns about the Director’s contract. On November 21, 2014, Ms. Rutka was given, by the Director, the name of the lawyer who had drawn up the contract, as instructed by former chair Bolton. There is a series of emails with the lawyer, culminating in Ms. Rutka’s receipt of an electronic copy of the contract on November 27. The law firm provided the October 9, 2014, contract with the conditional salary of \$315,000. The firm also provided a copy of Ms. Quan’s contract as Acting Director; the salary in that document is \$272,000. The copy of the contract that I received from Ms. Quan has a letter attached, on Board letterhead, dated April 8, 2014. It is signed

Review of the Toronto District School Board

and countersigned by Mr. Bolton and Ms. Quan, and it states that “effective October 9, 2013, your annual salary will be increased from \$272,671 to \$289,277 plus benefits and allowances as originally prescribed”. The base contract also has one addition in the benefits section which was not in Dr. Spence’s contract: ten days lieu time in each year of service, on a “use it or lose it” basis.

By November 19, 2014, with the Toronto newspapers in full flight over the contract controversy, Ms. Quan provided the minutes of a private session of the Board to the media, showing that the trustees had seen the contract in October 2013. This communication to the media did not say that what the board had seen, and what had been collected back afterwards, was the contract with a salary of \$315,000. Ms. Quan also told the *Toronto Star* that a copy of her contract was available in the chair’s office in June and that she could not hand over the other two because of confidentiality clauses. On November 20, TDSB communications sent out a media release with the salary of former director Connelly, which matched Ms. Quan’s.

All of the evidence I have supports Ms. Rutka’s assertion that she did not, at any time, have a copy of Ms. Quan’s contract. As Chair, she had a legitimate need to see the contract, both to ensure that the salary was in compliance with the Minister’s letter and to deal with the claim that the contract referred to Policy 049. The Board also needed to know that it was in compliance with the Minister’s letter. But neither the Chair nor the Board could assess their compliance without the contracts of the two previous directors.

The net effect is that the Board, which had hired the Director and approved her contract, did not get the information it needed to take responsibility for, and correct the apparent discrepancies between, her contract and the legislation. In addition, the Director, whose performance should have been appraised under the leadership of the experienced trustees who had witnessed her performance in her first year, will have to be appraised by the new board. Before that appraisal can be conducted, however, the Board will have to develop and approve a policy which is professional in design and acceptable to all.

Review of the Toronto District School Board

In summary, this episode illustrates the pervasive mistrust at the Board. Senior officials, both appointed and elected, who should have been able to work together, were unable to do so.

*The Chair's Letter (November 2014)*

Chair Rutka wrote to Premier Wynne and Minister Sandals on November 4, 2014. In the letter she gave a brief description of the regular TDSB meeting of October 29, 2014. The meeting moved into private session at 9:10 p.m. The private session included eighteen trustees present and one on a secure line, Director Quan and Associate Director Vavougiou. In that session, the Chair read a statement and handed out “library copies” (confidential copies) of two notices of motion. The notices of motion were attached to the letter to the Premier and Minister. Chair Rutka stated that she had hoped for a detailed discussion of the Board’s need to see documents and information regarding past and ongoing decisions and actions of the Board, which had been implemented and/or agreed to by administration of the board, including the following: negotiations and agreements relating to the Confucius Institute and the private school in Vietnam; the Director of Education’s performance review and contract; information, documents and reports on Neo City Café, including those from the Audit Committee; litigation relating to land use at Central Technical School (including legal costs to date); and code of conduct issues that were as yet unheard or unresolved. The Chair had also hoped for a discussion on the possibility of hiring independent external counsel for the Board as it attempted to resolve ongoing problems. It was her position that trustees had insufficient information to permit informed discussion and decisions on the above issues. But the Director, Associate Director and a number of trustees walked out of the meeting, leaving eleven present when twelve were needed for a quorum.

In her letter, Ms. Rutka requested a meeting with the Minister to discuss the details of the matters she had raised. It was her opinion that “this Board and the next” would need the support and help of the Minister to resolve the concerns which she outlined.



