

MEMORANDUM OF UNDERSTANDING
BETWEEN
THE NIAGARA PARKS COMMISSION
AND
THE MINISTER OF TOURISM AND CULTURE

1. PURPOSE

The purpose of this Memorandum of Understanding (MOU) is to set out the framework for accountability and the working relationships between the Minister, the Chair, the Board of Directors, the Deputy Minister 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 Culture and The Niagara 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 *Niagara Parks Act*;

“**Board**” means the appointed members of the Board of Directors of The Niagara Parks Commission;

“**Commission**” means the corporation known as The Niagara Parks Commission;

“**Chair**” means the appointed Chair of the Board of Directors of The Niagara Parks Commission;

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

“**fiscal year**” means The Niagara Parks Commission’s fiscal year which is the period of time commencing on November 1 in each year and ending on October 31 in the following year, or other period as determined by the Commission;

“**General Manager**” means the General Manager of The Niagara Parks Commission;

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

“**Minister**” means the Minister of Tourism and Culture or another Minister who may have responsibility for The Niagara Parks Commission;

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

“**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 mandate, as provided in section 4 of the Act, is to manage, control and develop the Parks.

Under section 3 of the Act, the Board shall consist of not fewer than ten and not more than twelve members who are appointed by the Lieutenant Governor in Council of whom one member of council is recommended annually by each of the respective councils of the Regional Municipality of Niagara, the Town of Fort Erie, the City of Niagara Falls, and the Town of Niagara-on-the-Lake.

The Lieutenant Governor in Council may designate one of the members of the Commission as chair and one of the members 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 or the Ministry of Finance, 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. Where there is an opportunity to consult on draft directives, it is incumbent on the Ministry to discuss potential revisions or the introduction of new Directives with the Commission.

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

This MOU shall be in effect as of the date of the Minister’s signature and shall expire five years from the date of the Minister’s signature. This MOU will remain in force for no more than six additional months until a new signed MOU is provided to the Secretary, MBC.

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

Upon a change in the Minister or the Chair, this MOU must be affirmed by the new party to the MOU. A letter of affirmation must be provided to the Secretary, MBC, within six months of the new party's commencement.

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 applicable 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, value for money, 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 under 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 and agree to ensure that the Commission's and Ministry's programs and services are co-ordinated.
- (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, including contentious matters, which concern or can be reasonably expected to concern the Minister or the Government in the exercise of the Minister's responsibilities. The Commission 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 that 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 with the Deputy Minister and the Chair, as needed, to discuss issues relating to the efficient operation of 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.
- (e) In the interests of transparency, Commission staff will consult with the community to obtain feedback on key Commission initiatives and to build awareness of Commission activities.

7. ACCOUNTABILITY RELATIONSHIP

The accountability relationship is as follows:

- (a) **Minister** - The Minister is accountable to the Legislative Assembly 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 Legislative Assembly 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 and to the Board 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, applicable Ministry of Finance and TB/MBC Directives, 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, applicable Ministry of Finance and TB/MBC Directives, Government and Ministry policies, the Act 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, applicable Ministry of Finance and TB/MBC Directives, Government and Ministry policies, the Act, other applicable legislation and this MOU. 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 Board.

