

**Regional Municipality of Waterloo
Special Council
Addendum Agenda**



Date: Friday, January 9, 2026
Regular Session: 9:00 a.m.
Location: Council Chambers

Should you require an alternative format please contact the Regional Clerk at Tel.: 519-575-4400, TTY: 519-575-4605, or regionalclerk@regionofwaterloo.ca

Pages

The purpose of this meeting is to consider a By-law to Amend By-Law 25-021, A By-law Respecting the Use of 100 Victoria Street North, Kitchener and to consider a motion to appoint a SWIFT representative.

1. Call to Order
2. Land Acknowledgement
3. Declarations of Pecuniary Interest under the “Municipal Conflict of Interest Act”
4. Reports
 - *4.1 PDL-LEG-26-001, 100 Victoria Street North, Kitchener – Amendment to the 100 Victoria Street Code of Use By-law (By-law 25-021) 3

Recommended Motion:
That the Regional Municipality of Waterloo pass a by-law in the form attached as Appendix ‘A’ to this Report, being a by-law to amend the 100 Victoria Street Code of Use By-law (By-Law 25-021), pursuant to Report PDL-LEG-26-001, dated January 9, 2026.
- *5. 2026 SWIFT Board Member Representation 27

Recommended Motion:
That the Regional Municipality of Waterloo reappoint Councillor Sue Foxton for the Southwestern Integrated Fibre Technology (SWIFT) Board of Directors.
- *6. Correspondence
 - *6.1 Donald Johnston, Kitchener 46

re: Encampment By-Law
7. Enactment Of By-laws – First, Second & Third Readings

Recommended Motion:
That the following by-laws be approved.

 - 7.1 By-law 26-001

Recommended Motion:
That a By-law to Amend By-Law 25-021, A By-law Respecting the Use of

100 Victoria Street North, Kitchener (as Owned by The Regional Municipality of Waterloo) to facilitate the Kitchener Central Transit Hub and other Transit Development, be read a first, second and third time, finally passed and numbered 26-001, be signed by the Regional Chair and Regional Clerk and sealed with the Regional Seal.

7.2 By-law 26-002

Recommended Motion:

That a By-law to Confirm the Proceedings of the Council of the Regional Municipality of Waterloo at this Meeting Held on January 9, 2026, be read a first, second and third time, finally passed and numbered 26-002, be signed by the Regional Chair and Regional Clerk and sealed with the Regional Seal.

8. Adjourn

Recommended Motion:

That the meeting adjourn at xx:xx p.m.

Region of Waterloo

Planning, Development, and Legislative Services

Legal Services

To: Regional Council

Meeting Date: January 9, 2026

Report Title: 100 Victoria Street North, Kitchener – Amendment to the 100 Victoria Street Code of Use By-law (By-law 25-021)

1. Recommendation

That the Regional Municipality of Waterloo pass a by-law in the form attached as Appendix 'A' to this Report, being a by-law to amend the 100 Victoria Street Code of Use By-law (By-Law 25-021), pursuant to Report PDL-LEG-26-001, dated January 9, 2026.

2. Purpose / Issue:

The Kitchener Central Transit Hub (“KCTH”) is a transformational project that has been in the planning stages since 2013. To advance construction, Metrolinx has advised that it requires the use of the Region’s property at 100 Victoria Street North, Kitchener. The process to prepare the site for use by Metrolinx will take several months.

There currently is an encampment of residents located at 100 Victoria Street North, Kitchener (the “Encampment”). The 100 Victoria Street Code of Use By-law was passed by Regional Council on April 23, 2025 to allow the Region to obtain vacant possession of 100 Victoria Street North by December 1, 2025. The By-law is currently the subject of court proceedings before the Superior Court of Justice with further hearing dates scheduled for February 5, 6 and 27, 2026.

The purpose of this report is to seek Regional Council approval to amend the 100 Victoria Street Code of Use By-law to defer the vacant possession date to April 1, 2026, to remove the offence provision for the By-law and to codify a transition process, all to confirm and further the Region’s objective of obtaining vacant possession in a fair and compassionate manner.

3. Strategic Plan:

The Region of Waterloo is on a journey of growth to an intentional, sustainable future of one million residents. KCTH supports the Homes for All, Equitable Services and Opportunities and Climate Aligned Growth focus areas within the Region’s 2023 – 2027 Strategic Plan.

Upon completion, KCTH will enhance and integrate transit infrastructure, provide residential and commercial development opportunities and be a gateway for economic development for Waterloo Region.

4. Report Highlights:

- KCTH has been in the planning stages since 2013 and builds on the success of ION light rail. Designed to serve current and future residents, as well as visitors, the transit hub will redefine how people connect, commute, and experience Waterloo Region.
- Work on KCTH has advanced to the stage where construction is anticipated to begin in 2026. To further advance the project, the Region's property at 100 Victoria Street North is required by Metrolinx.
- The Region is required to complete due diligence and site preparation at 100 Victoria Street North prior to handover of the property to Metrolinx. This work will take approximately three months to complete and cannot be undertaken with an encampment present on the property.
- To meet this timeline, the 100 Victoria Street Code of Use By-law was enacted by Regional Council on April 23, 2025 that required the site to be vacant by December 1, 2025. In preparation for this transition, Regional staff provided enhanced support by focusing efforts and resources on current residents for available housing and shelter options.
- In the context of the decision of Justice Valente in *The Regional Municipality of Waterloo v. Persons Unknown and to be Ascertained*, 2023 ONSC 670 ("Valente Decision") the Region sought further direction from the Superior Court of Justice on the 100 Victoria Street Code of Use By-law. In addition, Waterloo Region Community Legal Services, on behalf of a number of persons, brought an application before the Superior Court of Justice that enjoined the Region from enforcing the By-law. Final arguments for these court proceedings are scheduled for February 5, 6 and 27, 2026.
- In the interim, staff are recommending three amendments to the By-law as follows:
 - defer the possession date to April 1, 2026 to recognize the added time needed to resolve the proceedings before the Superior Court of Justice;
 - remove the offence provision for the By-law recognizing that it is the Region's objective to obtain vacant possession and not to penalize the marginalised persons on the property; and
 - codify a transition process to provide greater assurance that the Region will work to provide alternative accommodation.