## Review of the Toronto District School Board

The delays in receiving legitimately requested information from senior staff were a major source of frustration for many of the trustees I interviewed. That Neo City Café was still an issue in November 2014 reflects the failure of staff to respond to a Board motion passed at the May 14, 2014, meeting, in private session. Although I do not have the private minutes, I have emails discussing the motion, which requested detailed information on the Neo City lease and the terms for any other commercial tenants operating in school buildings. The information was to be provided to the Administration, Finance and Accountability Committee at its June 10 meeting. But, according to protesting emails exchanged between several trustees, the Chair of the Committee decided, in consultation with the Director, that there was no business to deal with and the meeting was cancelled. The next meeting of the committee was held on October 22, 2014. The minutes of the private session indicate that staff did report on the lease and that committee members concurred with the reports. But trustee emails prior to the meeting express frustration that the report, as emailed, does not explain, among other things, why the Neo City lease did not conform to the Board's Facility Partnership Policy (Policy 076). When I met with senior staff who had prepared the response to the May Board resolution, it became clear that they had responded with the information to which they had access. They had not been involved in either the litigation over Neo City or its resolution, or in the contract agreement, and were therefore unable to give reasons for decisions.

The Chair's letter also identified a number of issues which related to motions at the April board meeting. A series of motions requiring action and reporting on the part of the Director were carried at the April 15, 2014, Board meeting. They related to "Board oversight of lawsuits and related signing authority limits". In the case of human rights payouts, the Director was to present a policy and related procedures by the end of June 2014. Thereafter, there would be regular reporting on this issue to the Board. A report on all lawsuits and human rights payouts since December 1, 2010, was also requested, in this case, by the end of May 2014. In future, all reports to the Board on such items were to be referred to the Audit Committee for information and consideration. The report, which

Review of the Toronto District School Board

was circulated prior to the October 22 meeting of the Administration, Finance and Accountability Committee, did not provide detail on individual lawsuits, as “payout information” was aggregated. The rationale was that settlements often involve highly sensitive confidential information about individuals. The senior staff’s response to the Board motion seems geared to avoiding leaks to the media, a chronic problem in the Board, rather than providing the detailed report which was requested by the Board.

*The Audit Committee*

The Ernst and Young forensic audit reviewed the “current environment under which the Audit Committee is operating to assess whether they are able to effectively carry out their mandate/duties as set out in Regulation 361/10”. The audit identified four areas of concern: meeting minutes, member appointments, meeting attendees and management action plans. The Audit Committee received the Ernst and Young report in December 2013, but, as of November 30, 2014, had not yet met with the forensic audit team.

Senior staff have remedied some of the deficiencies in the operation of the Audit Committee. A check of the 2014 minutes against those of 2013 shows that staff have instituted a tracking scheme which enables them to report to the committee on progress in implementing audit and review recommendations. But there remains a misunderstanding about the place and function of minutes of committee meetings. In the first place, there seem to have been meetings at which no minutes were taken or approved. Disagreement about minutes is a continuing frustration for committee members, internal and external. A standard item on the agenda of a statutory committee should be approval of the minutes of the previous meeting. This item normally follows approval of the agenda. Its placement has two functions: it provides a record of decisions in the previous meeting and an opportunity to deal with errors or omissions prior to approval. There may then be an item, “Business Arising from the Minutes”, depending on the nature of the previous meeting’s decisions and reports received. The minutes are the basic personal tracking mechanism for committee members. I have checked the agendas and minutes of the Audit Committee for 2013 and 2014. Prior to April 2014, minutes appear sporadically on

## Review of the Toronto District School Board

agendas. In April 2014, the minutes of two previous meetings are Item 10 on the agenda. But they are "for information" and there is a motion recording that the "Audit Committee accepted" them (rather than approving them). Proper procedure requires that the chair ask if there are errors or omissions. If there are, corrections are made. Then there should be a formal vote of approval. Minutes do not exist until they are approved. Until that point, they are merely notes of a meeting. Committee minutes also provide a reminder to members that resolutions, which require a mover and seconder under Robert's Rules of Order, are the foundation of good meeting practice. They record that the committee, not individual members, makes decisions and requests information. Committee minutes should also record all participants, advisors and observers at meetings.