- (f) **Commission's Employees** - Employees of the Commission are accountable to the General Manager for carrying out their 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 applicable Ministry of Finance and TB/MBC Directives and Government and Ministry policies;
- (c) reviewing, approving and presenting the appropriate information to TB/MBC on behalf of 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 the Government's operational policies and broad policy directions;
- (e) reviewing and approving the Commission's multi-year and annual plans and reports in accordance with sections 12 and 13 of this MOU;
- (f) submitting the Commission's annual report in the Legislative Assembly 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 by the Lieutenant Governor in Council which are 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 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 the 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 Government and Ministry policies;
- (b) advising the Minister regarding the Board's documents submitted to the Minister for review and/or approval;
- (c) providing a framework for assessing whether the Commission is fulfilling its mandate in accordance with applicable Ministry of Finance and TB/MBC Directives and Government and Ministry policies;
- (d) undertaking assessments of whether the Commission is fulfilling its legislative mandate in accordance with applicable Ministry of Finance and TB/MBC Directives and Government and Ministry policies, identifying any need for corrective action, recommending 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 the Commission's strategic business and financial activities, business plans and other reports;
- (f) advising and assisting the Commission on the achievement of its plans as they relate to Government direction and policies;
- (g) ensuring Ministry submissions, publications, and other consolidated documents include appropriate references to the Commission that reflect its issues and concerns in accordance with applicable 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, applicable Ministry of Finance and TB/MBC Directives, Government or Ministry policies, or this MOU;
- (i) participating in the selection process for a General Manager for the Commission;
- (j) communicating, as needed, with the General Manager; and
- (k) negotiating a draft MOU with the Chair as directed by the Minister.

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, this MOU, and the policy parameters established and communicated by the Minister;
- (b) 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 within any policies established and communicated by the Minister;
- (d) passing by-laws regulating the Board's proceedings, specifying the powers and duties of senior management and employees of the Commission, and generally for the conduct and management of the affairs of the Commission;
- (e) ensuring processes are in place for monitoring the Commission's compliance with the Act, applicable Ministry of Finance and TB/MBC Directives, other applicable legislation and applicable 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) appointing a General Manager and ensuring that the General Manager is responsible and accountable to the Board for the day-to-day management of the Commission;
- (h) directing the preparation of all the Commission's documents required by this MOU, approving such documents for submission to the Minister in a timely manner, and directing corrective action to be taken if needed;
- (i) 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;
- (j) 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;
- (k) establishing meaningful performance measures and targets for the Commission;
- (l) ensuring a system is in place for assessing the performance of the Commission's employees;
- (m) conducting regular assessments with respect to the effectiveness of the Board as a whole, the contribution of each Board Committee, and the contribution of each member of the Board;
- (n) conducting an annual assessment of the Board to ensure compliance with this MOU and other obligations of the Board;
- (o) ensuring a financial management system is in place for accounting for the use of funds and assets to ensure that they are used with integrity, honesty and in a fiscally responsible manner, and ensuring that the Commission operates within its approved business plan;

- (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 transactions or management, or both, of the Commission to be conducted by the Auditor General (or another auditor designated by the Lieutenant Governor in Council) and providing the Minister with a copy of the audit;
- (r) consulting with stakeholders when appropriate, with individual Board members obtaining the prior approval of the Chair;
- (s) consulting with the Commission's staff when appropriate, with individual Board members obtaining the prior approval of the Chair;
- (t) co-operating with periodic reviews initiated by either TB/MBC or the Minister; and
- (u) 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) 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;
- (d) reviewing the Commission's plans and reports, as described in sections 12 and 13 of this MOU, and submitting the same to the Minister once approved by the Board;
- (e) ensuring that any significant additions, deletions or amendments to the Commission's plans and reports referred to in clause (d) are communicated appropriately to the Minister and in time for the approval, where appropriate, by the Minister and TB/MBC before implementation;
- (f) communicating the Board's policy and strategic directions to the General Manager;
- (g) developing performance objectives for the General Manager, communicating these performance objectives to the General Manager and reviewing the performance of the General Manager, on behalf of the Board, in relation to the objectives of the Commission, applicable Ministry of Finance and TB/MBC Directives, and Government and Ministry policies;
- (h) negotiating this MOU and signing this 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) ensuring that all Board members and the General Manager are informed of and comply 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 any necessary training to carry out their responsibilities;
- (o) attending and/or making presentations before Cabinet or committees of Cabinet or the Legislative Assembly 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 setting out these goals and targets in an annual performance contract with the General Manager, to ensure that the Commission achieves its corporate objects, its approved business plan, and Ministry and Government policies and procedures; 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 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 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, and applicable 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 meeting its responsibilities;
- (g) participating in corporate planning initiatives which may affect the mandate of the Commission;
- (h) advising the Chair and the Board on compliance with applicable Ministry of Finance and TB/MBC Directives, applicable legislation, and applicable Government and Ministry policies and procedures;
- (i) ensuring the preparation of the annual report, business plan, financial reports audit responses and other reports as directed by Board for its approval;
- (j) meeting the performance objectives set by the Chair
- (k) developing and implementing, after Board approval, an effective performance measurement system for employees of the Commission;
- (l) monitoring and reporting on the Commission's operational performance and reporting to the Chair and the Board;
- (m) ensuring the Ministry is provided with such information regarding the Commission as the Minister and Deputy Minister may require or request in order to carry out their responsibilities;
- (n) consulting with stakeholders, as appropriate, with the prior approval of the Chair;
- (o) keeping the Deputy Minister and the Chair advised of issues or events, including contentious matters, 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 Ontario Human Rights Tribunal or to the Ombudsman);
- (p) establishing a system for the retention of the Commission's documents and for appropriately making such documents publicly available as appropriate;
- (q) seeking advice from the Deputy Minister on matters relating to Government and Ministry policies and requirements;
- (r) cooperating with any periodic review directed by the Minister or by TB/MBC;
- (s) 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; and
- (t) communicating, as needed, with the Deputy Minister