5. Background:

KCTH Development

As the Region quickly grows to one million residents, the community is on the cusp of significant change. To help shape future growth, the Region, along with many partners, is leading transformational projects that will positively impact residents and visitors for generations to come.

Designed to serve current and future residents, as well as visitors from around the world, KCTH will redefine how people connect, commute, and experience our community. Building on the community investment in ION light rail, KCTH will connect ION light rail, GRT, GO Transit (rail and bus service), VIA, rail service, intercity bus, active transportation, passenger vehicles, cyclists and pedestrians in one central location. By integrating transit services, KCTH will remove barriers and improve public transportation options for those who rely on these services.

The transit hub is expected to generate ION ridership as an anchor development along the Central Transit Corridor with transit station functions integrated with a future mixed-use destination. It will be a gateway to the Region of Waterloo and will connect residents and visitors to the Toronto-Waterloo Region innovation corridor.

KCTH is a landmark development and has the potential to stimulate growth, development and sustainability well into the future.

As part of this project, the Region has procured land on Victoria Street, from King Street to Weber Street. Upon completion of the transit hub, the remaining land will be used for commercial and residential development, including affordable housing.

In 2016, the Province recognized the value of investing in the Region of Waterloo's transit infrastructure, providing \$43 million to support the transit hub. In February 2023, the Region applied for funding through the Public Transit stream of the Investing in Canada Infrastructure Program (ICIP). This application has been approved resulting in \$51 million from the federal government to support the transit hub.

The timing of the Region's work for the KCTH is driven by Metrolinx's construction schedule for its railway track and platform improvements adjacent to the KCTH site. Since Region staff provided the Kitchener Central Update in December, 2024 Metrolinx notified the Region that it requires the Region owned property at 100 Victoria Street North for its use by March, 2026, subject to extension.

As a part of the KCTH development, Metrolinx will raise the section of rail tracks between King Street and Weber Street and relocate the rail platform from between Weber Street and Ahrens Street to the rail corridor between King Street to Duke Street.

Metrolinx will also construct a diversion track that will be incorporated in the rail system immediately behind 100 Victoria Street North. Construction of the diversion track will include the build-up of ground level and rail modifications in this area.

The Region will be obligated to provide 100 Victoria Street North to Metrolinx in a condition fit for Metrolinx's use. To do so, remediation work must be completed before vacant possession of the land is delivered to Metrolinx. This includes site clean up, site investigations and geotechnical testing. It is anticipated this work will take three months, allowing for contingencies for unfavourable weather.

The Region will commence its construction activity for the KCTH project in 2026 with the demolition of the section of the Rumpel Felt building that does not have a heritage designation.

In 2026, the Victoria Street North Modifications, between Weber Street West to King Street West, will begin. From 2027 to 2030, a bus loop, pedestrian bridge, pedestrian ramp and the hub facility will be built.

Site Specific By-law Respecting Use of 100 Victoria Street, North, Kitchener

On April 23, 2025, Region Council enacted the 100 Victoria Street Code of Use By-law respecting the use of 100 Victoria Street North which is owned by The Region.

The intent of the By-law was to facilitate the development of the KCTH and other transit development. To do so, it provided for vacant possession of 100 Victoria Street North by December 1, 2025.

This was to allow the requisite time for the Region to complete site preparation activities prior to the handover to Metrolinx, and for Region staff to engage with encampment residents and assist in relocating these individuals.

The By-law specifically regulated 100 Victoria Street North. The By-law provided for persons currently residing at 100 Victoria Street North and their need to transition to alternate accommodation prior to December 1, 2025. To enable vacant possession by December 2025, the By-law provided that no persons who were not residents on the date public notice of the By-law was provided (being April 16, 2025) may erect shelters or other structures or reside at 100 Victoria Street North.

The By-law had provisions to allow the Region to use its powers pursuant to the *Trespass to Property Act* to remove offending persons from the property. It also had an offence provision which allowed the Region to charge offending persons with a maximum fine of \$5,000 that the court could impose upon conviction.

To support current residents of the Encampment (i.e. those who were present on the property when public notice of the By-law was provided), Region staff provided

enhanced site support by focussing efforts and resources on current residents for available housing and shelter options and transition to alternate accommodation.

Court Proceedings

On June 16, 2025, the Region proactively commenced an application before the Superior Court of Justice for a declaration that the By-law does not infringe the Charter, and certain persons represented by Waterloo Community Legal Services (WRCLS) brought a cross-application to have the By-law declared invalid. On June 4, 2025, WRCLS commenced a motion to enjoin the Region from enforcing the By-law with an interim order made by the Court on August 21, 2025. The applications are scheduled to be heard by the Court on February 5, 6, and 27, 2026.

As part of the court proceedings to date, and in communications from stakeholders, objections have been raised to the fairness of the 100 Victoria Street Code of Use By-law on the following grounds, among others. First, that the By-law contains an offence provision that could be used to penalize offending persons who are already marginalised and without financial resources. Second, that the By-law does not contain an express requirement that the Region provide alternative accommodation to persons occupying the property.

Proposed Amending By-law

Staff are recommending three amendments to the 100 Victoria Street Code of Use By-law as follows:

- defer the possession date to April 1, 2026 to recognize the added time needed to resolve the proceedings before the Superior Court of Justice;
- remove the offence provision for the By-law recognizing that it is the Region's objective to obtain vacant possession and not to penalize the marginalised persons on the property; and
- codify a transition process to provide greater assurance that the Region will work to provide alternative accommodation.

The proposed transition provision in the amendment includes a mandatory written offer to persons who occupied the property as of the public notice of the original passing of the By-law (April 16, 2025). The offer would include an Individual Housing Plan with appropriate alternative accommodation, social service supports, transportation and storage for up to six months. For persons occupying the property after April 16, 2025, the Region will offer to bring the person within the Region's housing stability system and endeavour to provide appropriate housing options.

The intention is to confirm that the Region seeks to obtain vacant possession of 100

Victoria Street North in a fair manner that will include alternative housing and that will not penalize the occupants in a monetary form.

Transition of Current Encampment Residents

Region staff have developed a proposed plan to transition encampment residents from 100 Victoria Street North. This transition may be summarized as follows:

- That Regional staff provide enhanced site support by focussing efforts and resources on current residents for available housing and shelter options and ongoing site management
- This operational effort would be coordinated by a cross departmental structure and will wind down before March 31st.