I note that TDSB Operational Procedure PR583, "Communicating with Trustees: Staff Reports, Briefing Notes, and Memoranda", requires staff to provide a written communication to trustees when there is a record of "a staff undertaking that has been reported out of a standing committee or Board meeting" (s. 3.1(b)). I suggest that allowing the minutes to record staff undertakings, on occasion, at meetings of the Statutory Audit Committee would be equally appropriate and would relieve some of the continuing tensions. But the general practice for committee meetings should be decisions made by resolution.

The TDSB Audit Committee has seven members – four trustees and three external appointments. This is consistent with the Audit Committee regulation (O. Reg. 361/10), as is the practice of electing the committee chair, on an annual basis, from among the trustee members. Under the regulation, the term of appointment for board members on the committee shall not exceed four years, but the actual term is determined by the Board. The TDSB term for trustees is one year and the external members are appointed simultaneously for a three-year term. The current external appointees took office in January 2014. The Ernst and Young auditors found that the appointment rules resulted in an annual turnover of trustee members and a consequent need for annual, time-consuming training on the role of the Audit Committee, basic concepts and outstanding issues.

## Review of the Toronto District School Board

Adding to the frustrations which result from lack of continuity is the practice of accepting trustees who are not members of the committee as participants in the meetings. The minutes show that, on many occasions, these trustees outnumbered the committee members. They not only intervene in the debate, when they may know little about the role of the committee, but they may also bring their own agendas and motions, thus interrupting the work of a committee which meets only four times a year. External members have expressed complete frustration with what they have seen as attempts to hijack the agenda when contentious items had to be dealt with. Ernst and Young recommended that the attendance of non-members should be by invitation only and that the names of all attendees, both staff and trustees, be recorded. Board by-laws do not allow restricted attendance, but the Audit Committee regulation (O. Reg. 361/10, section 10(c)) does allow the committee to restrict attendance in certain situations.

Ernst and Young were also concerned that the committee is constrained from meeting in private session by Board by-laws and the regulation. They were of the firm opinion that the Audit Committee, by virtue of its responsibilities, should be allowed to go into private session, when appropriate, and that there should be a clear record of any decisions. The latest ministry guidance, dated September 16, 2014, is that committee discussions of risk, security and control weaknesses may be held in closed session.

Ernst and Young also recommended a longer term for the trustee members of the committee, in order to improve continuity. In addition, they recommended staggering the terms of the external members in the interest of better continuity. Neither recommendation has been acted on. In fact, the only returning Board member who was on last year's Audit Committee was not reappointed to the 2015 committee.

### *Management of Capital*

One of the major difficulties facing the Board is its management of, or rather failure to manage, capital assets – that is, the buildings which house students as well as Board management and operations. As a member of the special assistance team put it, “There

### Review of the Toronto District School Board

isn't a normal process where priorities are established in an objective fashion with the Board acting as a unit. Trustees represent their wards and have their own perceptions about what should be done. In some cases, trustees have been unwilling to sell school buildings to the Toronto Catholic District School Board, despite recommendations from Board Staff. Trustees told me that they "horse trade" for votes and support each other in saving the schools in their wards. In other cases, trustees seek the support of city councillors and, in the case of at least one capital renewal project, involve the area's MPP as well. Instead of selling schools with low enrolment to fund future capital projects, the Board continues to operate them at huge expense. The Board has also severed portions of green space attached to schools, sometimes, it seems, to avoid having to sell viable properties to other school boards.

