

Policy Manual





THE AGENCY
FOR CO-OPERATIVE
HOUSING

L'AGENCE
DES COOPÉRATIVES
D'HABITATION

1.4.8 Relationship with Member

SUBJECT

Relationship with Member

NUMBER

1.4.8

DATE ISSUED

March 2023

AUTHORITY

Board of Directors

REPLACING ISSUE OF

New policy

CROSS REFERENCE

By-law No. 1; Policy 1.2.1: Board of Directors
Charter

REVIEW CYCLE

3 years

DUE FOR NEXT REVIEW

March 2026

1 Preamble

The intent of this policy is to reaffirm the mandate of the Agency for Co-operative Housing ("the Agency"), to establish clear lines of communication between the Agency and the Co-operative Housing Federation of Canada ("the Member") and to ensure that the relationship between these organizations is cordial and mutually supportive.

2 Agency Incorporation and Purpose

The Agency is incorporated under the Canada Co-operative Corporations Act (S.C. 1998, c. 1) as a single-member co-operative. It was established by the Member to provide services related to the federal co-operative housing portfolio, as set out in Paragraph 3.3 of this policy. The term "portfolio" is defined in the Definitions section of the service agreement between the Agency and Canada Mortgage and Housing Corporation (CMHC).

3 The Relationship between the Agency and its Member

3.1 Agency Membership

The Co-operative Housing Federation of Canada is the sole Member of the Agency.

3.2 The Role of the Member

The role of the Member is set out in Articles 2 and 3 of the Agency's By-law No. 1. While this information also appears in Appendix A of this policy for ease of reference, the Agency's By-law No. 1 takes precedence, should any discrepancy be identified.

3.3 The Role of the Agency

3.3.1 The Agency was founded by CHF Canada to perform the following roles:

- i. To administer federal co-operative housing programs and to deliver agreement-management services for the federal co-operative housing portfolio on behalf of CMHC under the terms of a service agreement, the term "portfolio" being defined in that agreement;
- ii. To provide additional program-administration services by agreement with CMHC;
- iii. To offer a benchmarking and best-practices service;
- iv. To offer parallel program-management services to provincial, territorial and municipal levels of government, where housing program are administered at those levels, subject to the provisions of paragraphs 8 and 9 of this Policy.

3.3.2. The Agency delivers an Annual Health Check service for housing co-operatives no longer under a CMHC agreement.

3.3.3 The Agency will consult with the Member on the scope of any additional program-administrative service it may wish to provide under the terms of an agreement with CMHC or any other level of government.

3.3.4 Before offering any service not listed in paragraph 3.3.1 and 3.3.2, the Agency will obtain the agreement of the Member, which will not be unreasonably withheld, to ensure that any new service offering is appropriate and will be delivered in a spirit of mutual support.

3.3.5 Before proposing to offer any additional service, as contemplated in 3.3.4 of this policy, the Agency will consider whether it aligns with the provision in section 5: No competition.

3.3.6 The Agency will not incorporate, engage with or invest in any other corporation, co-operative or subsidiary without the Member's agreement.

3.3.7 Should any ambiguity or conflict be identified between this policy and the Agency's service contract with CMHC, the contract with CMHC will take precedence.

3.4 The Appointment of Directors

The roles of the Member and the Agency in the appointment of the Agency's board members are as follows:

- i) The Agency and CHF Canada work collaboratively to recruit directors for the Agency's Board.
- ii) The Agency's board determines its needs both for regional and non-sectoral representation, as required under the Agency's By-law No. 1 and its service agreement with CMHC, and for a diversified skill set among Agency directors.
- iii) After consulting the Member, the Agency's board of directors provides the Member with a recommendation for appointment to the Agency's board.
- iv) Based on the foregoing, CHF Canada appoints directors to fill vacant positions on the Agency board.

4 Agency Independence and Accountability

- 4.1 The Member affirms that the Agency operates at arm's length from CHF Canada as an independent entity providing agreement-management services under binding contracts with CMHC and other government bodies (the "Client(s).")
- 4.2 The Agency is accountable to its Client(s).

- 4.3 The Agency is also accountable to CHF Canada as sole member, as specified in By-law No. 1, in this Policy and in any other written agreements established between the Agency and its Member.

5 No Competition

The Agency will not offer any service that competes with or duplicates a service provided by its Member under the Member's mandate, or by a member federation of its Member, including, but not limited to, services related to education and training, capital and financial planning, and representation and advocacy.

6 Commitment to Communication

- 6.1 The Agency and its Member are committed to full and open communication on all matters of mutual interest, subject only to the privacy requirements of the Agency's Client and client co-operatives and those of CHF Canada's members. Communications on such matters may take place through different representatives designated for this purpose, according to the information being shared.

- 6.2 Despite the previous statement, communication about this protocol or on matters respecting the fundamental relationship between the Parties shall take place between the Chief Executive Officer of the Agency and the Executive Director of CHF Canada. The Parties may agree to engage elements of their respective governance leadership in these communications, as circumstances require.

7 Strategic Planning

The Agency will consult with the Member when developing its strategic plan and will share this plan when the Agency's board of directors has approved it.

8 Review

This Policy will be reviewed by the Member and the Agency at least once every three years after its coming into force.