Region staff have been supporting residents at the Encampment since December 2021. This includes regular supports provided by outreach staff, connections with Ontario Works Caseworkers, providing regular cleaning and maintenance of the site, hiring pest control, portable washrooms, lighting, and other health and safety interventions.

Site security has been provided 24/7 since the spring of 2022. These efforts will continue through the transition process.

6. Communication and Engagement with Area Municipalities and the Public Area Municipalities:

Over the last number of years, Region staff have worked with various municipal staff in area municipalities, particularly at the City of Kitchener and with community partners, to advance KCTH and manage the 100 Victoria site.

Should this amending by-law be approved, Region staff would continue to work with area municipalities and interest holders in its implementation.

Public:

Individuals currently residing at 100 Victoria Street North are being informed about the proposed amending by-law by the posting of a notice of the intention to consider the proposed amendments together with a copy of the proposed amending by-law and draft consolidation of the by-law and amending by-law. An information session for people currently occupying the site has been scheduled for Monday, January 5th and notice of same has been posted at 100 Victoria Street North.

Partners and key stakeholders are being notified about the proposed amending by-law.

Updates to the community on KCTH have been ongoing and regular updates will continue throughout construction. More information can be found at:

<https://www.engagewr.ca/king-victoria-transit-hub>

*The public information and feedback sessions noted above were undertaken on January 5th and 7th, 2026 regarding the proposed amendments to the 100 Victoria Street Code of Use By-law. A summary of the feedback received is attached as Appendix C. As noted, there was support expressed at both sessions for the removal of the monetary penalty and the provision of written offers of alternate accommodation included in amendments. In response to concerns about providing more information on housing options available and the process to access those services, the Region's Unsheltered Support Workers will continue to work with people at 100 Victoria to provide information on housing options and services through the development of Individual Housing Plans. Much of the feedback objected to the by-law and by-law amendment in principle preferring alternatives as set out in Appendix C.

7. Financial Implications:

Current costs to maintain the site at 100 Victoria are \$793,944 annually (\$66,162/month). These include costs for security, pest control, portable toilets, garbage removal, and ongoing servicing and maintenance. These do not include staffing costs for social supports, outreach, facilities, or by-law staff who attend the site regularly. The costs associated with the proposed mandatory written offer to persons who occupied the property as of the public notice of the original passing of the By-law (April 16, 2025) have been included in the approved budget. There is no new financial impact.

8. Conclusion / Next Steps:

Approval by Council of the proposed amending by-law respecting the use of 100 Victoria Street North and the plan for alternative accommodation for current residents of 100 Victoria Street, North, to facilitate the transition of current residents to alternative accommodation so that vacant possession of the site is achieved by April 1, 2026. Site preparation can then be completed so that the lands are ready for Metrolinx use.

9. Attachments:

Appendix A: By-Law to Amend the 100 Victoria Street Code of Use By-law (By-Law 25-021)

Appendix B: Consolidated version of By-Law 25-021 showing the tracked amendments

*Appendix C: Public feedback summary regarding proposed changes to the 100 Victoria Street Code of Use By-law

Prepared By: Fiona McCrea, Regional Solicitor and Director of Legal Services

Peter Sweeney, Commissioner, Community Services

Approved By: Rod Regier, Commissioner, Planning Development and Legislative Services

Appendix A: By-Law to Amend the 100 Victoria Street Code of Use By-law (By-Law #25-021) together with a consolidated version showing the tracked amendments

By-Law Number 26-***

of

The Regional Municipality of Waterloo

A By-law to Amend By-Law 25-021, A By-law Respecting the Use of 100 Victoria Street North, Kitchener (as Owned by The Regional Municipality of Waterloo) to facilitate the Kitchener Central Transit Hub and other Transit Development

WHEREAS The Regional Municipality of Waterloo (the “Region”) owns the property municipally known as 100 Victoria Street North, in the City of Kitchener (“100 Victoria Street”);

AND WHEREAS 100 Victoria Street is required for the construction of the Kitchener Central Transit Hub (the “KCTH”) by the Region and Metrolinx commencing in 2026;

AND WHEREAS the Region requires vacant possession of 100 Victoria Street by April 1, 2026 to facilitate the construction of the KCTH;

AND WHEREAS the KCTH, once constructed, will bring significant economic opportunity to the Region, including providing more affordable transportation options and greater connectivity for all residents of the Region to access jobs, schools, and essential services both within and outside the Region;

AND WHEREAS the commencement of construction of the KCTH entails a significant investment in the Region;

AND WHEREAS there are currently persons, without permanent residences, who are occupying parts of 100 Victoria Street including through the erection of temporary shelters and the placement of personal property (the “Encampment”);

AND WHEREAS the Region enacted By-Law 25-021, A By-law Respecting the Use of 100 Victoria Street North, Kitchener (as Owned by The Regional Municipality of Waterloo) to facilitate the Kitchener Central Transit Hub and other Transit Development respecting the conduct of persons entering upon 100 Victoria Street to ensure that a safer and more orderly environment is maintained and to obtain vacant possession (the “100 Victoria Street Code of Use By-law”);

AND WHEREAS the Region wishes to amend the 100 Victoria Street Code of Use By-law to defer the vacant possession date, remove the offence provision and to codify a transition policy;

NOW THEREFORE, the Council of the Regional Municipality of Waterloo enacts as follows:

1. That the 3rd (third) preamble of the 100 Victoria Street Code of Use By-law is hereby deleted and replaced with the following:

“AND WHEREAS the Region requires vacant possession of 100 Victoria Street by April 1, 2026 to facilitate the construction of the KCTH;”

2. That the 11th (eleventh) preamble of the 100 Victoria Street Code of Use By-law is hereby deleted and replaced with the following:

“AND WHEREAS the Region is enacting this By-law to specifically regulate and govern 100 Victoria Street and to obtain vacant possession as of April 1, 2026;”

3. That section 1 of the 100 Victoria Street Code of Use By-law is hereby amended by adding the following subsection (1.a):

“(1.a) “**Alternative Accommodation**” means the forms of accommodation as listed in Schedule “C”, paragraph 2, of this By-law;”

4. That subsection 1(7) of the 100 Victoria Street Code of Use By-law is hereby deleted and replaced with the following:

“(7) “**Resident**” means anyone residing at 100 Victoria Street as of April 16, 2025 being the date that notice of this bylaw is provided through the posting of the agenda for the Council meeting at which this By-law will be considered on the Region’s website (“Public Notice Date”).”