The Board has stated that its renewal backlog is \$3 billion, and that it does not have the funding to address it. The roof repair bill alone is over \$200 million. The Board does not have a long-term plan to "right size" their system, so renewal funding must be spent on too many schools. Even a spectacular growth in the city over the next decades would not require all of the school stock which the Board owns. This is not to say that school closure is ever a straightforward decision. Particularly in the elementary panel, issues such as major arterial roads and differing communities may lead to decisions to keep a school open. But, in a number of cases, the student population has shrunk to the degree that one should, legitimately, ask questions about program viability.

In the elementary panel, 37 schools are at 50% of capacity or less. There are an additional 39 schools at 59% of capacity or less. One school, built to hold 573 students, now has 102. Another, built for 700, has 296. There are others with 36, 82 and 66 students. (There are 15 elementary schools that are listed as closed.) Program concerns should be paramount, but empty spaces in buildings also create safety concerns. Moreover, each of the schools has a principal, teaching staff and support staff, and all the buildings have to be equipped, heated, lit and maintained. They create a drain on the rest of the system.

### Review of the Toronto District School Board

In the secondary panel, 42 schools are at 50% of capacity or less. An additional 13 schools are at 59% of capacity or less. The problem in the secondary panel is more severe, because most of the secondary building stock was built on the assumption that the vast majority of secondary students would attend public high schools. That changed with the introduction of full funding to the Catholic system. Then, Grade 13 disappeared, so buildings that were intended to accommodate more students for a longer period may now be half empty. Some boards have responded to what is a common problem across the province by moving Grade 7 and 8 into secondary school buildings, thus providing space in elementary schools for the new Kindergarten program.

A number of staff members pointed out that program delivery in the secondary panel can become problematic when enrolment drops below 700 students. Even with 700 students, options will be limited. Of the schools at 59% capacity or less, 27 are below the 700 mark. Two of them are being phased out, one with 79 students and another with 61. (I have not included the alternative schools and junior high schools or the City Adult Learning Centre in that count.) Among the secondary schools at 61% capacity or more, 6 have fewer than 700 students. (Again, this number does not include alternative schools or junior high schools.) At the same time, there are also secondary schools that are overcrowded, because the Board is reluctant to redirect students to nearby schools.

In both panels, schools become creative in program invention to attract students, because open boundaries allow students, and their parents, substantial freedom of movement in the system. But this is just shifting the deck chairs. It does not change the total number of students who need a good education. There is an obvious opportunity, in both elementary and secondary panels, for school and program consolidation, but it must be planned to meet the needs of the Board's student body, not electoral or ward preferences.

### *Conclusion*

As I listened to both trustees and staff, many common themes emerged. Only a few people were oblivious to the effect on the schools of Board and staff behaviour. Most

## Review of the Toronto District School Board

expressed real concern that the ability of the schools to concentrate on student achievement and well-being was being negatively affected. Excellent work was becoming unsustainable. Too many were pessimistic about the Board's ability to change course, and they felt that someone would have to come in and "fix it". They wanted a supervisor, or a group, with the power to change things, sell schools and do whatever the Board has been unable, or unwilling, to do on its own. Most thought that leaks to the media were killing morale in the schools and throughout the Board. Some thought that a solution might be an integrity commissioner or an ombudsman for the Board. Some were looking for better ways to provide information to parents, perhaps through a one-stop-shopping window which addressed parent and community concerns. One perceptive person said, "The Board is not too big to manage; it's too big to manage like other school boards". He thought a different governance structure was worth exploring. A number of others identified attitude and behaviour, not size, as the problem. Some people suggested that electing trustees at large might do more to change the culture of fear and entitlement than any other change.

I have tried, in my recommendations, to guide the Board towards its main, collective responsibilities: good policy development and long-term planning to support student achievement and well-being. If acted upon, these recommendations should address at least one of the causes of the culture of fear, which is trustee intrusion into day-to-day management. The mending — or, for new trustees, building — of relationships and the development of trust and cooperation among, and between, trustees and staff will be more difficult without a change in behaviour.

