Housing Services Corporation

POLICY MANUAL

SUBJECT:
Board Remuneration Policy

NUMBER:
006

DATE OF LAST ANNUAL REVIEW:
March 26, 2026

AUTHORITY:
Board of Directors

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1. Introduction

Under the Housing Services Act (the "Act"), Board members "shall be paid such remuneration as the by-laws provide". The Corporate By-laws point to the establishment of a Board Remuneration Policy which is reviewed regularly by the Board.

It should be noted that Remuneration is separated, both in the Act and in practice, from Board Expenses (see the companion Policy to this one--the Board Expense Policy).

2. Principles

In developing this Policy, the following key principles were identified:

- Remuneration levels should be consistent with provincial policies for classified agencies and prescribed organizations.
- An element of public service is expected of Board members. Consequently, rates of remuneration are not competitive with the marketplace.
- Remuneration is commensurate with the nature of the services, the complexity of the task and the amount of time to be spent.
- The Policy is clear, consistent and equally applied to all Board members.
- The application of the Policy is fair and transparent and publicly defensible.
- The per diem rates and remuneration ranges must be a matter of public record.

3. Board Member Remuneration

Board Members shall receive remuneration in the form of a daily per diem based on the Province of Ontario Management Board of Cabinet "Government Appointees Directive".

The daily per diem Board rates shall be as established under the Directive, which are currently as follows:

Board Members:	up to $150 per day
Vice-Chair:	up to $175 per day
Chair:	up to $225 per day

Where less than three hours of work is involved in a day, one-half of the established daily rate must be paid.

Where there may be multiple meetings in a day, only one per diem payment can be made to a Board member for a calendar day.

Where the Board Chair participates in a meeting that is chaired by someone other than the Board Chair, the Chair shall be paid the Board member per diem for his/her attendance.

The following are the maximum annual remuneration levels (inclusive of all per diems and other similar amounts) payable to Board members:

- Board Members: $6,000 annually
- Vice-Chair: $9,000 annually
- Chair: $12,000 annually

4. Remuneration for the Committee Chair

In recognition of the additional expectations of a Committee Chair as outlined in the "*Board Roles and Responsibilities*", Committee Chairs will be remunerated at the rate for Vice-Chair for participation in Committee meetings for which they Chair.

Where less than three hours of work is involved, one-half of the established daily rate must be paid.

5. Additional Remuneration

The job description of the Board Chair, as identified in the "*Board Roles and Responsibilities*" document, requires the Board Chair to undertake a number of corporate activities in conjunction with the CEO, and as a representative of the Corporation. In recognition of this added role and responsibility, and with prior approval of either the CEO or the full Board, the Board Chair will be permitted to charge the per diem rate for daily work over and above attendance and participation in Board or Committee meetings, subject in all instances to the maximum $12,000 annual remuneration outlined above.

Members of the Board who are not the Chair and who are requested by the CEO to undertake work on behalf of the Board may charge the daily per diem rate where such work has been pre-approved by the CEO, subject to the annual maximum remuneration outlined above

Members of the Board who serve on additional Board of Directors by virtue of their role as an HSC Board member (i.e. subsidiary boards) may only claim remuneration from those organizations for that role to the levels articulated in this policy. HSC staff who serve on subsidiary boards are not entitled to remuneration in any form.

6. Claiming Remuneration

Board members are not required to file claims for meeting attendance remuneration. Remuneration will be paid based on attendance and the application of this Policy.

Board member remuneration is taxable to the recipient and is subject to statutory income tax and CPP deductions. Board member remuneration is not subject to EI deductions. Canada Revenue Agency requires that Board member fees that are paid to the individual be reported on a T4 slip, whether or not any statutory deductions have been made.

Annually, Board members are requested to identify to whom remuneration should be paid--either the individual Board member or the Board member's workplace. All remuneration will be paid for that year on the basis of this information.

- In January of each year, each Director will be requested to indicate in writing the preferred method of payment. In the absence of any direction, payment will be made directly to the Board member. The three payment options are:
  1. Pay directly to the Board member. Where this is the case, EFT information will be required;

2. Reimburse to another organization such as Employer (no payment to the Board member and would therefore not go through payroll);
3. Director wishes to forgo payment.

- Staff will use draft minutes of the Board or Committee meeting to determine Board member attendance and will generate payment requests monthly based on these minutes.

- Payment requests for Employer reimbursement will be sent to HSC's Accounting Department to process payment.

- Payments to be made directly to the Board member will be forwarded to HSC's Payroll Department. Payments will be subject to CPP and Income Tax deductions only and will be made by EFT.

- A T4 will be issued by Payroll after the year end for income tax purposes.

If a Board member wishes to donate their remuneration to a charitable foundation, the Board member must first receive the remuneration themselves and then make their donation directly. Due to Canada Revenue Agency rules, the Corporation is not able to make charitable donations on behalf of the Board member. Each Board member can support their charity by forwarding their own cheque to the charity of their choice.

7. Reporting

- The Corporation must publicly report annually on the amount of remuneration paid to a director during the past fiscal year.
- This accounting of amounts paid as remuneration to a director must be included in the Annual Report as defined in regulations to the *Housing Services Act*, and reported to the Minister, Board members and the public.
- In addition, a copy of this Policy must be provided to the Minister, Board members and the public.
- In addition to the requirements under the Housing Services Act, the Corporation voluntarily reports publicly, the quarterly summary of Remuneration, Expenses and other payments made to each Board member.

8. Application of Policy

This policy applies equally to HSC and to all of its wholly owned or controlled subsidiaries.