5. That subsection 3(1) of the 100 Victoria Street Code of Use By-law is hereby deleted and replaced with the following:

“(1) Commencing on April 1, 2026, no person shall enter onto, reside on, or occupy 100 Victoria Street or any part thereof.”

6. That section 4 of the 100 Victoria Street Code of Use By-law is hereby deleted.

7. That section 6 of the 100 Victoria Street Code of Use By-law is hereby deleted and replaced with the following:

“(1) From the date of passage of this By-law until April 1, 2026, no Resident will be removed involuntarily from or prohibited from entering their temporary shelter at 100 Victoria Street as a result of engaging in a Prohibited Activity or as a result of section 3 of this By-law, unless:

- (a) the Prohibited Activity creates or contributes to a serious risk to their own health or safety or the health or safety of another person, or
- (b) the Region, in writing, offers Alternative Accommodation to the Resident in accordance with the Transition Protocol set out in Schedule “C” to this By-law and the Resident has either declined or fails to accept the offer by March 31, 2026.

(2) For greater certainty, subsection (1)(b) of this section shall not apply to any person present at 100 Victoria Street who is not a Resident. Notwithstanding, and without constituting a pre-condition for the enforcement of this By-law, the Region will offer to bring such person who is not a Resident into the Region’s housing stability system and endeavour to provide the person with

appropriate housing options, subject to resources being available and such person cooperating with the Region's outreach staff."

8. That the 100 Victoria Street Code of Use By-law is hereby amended by adding the following Schedule "C", Transition Protocol:

"SCHEDULE "C"
TRANSITION PROTOCOL

The Region seeks to minimize the possible negative impacts of transitioning Residents from the Encampment to Alternative Accommodation. Accordingly, the Region will take the steps set out below.

Prior to the enforcement of this By-law to require the removal of any Resident pursuant to subsection 6(1)(b) of this By-law, the Region shall:

1. Make best efforts to offer development of an Individual Housing Plan ("IHP") to Residents who accept such offer and engage with a Region Unsheltered Support Worker ("USW") or other Street Outreach / Housing Support Worker in the development of their IHP;
2. Offer a Resident Alternative Accommodation as set out in their IHP. For clarity, Alternative Accommodations can include:
 - a. Emergency Shelter: temporary, short-term accommodation for individuals and families who are homeless, at risk of homelessness, or fleeing violence;
 - b. Transitional Housing: temporary, supportive housing for individuals and families experiencing homelessness that provides a structured environment and life skills training to help them move into permanent housing;
 - c. Affordable/Supportive Housing: permanent tenancy with a local housing provider, either through purpose built affordable housing (e.g., not for profit, co-op, or Waterloo Region Housing) or a rental supplement program to make a market unit affordable. Supportive Housing offers additional staff and housing stability support to the tenant to ensure the stability of tenancy;
 - d. Motel Program: temporary, short-term accommodation for individuals and couples who are experiencing homelessness and can't access the emergency shelter/transitional housing system, supported by USW and community partner social/health services staff; or
 - e. Other agreed upon accommodation not listed above as set out in the IHP

For clarity, for a Resident who accepts an offer and is placed in a motel or emergency shelter, it is expected that they will be able to remain in such temporary shelter until a space becomes available in transitional housing or affordable/supportive housing;

For further clarity, the Region shall refer a Resident back to USW's to make best efforts to resolve any issues or find

different Alternative Accommodation in the event a Resident loses Alternative Accommodation due to non-compliance with rules;

3. Offer social service supports, in the same nature as provided at 100 Victoria Street, to a Resident once moved to Alternative Accommodation; and
4. Offer a Resident transportation, including personal belongings, to Alternative Accommodation and coverage for up to 6 months' storage of any additional personal belongings that cannot be taken to the Alternative Accommodation at the same time, all at no cost to the Resident."

9. This By-law shall come into force and effect on February 1, 2026.

By-law read a first, second and third time and finally passed in the Council Chamber in the Regional Municipality of Waterloo this 9th day of January, A.D., 2026.

Regional Clerk

Regional Chair

Appendix B: Consolidated version of By-Law #25-021 showing the tracked amendments

Office Consolidation Version for Reference Only of the Use of 100 Victoria Street North, Kitchener By-law No. 25-021 as proposed to be amended by draft By-law No. 26-0. If there are any discrepancies between this consolidation and By-law 25-021 and the draft amending By-law No. 26-0** the By-laws shall prevail.**

By-Law Number 25-021

of

The Regional Municipality of Waterloo

A By-law Respecting the Use of 100 Victoria Street North, Kitchener (as Owned by The Regional Municipality of Waterloo) to facilitate the Kitchener Central Transit Hub and other Transit Development

WHEREAS The Regional Municipality of Waterloo (the “Region”) owns the property municipally known as 100 Victoria Street North, in the City of Kitchener (“100 Victoria Street”);

AND WHEREAS 100 Victoria Street is required for the construction of the Kitchener Central Transit Hub (the “KCTH”) by the Region and Metrolinx commencing in 2026;

~~AND WHEREAS the Region requires vacant possession of 100 Victoria Street by December 1, 2025 to facilitate the construction of the KCTH;~~

AND WHEREAS the Region requires vacant possession of 100 Victoria Street by April 1, 2026 to facilitate the construction of the KCTH;

AND WHEREAS the KCTH, once constructed, will bring significant economic opportunity to the Region, including providing more affordable transportation options and greater connectivity for all residents of the Region to access jobs, schools, and essential services both within and outside the Region;

AND WHEREAS the commencement of construction of the KCTH entails a significant investment in the Region;

AND WHEREAS there are currently persons, without permanent residences, who are occupying parts of 100 Victoria Street including through the erection of temporary shelters and the placement of personal property (the “Encampment”);

AND WHEREAS the Region has enacted the Code of Use Bylaw, specifically By-law 13-050, as amended, respecting the conduct of persons entering upon certain buildings, grounds and public transportation vehicles owned or occupied by the Region;

AND WHEREAS the Region takes note of the decision of the Ontario Superior Court of Justice, in the decision of the *Region v. Persons Unknown and To Be Ascertained*, (the “Decision”);