I recognize that this is not the first report to recommend a consultation on governance and electoral options for the TDSB. That said, I think that there is good reason to discuss this issue once more with the city's English-language public school supporters and our civic leaders. Previous consultations on governance of the TDSB have largely been externally driven. What I was hearing was a consistent and persistent call from within for help, from all corners and levels of the Board. Too many employees, and a number of trustees, have no confidence in the ability of the new Board to steer this ship away from the rocks. I was

## Review of the Toronto District School Board

fold, and I agree, that, given how the board operates, the position of director is nearly untenable. Given the media frenzy in the past few months, and the fact that some of the trustees who have been feeding the frenzy were re-elected, one can understand the perspective of those who believe that the board needs a new approach to governance. An honest conversation with the public about other ways of governing the province's largest school board would be productive at this point in the Board's history.

In conclusion, I wish to thank all those who willingly assisted me in this review. The road to 5050 Yonge Street is paved with good intentions on the part of those who work there. But in conducting the review, I was deeply disturbed by the acute level of distress which was apparent among many of the professionals who spoke with me. I have not included in this report all the evidence I found of the culture of fear. It would be too easy to identify some of the individuals who gave me information. Many staff members feared that they would be fired if they could be identified through what I wrote. Some were in tears. Several senior staff, in mid-career, were concerned that their professional reputations would be damaged because of their association with the TDSB. Yet invariably, they were proud of the work they were doing in support of the Board's students. They deserve better than a culture of fear. It remains questionable whether the trustees and senior administration can pull together as a whole. The present level of cooperation is so poor, and so hampered by institutional habits and structures, that the effects go beyond undermining public confidence. They also undermine the Board's focus on student achievement and well-being. The Minister's concerns were justified.



## Recommendations

I recommend that the Minister immediately direct the Board to:

1. Reform its promotion procedures and policies for all levels of staff (with the exception of the Director of Education) so as to remove individual trustees from decision making. The reformed policies should be consistent with the ministry's *Operational Review Guide for Ontario District School Boards, 4th edition (September 2010)*.
2. Develop and implement a professionally sound policy for the performance appraisal of the Director of Education.
3. Develop and implement a policy clearly delineating the governance role of the Board of Trustees, the responsibilities of the Chair and committees and the day-to-day operational role of the staff.
4. Revise the terms of reference of all committees, including advisory committees, to be consistent with the governance role of the Board. The terms of reference should ensure that the roles and limits of committees are clear and that any staff supporting them are assigned by, and report to, appropriate Board staff.
5. Bring its trustee perquisites and privileges and costs thereof into conformity with those of the other large boards in the Greater Toronto Area.
6. Develop procedures which ensure better Audit Committee oversight of international and non-core projects and partnerships with outside organizations, and direct the current TDSB Audit Committee to review, and provide to the Board of Trustees, the contracts, transactions and documents related to the Confucius Institute, the relationship with the school in Vietnam, the Neo City Café litigation and contract and the Central Tech litigation and legal costs.

Review of the Toronto District School Board

7. Limit trustee participation in the Audit Committee to members of the committee and those trustees invited to the committee for specific agenda items.
8. Present a three-year plan for the effective and responsible stewardship of the Board's capital assets to support the delivery of appropriate education programs to students. This must include a detailed work plan on how to significantly reduce unused spaces and address the condition of existing school facilities.
9. Amend the director's contract to comply with the *Broader Public Sector Accountability Act, 2010* and respect the advice provided by the Minister in January 2014 and December 2014.

I also recommend that the Minister:

10. Assign a committee of three to five advisors to make recommendations on governance and electoral representation options for the Board. The consultation should examine the possibility of structural and procedural changes to address the culture of fear, and governance structures to enable trustees to focus on broader policy issues in balance with responsiveness to local concerns. The committee should consult at a high level with representatives of the Board, the senior staff, the employee unions, parent organizations, the City of Toronto, Toronto-based universities and colleges and representatives of the business community. The committee should consult a cross-section of public school supporters to assess their support for the current governance and electoral structure of the Board and any alternative structures which might better support student achievement and well-being.