9. ADMINISTRATIVE ARRANGEMENTS AND STAFFING

The Commission is responsible for:

- (a) all business operations of the Commission, including recruiting, hiring and removing employees, including the General Manager, as well as establishing classification and compensation;
- (b) establishing appropriate systems for the administration of the Commission, including financial, legal, operations, purchasing and supply, creative services, and other appropriate internal administrative procedures;
- (c) adhering to Ministry protocols as developed from time to time regarding the provision of services by the Ministry, as agreed to by the Deputy Minister, and the General Manager and as may be appended to this MOU;
- (d) making regulations, with the approval of the Lieutenant Governor in Council, as provided for in the Act;
- (e) making such by-laws, rules and orders as provided for in the Act; and
- (f) acknowledging any 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 “The Niagara Parks Commission” in English and “Commission des parcs du Niagara” in French.

The Commission is prescribed as a “public body” in accordance with Ontario Regulation 146/10 made under the *Public Service of Ontario Act, 2006*.

Employees of the Commission are appointed by the Commission and are not appointed under Part III of the *Public Service of Ontario Act, 2006*.

The Commission is subject to the *Crown Employees Collective Bargaining Act, 1993* and the *Pay Equity Act*.

10. FINANCIAL ARRANGEMENTS

- (a) The Commission may receive 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 Legislative Assembly, as appropriate.
- (b) The Commission shall provide all information and advice, as requested, to support the Minister throughout the budget planning and allocation process.

- (c) The Commission shall set the level of funding allocated to programs and services, consistent with its annual business plan as approved by the Minister.
- (d) Financial and accounting procedures of the Commission shall follow Public Sector Accounting standards as set out by the Canadian Institute of Chartered Accountants.
- (e) The Commission is required to pay the Harmonized Sales Tax.
- (f) In accordance with subsection 16(1) of the Act, all money received by the Commission shall be applied only in the discharge of its duties and obligations.
- (g) In accordance with subsection 16(2) of the Act, any surplus money of the Commission shall, on the order of the Lieutenant Governor in Council, be paid to the Treasurer of Ontario and shall form part of the Consolidated Revenue Fund.

11. AUDIT REQUIREMENTS AND ARRANGEMENTS

- (a) As provided in section 19 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 for the approval of the Board. The audited financial statements shall be promptly provided to the Minister and to 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 management'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. The Board will provide a timely written response to all audits to the Minister and/or Auditor General, as appropriate, and advise the Ministry on any outstanding audit recommendations annually.

12. PLANNING AND REPORTING

- (a) On an annual basis, the Chair will submit a business plan covering the Commission's next three fiscal years to the Minister for review and approval.
- (b) 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.
- (c) 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.
- (d) 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 business plans are at variance with Government's policies and priorities.