AND WHEREAS the Region wishes to specifically provide for the persons currently occupying the Encampment at 100 Victoria Street to ensure that a safer and more orderly environment is maintained;

AND WHEREAS the Region, since the Decision, has greatly expanded the number of available accessible shelter beds in the Region and has allocated additional resources to provide accommodation for all persons presently occupying the Encampment;

~~AND WHEREAS the Region is enacting this By-law to specifically regulate and govern 100 Victoria Street and to obtain vacant possession as of December 1, 2025;~~

AND WHEREAS the Region is enacting this By-law to specifically regulate and govern 100 Victoria Street and to obtain vacant possession as of April 1, 2026;

AND WHEREAS the Region has the capacity, rights, powers and privileges of a natural person and the ability to govern its affairs as it considers appropriate pursuant to sections 8 and 9 of the *Municipal Act, 2001*, S.O. 2001, c. 25, as amended;

AND WHEREAS the Region has the authority to enact by-laws respecting its public assets and the protection of persons and property pursuant to subsection 11(2) of the *Municipal Act, 2001*, S.O. 2001, c. 25, as amended;

NOW THEREFORE THE COUNCIL OF THE REGIONAL MUNICIPALITY OF WATERLOO ENACTS AS FOLLOWS:

PART I - DEFINITIONS

1. In this By-law:

(1.a) “Alternative Accommodation” means the forms of accommodation as listed in Schedule “C”, paragraph 2, of this By-law;

(1) “**Designated Personnel**” means those persons listed in Schedule “A” of this By-law;

(2) “**Municipal Act, 2001**” means the *Municipal Act, 2001*, S.O. 2001, c. 25, as amended, or any successor legislation;

(3) “**100 Victoria Street**” means the property municipally known as 100 Victoria Street North, in the City of Kitchener;

(4) “**Prohibited Activity**” means any activity that is listed in Schedule “B” of this By-law;

(5) “**Region**” means The Regional Municipality of Waterloo; and

(6) “**Trespass to Property Act**” means the *Trespass to Property Act*, R.S.O. 1990, c. T.21, as amended, or any successor legislation.

~~(7) “**Resident**” means anyone residing at 100 Victoria Street as of the date that notice of this bylaw is provided through the posting of the agenda for the Council meeting at which this By-law will be considered on the Region’s website (“Public Notice Date”).~~

(7) “**Resident**” means anyone residing at 100 Victoria Street as of April 16, 2025 being the date that notice of this bylaw is provided through the posting of the agenda for the Council meeting at which this By-law will be considered on the Region’s website (“Public Notice Date”).

PART II – PROHIBITION

2. No person shall engage in a Prohibited Activity on 100 Victoria Street.

3. ~~(1) Commencing on December 1, 2025, no person shall enter onto, reside on, or occupy 100 Victoria Street or any part thereof.~~

(1) Commencing on April 1, 2026, no person shall enter onto, reside on, or occupy 100 Victoria Street or any part thereof.

(2) Subsection (1) of this section shall not apply to an employee or contractor of the Region or other person who has the authorization of the Region to enter onto or occupy 100 Victoria Street or any part thereof.

~~4. Every person who contravenes sections 2 or 3 of this By-law is guilty of an offence and on conviction is liable to a fine not exceeding \$5,000, exclusive of costs.~~

PART III - TRESPASS

5. Without limiting Part II of this By-law, Designated Personnel may exercise any of the following enforcement options at 100 Victoria Street when a person is contravening or has contravened sections 2 or 3 of this By-law:

(1) Issue a verbal direction to refrain from a Prohibited Activity or the contravention of section 3 of this By-law;

(2) Subject to section 6 of this By-law, issue a verbal direction to leave 100 Victoria Street, citing as the reason the failure to refrain from a Prohibited Activity or the contravention of section 3 of this By-law;

(3) Serve a written notice upon a person prohibiting a Prohibited Activity or the contravention of section 3 of this By-law, citing as the reason the failure of the person to refrain from a Prohibited Activity or the contravention of section 3 of this By-law;

(4) Subject to section 6 of this By-law, serve a written notice upon a person prohibiting entry upon 100 Victoria Street citing as the reason the failure of the person to refrain from a Prohibited Activity or the contravention of section 3 of this By-law;

(5) Post a sign so that the sign is clearly visible in daylight under normal conditions from the approach to each ordinary point of access to 100 Victoria Street prohibiting a Prohibited Activity or the contravention of section 3 of this By-law;

(6) Subject to section 6 of this By-law, post a sign so that the sign is clearly visible in daylight under normal conditions from the approach to each ordinary point of access to 100 Victoria Street prohibiting entry upon 100 Victoria Street by a person citing as the reason the failure to refrain from a Prohibited Activity or the contravention of section 3 of this By-law;

(8) Subject to section 6 of this By-law, erect fencing or other barriers prohibiting entry upon 100 Victoria Street or any part thereof by a person citing as the reason the failure to refrain from a Prohibited Activity or the contravention of section 3 of this By-law;

(9) Subject to section 6 of this By-law, remove any personal property or fixture upon 100 Victoria Street or any part thereof that is owned by a person citing as the reason the failure to refrain from a Prohibited Activity or the contravention of section 3 of this By-law; and

(10) Exercise any other rights or powers pursuant to the *Trespass to Property Act* that are reasonable in the circumstances.

~~6. From the date of passage of this By-law until November 30, 2025, no~~

~~Resident will be removed involuntarily from or prohibited from entering their temporary shelter at 100 Victoria Street as a result of engaging in a Prohibited Activity, unless the Prohibited Activity creates or contributes to a serious risk to their own health or safety or the health or safety of another person. For greater certainty, nothing in this By-law permits a Resident to relocate their temporary shelter to another part of the premises at 100 Victoria Street without the permission of the Region.~~

6. (1) From the date of passage of this By-law until April 1, 2026, no Resident will be removed involuntarily from or prohibited from entering their temporary shelter at 100 Victoria Street as a result of engaging in a Prohibited Activity or as a result of section 3 of this By-law, unless:

- (a) the Prohibited Activity creates or contributes to a serious risk to their own health or safety or the health or safety of another person, or
- (b) the Region, in writing, offers Alternative Accommodation to the Resident in accordance with the Transition Protocol set out in Schedule "C" to this By-law and the Resident has either declined or fails to accept the offer by March 31, 2026.

(2) For greater certainty, subsection (1)(b) of this section shall not apply to any person present at 100 Victoria Street who is not a Resident. Notwithstanding, and without constituting a pre-condition for the enforcement of this By-law, the Region will offer to bring such person who is not a Resident into the Region's housing stability system and endeavour to provide the person with appropriate housing options, subject to resources being available and such person cooperating with the Region's outreach staff.

7. Designated Personnel may contact the Waterloo Regional Police Service, or any other police service having lawful jurisdiction, at any time to request assistance or to initiate any other action as the police service may deem necessary in the circumstances.

8. For greater certainty, and without limiting the above, Designated Personnel may erect a fence or other barrier to prohibit entry to any unoccupied area of 100 Victoria Street.

PART IV - GENERAL

9. This By-law may be enforced by a Designated Personnel or a police officer.

10. This By-law may be cited as the "100 Victoria Street Code of Use By-law".

11. If any section or sections of this By-law or parts thereof are found by any Court to be illegal or beyond the power of Council of the Region to enact, such section or sections or parts thereof shall be deemed to be severable and all other sections or parts of this By-law shall be deemed to be separate and independent therefrom and shall continue in full force and effect unless and until similarly found illegal.

12. This By-law shall come into force and take effect on the date of final passage hereof.

By-law read a first, second and third time and finally passed in the Council Chamber in the Regional Municipality of Waterloo this 23rd day of April, A.D., 2025.

REGIONAL CLERK

REGIONAL CHAIR

SCHEDULE "A"
DESIGNATED PERSONNEL

1. The following are Designated Personnel:

- (1) Supervisor, Security Services, for the Region, or any successor position thereto;
- (2) a municipal law enforcement officer as appointed by the Region;
- (3) a security guard under contract to the Region; and
- (4) other persons from time to time as may be designated by Council of the Region.

SCHEDULE "B"
PROHIBITED ACTIVITIES

1. The following activities are Prohibited Activities:

- (a) carrying any goods, without authorization, which are offensive, dangerous, toxic, corrosive, flammable or explosive in nature that are likely to alarm, inconvenience, cause discomfort or injure any person, or cause damage to property, whether or not such good are contained in an approved container;
- (b) acts which are reasonably perceived as threatening, intimidating or sexual harassment;
- (c) any activity contrary to the *Criminal Code of Canada*, R.S. 1985, c. C-46, as amended, other federal statutes, provincial statutes or municipal by-laws;
- (d) erecting a shelter or other structure (provided, however, that this shall not apply to shelters or other structures that were in place on the Public Notice Date);
- (e) residing on 100 Victoria unless the person is a Resident within the meaning of this bylaw.
- (f) acts which interfere with the provision of services to Residents of 100 Victoria Street; or acts which interfere with the use of 100 Victoria Street for the purposes of work relating to or in any way connected with KCTH; and
- (g) acts which are contrary to any specific rules or terms of use for the Designated Premises provided that the specific rules or terms of use have been posted in a conspicuous location at the Designated Premises.

SCHEDULE "C"
TRANSITION PROTOCOL

The Region seeks to minimize the possible negative impacts of transitioning Residents from the Encampment to Alternative Accommodation. Accordingly, the Region will take the steps set out below.

Prior to the enforcement of this By-law to require the removal of any Resident pursuant to subsection 6(1)(b) of this By-law, the Region shall:

1. Make best efforts to offer development of an Individual Housing Plan ("IHP") to Residents who accept such offer and engage with a Region Unsheltered Support Worker ("USW") or other Street Outreach / Housing Support Worker in the development of their IHP;

2. Offer a Resident Alternative Accommodation as set out in their IHP. For clarity, Alternative Accommodations can include:
 - a. Emergency Shelter: temporary, short-term accommodation for individuals and families who are homeless, at risk of homelessness, or fleeing violence;
 - b. Transitional Housing: temporary, supportive housing for individuals and families experiencing homelessness that provides a structured environment and life skills training to help them move into permanent housing;
 - c. Affordable/Supportive Housing: permanent tenancy with a local housing provider, either through purpose built affordable housing (e.g., not for profit, co-op, or Waterloo Region Housing) or a rental supplement program to make a market unit affordable. Supportive Housing offers additional staff and housing stability support to the tenant to ensure the stability of tenancy;
 - d. Motel Program: temporary, short-term accommodation for individuals and couples who are experiencing homelessness and can't access the emergency shelter/transitional housing system, supported by USW and community partner social/health services staff; or
 - e. Other agreed upon accommodation not listed above as set out in the IHP

For clarity, for a Resident who accepts an offer and is placed in a motel or emergency shelter, it is expected that they will be able to remain in such temporary shelter until a space becomes available in transitional housing or affordable/supportive housing;

For further clarity, the Region shall refer a Resident back to USW's to make best efforts to resolve any issues or find different Alternative Accommodation in the event a Resident loses Alternative Accommodation due to non-compliance with rules;

3. Offer social service supports, in the same nature as provided at 100 Victoria Street, to a Resident once moved to Alternative Accommodation; and

4. Offer a Resident transportation, including personal belongings, to Alternative Accommodation and coverage for up to 6 months' storage of any additional personal belongings that cannot be taken to the

Alternative Accommodation at the same time, all at no cost to the Resident.

Appendix C: Public feedback summary regarding proposed changes to the 100 Victoria Street Code of Use By-law

Two public feedback sessions were held during the week of January 5, 2026, to gather feedback regarding the proposed amendments to the 100 Victoria Street Code of Use By-law. One session was specifically for those currently living at the site. The second was a public input session for the general public. A summary of the two sessions is as below.

Drop-in session for individuals living at 100 Victoria Street North – January 5, 2026

A drop-in engagement session was held on Monday, January 5, 2026, to hear feedback specifically from the individuals currently living at 100 Victoria Street North about the proposed changes to the 100 Victoria Street Code of Use Bylaw. The event was advertised through signage at the site, posted on December 22, 2025.

Attendees included three people who had experience of homelessness and living at 100 Victoria, as well as a representative of Waterloo Region Community Legal Services who attended to observe the process.