- (e) 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.
- (f) The Commission's business plan shall be in accordance with the requirements set out in the *Agency Establishment and Accountability Directive*. TB/MBC may require the Minister to submit the agency's business plan to TB/MBC for review at any time.

13. SUMMARY OF REPORTING REQUIREMENTS

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

- (a) Three-year business plan;
- (b) In-year reports including quarterly financial and operating performance of the Commission, as required;
- (c) An annual report upon the affairs of the Commission, in accordance with applicable TB/MBC Directives and guidelines, to the Minister for tabling in the Legislative Assembly within 120 days of the Commission's fiscal year-end;
- (d) Audited financial statements;
- (e) Copies of agendas, minutes, and related materials of Board and sub-committee meetings concurrent with the materials being distributed to the Board
- (f) An annual summary of reported violations under the Commission's Code of Conduct, including the nature of the claim, investigative findings, and corrective action, if required;
- (g) Every report from an audit, as well as the Commission's response to the audit and any recommendations therein; and
- (h) Any other reports as required by the Minister in order to carry out Ministerial responsibilities.

14. 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 any recommendations regarding the Commission to the Board for review and consideration, as well as to TB/MBC where applicable.

15. CONFLICT OF INTEREST

Members of the Board are subject to the conflict of interest provisions of the *Government Appointees Directive* 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, and the Commission's conflict of interest by-law.

Board members shall not use any information gained as a result of his or her appointment to the Board for personal gain or benefit. A Board member who has reasonable grounds to believe that he or she has a conflict of interest in a matter that is 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 the consideration of the matter. The Chair shall cause to be recorded any declared conflict of interest in the minutes of the meeting of the Board.

Employees of the Commission are subject to the conflict of interest provisions in the *Public Service of Ontario Act, 2006* and its regulations and the Commission's conflict of interest by-law.

16. CUSTOMER SERVICE QUALITY REVIEW PROCESS

The Commission will 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 will be consistent with the quality service initiative of the Government.

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 there is an information management system for the retention of the Commission's records.

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 Public Sector accounting

standards 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 the 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.

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18. LIABILITY PROTECTION AND INSURANCE

The Commission needs to obtain insurance and liability protection as the Commission is not covered under the Government's protection program for claims by third parties for bodily injury, property damage, personal injury and advertising liability. It is understood that this requirement to acquire insurance and liability protection would change if the Commission is re-instated in the Government's Protection Program.

On September 24, 2009, the Minister of Finance approved the giving of an indemnity by the Commission to its Board members substantially in the form of the letter of indemnity attached to the approval.

SCHEDULE 1

Ministry of Finance and Treasury Board/Management Board of Cabinet Directives applicable to the Niagara Parks Commission *

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

- (a) Accountability Directive (September 1997)
- (b) Advertising Content Directive (September 2006)
- (c) Agency Establishment and Accountability Directive (January 2010)
- (d) Communications in French Directive (May 2010)
- (e) Disclosure of Wrongdoing Directive (2007)
- (f) Enhancing Privacy: Computer Matching of Personal Information Directive (May 1994)
- (g) Family Day for Classified Agencies Directive (December 2007)
- (h) Freedom of Information and Protection of Privacy Directive (February 1991)
- (i) Government Appointees Directive (November 1994, amended September 2006)
- (j) Internal Audit Directive (November 2002)
- (k) Procurement Directive (July 2009) as it applies to “Other Included Entities”
- (l) Travel, Meal and Hospitality Expenses Directive (revised April 2010)
- (m) Visual Identity Directive (revised September 2006)

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

APPENDIX A

List of General Legislation applicable to Niagara Parks Commission

Accessibility for Ontarians with Disabilities Act, 2005

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

Pay Equity Act

Public Sector Salary Disclosure Act, 1996

Public Service of Ontario Act, 2006

-- END OF APPENDIX A --