The drop-in session was informal and focused on listening and gaining feedback on the proposed by-law changes. At the beginning of the conversation, a plain language summary of the changes was verbally provided to the participants as well as printed copies of the proposed by-law (along with a version that showed both the original by-law along with the changes made). Participants then began to share their thoughts and input about the by-law. In addition, a paper comment card was made available along with an option to email comments directly to the Region. Participants were offered refreshments and a gift card in recognition of the sharing of their lived experiences and time.

This appendix provides a summary of the feedback captured by staff; it has been generalized to recognize anonymity. This list is not intended to suggest consensus amongst participants, but simply to share the range of feedback provided.

The feedback included:

- The importance of ensuring that funding allotted to support residents was being spent appropriately.
- Participants reflected that there were people living at 100 Victoria who didn't know about the by-law, the changes or how they could access supports.
- Sometimes there is confusion in the community about the process to access support and housing options, e.g. seeing others relocate to a 'Motel' but not being clear on how they achieved that.

- That information should be provided to those living at 100 Victoria (on the by-law and available supports) in multiple ways, including continued posted information and a "spokesperson" who can share information verbally and in-person. Participants felt that verbal/outreach information giving was most effective.
- The elimination of the \$5,000 ticket was supported and there was support for not re-introducing these. There was some desire to understand why the decision to eliminate this ticket had been made.
- The need to receive more information about what housing options are available for people arriving at the site after the April 16th, 2025, date and what the process is to access those supports. There were questions regarding what would happen to those living on the site, after the April 2026 deadline.
- That providing additional supports to those living at 100 Victoria the longest was 'only fair'.

Public input session – January 7, 2026

A public input session was held on Wednesday, January 7, 2026, at 6 p.m. Council Chambers at 150 Frederick Street in Kitchener. Twenty-four delegates spoke in-person or via the virtual option as part of the session. Two written submissions were provided as part of the agenda package. The meeting was live-streamed.

This is a qualitative summary of themes from the delegates' remarks that were common topics. A recording of the full meeting can be viewed on the Region's YouTube channel for further detail.

- **Human rights and compassion**
 - Concerns that the Region's site-specific bylaw and approach to 100 Victoria are not compliant with human-rights principles.
 - Strong desire to support residents with dignity and care and to provide care for basic human needs.
- **Affordable housing, increased social supports, emergency shelter capacity**
 - The need to fund affordable housing, add social supports including mental health outreach workers.
 - Questions and concerns raised around number and availability of shelter spaces.
 - Concerns about the housing affordability and cost of living crisis.
 - Sentiment shared that the by-law does not address the root causes of homelessness or provide a long-term solution; that this is a systemic problem that needs to be addressed with permanent housing. Use of motels is not a permanent housing option.
 - Support for written offers of alternate accommodation.

- **Site replacements/safe tenting**
 - Repeated calls for a replacement site for 100 Victoria and a safe tenting bylaw, providing a place of “last resort”. Reference to other municipalities who have instituted safe tenting zones.
 - Suggestion for community-led solutions. Offers of expertise from community.

- **Definition of “Resident” under the by-law**
 - Concerns about the April 16, 2025, date cut-off for who is defined as a resident under the by-law and who is not; the creation of two classes of resident even though their needs for housing are the same. Questions if the April 1, 2026 deadline provided sufficient time to find housing for those remaining at the site and how residents will be removed after April 1, 2026.

- **Costs**
 - Concerns raised regarding the continued high costs associated expenses at 100 Victoria, with limited success in solving the issue.
 - Concerns raised over taxpayer impact and the need for clear public land use rules to prevent misuse and ensure responsible spending.
 - Comments that money would be better invested into affordable housing.
 - Questioning costs of the police budget and suggestion to reallocate funding to homelessness supports.
 - Support for the removal of the \$5,000 fine. Concerns over fines related to the province’s *Trespass to Property Act*.

- **Reference to the ongoing legal proceedings**
 - Questions of whether amendments to the by-law could be considered while the site is subject of ongoing legal proceedings. References were made to previous legal decisions including the Justice Valente decision in 2023 and the granting of the junction by Justice Gibson in August 2025.
 - Suggestions to seek guidance from the court and follow their direction.

- **Communications with those living at the site**
 - Questions about notice to residents at the site and their accessibility to the information about the January 5, 2026, input session for those living at 100 Victoria.
 - Several deficiencies related to the posting were noted.



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November 7, 2025

Sent VIA Electronic Mail

Chair Redman and Members of Region of Waterloo Council

RE: 2026 SWIFT Board Member Representation

At the October 24th board meeting the SWIFT Board of Directors set the 2026 Annual General Meeting (AGM) date to June 12, 2026. At the end of the 2026 AGM Region of Waterloo's representative on the SWIFT board, Sue Foxtan, will end her current two-year term.

At this time, SWIFT asks that Region of Waterloo either reappoint the current SWIFT representative to the SWIFT Board or nominate a member of council for consideration as a WOWC member representative. This appointment is a two-year term ending at the 2028 AGM. As noted in the attached Board of Directors Selection Whitepaper *"If a Director is appointed for a 2-year term and is not re-elected after the municipal election their term will end at the next AGM"*.

We respectfully ask that the nominee confirm their availability for the June 12, 2026 AGM and Inaugural Board meeting. New nominees are required to submit an [online application form](#) for SWIFT's consideration.

We ask that Region of Waterloo Council confirm support for their council nominee through resolution, and that such supported documentation be submitted by January 23, 2026 to SWIFT's Executive Assistant Jen Broos jen.broos@swiftruralbroadband.ca. Please find below important dates for the SWIFT Board of Director selection process:



DATE	DESCRIPTION
23-Jan-26	WOWC and Contributing Director Applications due date
13-Feb-26	SWIFT Executive Committee meeting to review applications for eligibility
13-Feb-26	Contributing Member class partner and candidate notified
10-Apr-26	WOWC Caucus meeting and approval of SWIFT Director candidates
17-Apr-26	WOWC Director members and candidates notified
29-May-26	SWIFT New Directors Orientation
12-Jun-26	SWIFT AGM and Directors confirmation vote
12-Jun-26	SWIFT Inaugural Board meeting

Should you have any questions regarding the Director selection process, please contact either myself or Executive Assistant Jen Broos.

The SWIFT Board and staff extend their sincere appreciation for your continued support.

Thank you for your attention to this matter.

Regards,

Barry Field

SWIFT Executive Director

519-319-1112

barry.field@swiftruralbroadband.ca

Cc:

Sue Foxton, SWIFT Board Director

Bruce Lauckner, Region of Waterloo CAO

Jen Broos, SWIFT Executive Assistant

Encl:

Board of Directors Terms of Reference

Board of Directors Selection Whitepaper

[Board of Directors Application](#)

SWIFT BOARD OF DIRECTOR SELECTION WHITEPAPER

Joining the SWIFT Board

Contribution to Southwestern Ontario, Caledon and Niagara Region

SWIFT Board Directors have the opportunity to:

- a) Serve a two-year term with the objective of helping SWIFT achieve its vision.
- b) Apply their skills and expertise to help develop the strategic direction of SWIFT.
- c) Gain valuable insight and experience developing and implementing policies that promote the region's economic success.
- d) Help build a better region by supporting the ongoing development of broadband infrastructure.
- e) Have an impact on the day-to-day lives of Ontarians by enhancing the quality of their experiences online.

Board Director Role

The role of the SWIFT Board Directors is to help foster the development of SWIFT. The board provides strategic direction and oversight for the corporation. As well, the board plays a key role in helping build broadband in southwest Ontario, Caledon and Niagara.

A SWIFT Board Director is responsible to:

- a) Provide strategic direction and oversight for the SWIFT Project.
- b) Help develop and implement policies that support the SWIFT vision.
- c) Attend various weekday meetings in various locations across southwest Ontario, Caledon and Niagara and the Annual General Meeting (travel and expenses are reimbursed).
- d) Participate in committee work and associated conference calls.
- e) Approve SWIFT's corporate plan and annual budget.

Directors are expected to serve on committees and attend board meetings regularly.

If elected to the board, successful candidates are expected to attend the Annual General Meeting (AGM) and the inaugural board meeting in spring of each year.

Desired Skills & Experience

The SWIFT board has a board skills matrix (see Appendix A) that outlines the skills and experience SWIFT looks for when reviewing applications.



SWIFT seeks members who have:

- a) Experience in the telecommunications industry;
- b) Finance, accounting and audit experience;
- c) Legal experience;
- d) Senior organization leadership;
- e) Experience with and understanding of the board's oversight role with respect to risk management; and
- f) Previous board experience with solid understanding of board governance.

Director Classes

The SWIFT board is broken into two classes:

- a) **WOWC Directors** - up to fifteen (15) directors elected by the WOWC (Western Ontario Wardens Caucus) Member class that includes the 15 upper and single tier municipalities of the WOWC.
- b) **Contributing Directors** - up to five (5) directors elected by the Contributing Member class that includes the other municipalities that have funded the project and are not members of the Western Ontario Wardens Caucus (WOWC).

Board Director Term Length

The term length for open WOWC and Contributing Directors is two years.

Term limits have been set to eight (8) years total for all classes of director.

Director Qualifications

To be eligible to become a director, an individual must:

- a) Consent to be a candidate, and, if elected, a director;
- b) Must not be a direct employee or director of a Telecom Service Provider (example, Municipal Utility-Telcom, Telecom Cooperative, etc.); and
- c) On application due date;
 - I. is 18 years of age or older;
 - II. has not been declared incapable by a court in Canada or in another country; and
 - III. does not have the status of a bankrupt.



How to Join the Board as a WOWC Director

Joining the board as a WOWC Director is open to individuals who are members of the board of directors of the Western Ontario Wardens' Caucus and/or an elected official of a WOWC Member.

Becoming a WOWC Director can be achieved by following these steps:

- a) Each WOWC Member will nominate a representative to the board via a resolution of council.
- b) Member nominee will complete SWIFT's online application.
- c) SWIFT Executive Committee reviews each application for eligibility. Candidates may be contacted by the Executive Committee with follow-up questions to help make their decision. The list of eligible candidates is then forwarded to WOWC for review and approval.
- d) WOWC reviews the candidates and presents the slate to the WOWC Caucus for approval.
- e) Formal appointment of the WOWC member slate at the SWIFT AGM.

Both WOWC and Contributing Directors who have previously served on the Board and are nominated to serve another term are not required to resubmit an application. (step b.)

How to Join the Board as a Contributing Director

Joining the board as a Contributing Director is open to elected officials of a municipality that is (i) not a member of the Western Ontario Wardens' Caucus and (ii) a member of the Corporation. Contributing Directors must be an elected official of a municipality that is a Contributing Member of the Corporation.

Becoming a Contributing Director can be achieved by following these steps:

- a) Each Contributing Member will nominate a representative to the board via a resolution of council.
- b) Member nominee will complete SWIFT's online application.
- c) SWIFT Executive Committee reviews each application for eligibility. Candidates may be contacted by the Executive Committee with follow-up questions to help make their decision.
- d) The slate will be confirmed by a vote at the SWIFT AGM.

Both WOWC and Contributing Directors who have previously served on the Board and are nominated to serve another term are not required to resubmit an application. (step b.)



Director Compensation

Remuneration for elected directors is based on an annual resolution passed by the Board of Directors. This remuneration includes an annual base salary, per meeting per diem and reimbursed expenses.

Which Directors Are Eligible for Compensation?

Both classes of elected directors of SWIFT are given remuneration to recognize their time and effort and to help the organization attract and retain experienced and knowledgeable members to its board.

What Compensation Do Directors Receive?

Directors are compensated based on their role within the board of directors, the number and types of meetings they attend, and any additional committee work performed.

Appendix A – Board Skills Matrix

Following is the board skills matrix.

DIRECTOR KEY STRENGTHS	COMPETENCY
Previous Board of Directors Experience	Experience in serving on public, private, or not-for-profit Boards operating with strong governance policies and practices.
Not-for-Profit and Public-Sector Experience	Not-for-Profit and Public-sector experience including knowledge of how governments operate, and the Canadian regulatory regime in which SWIFT operates.
Organizational Strategic Planning	Experience with planning, evaluating, and developing organizational strategic plans, and allocating resources to achieve desired outcomes. This includes a demonstrated ability to focus on longer-term goals and strategic outcomes, as separate from day-to-day management and operational experience.
Business/Corporate Planning	Experience in business/corporate planning for public, private, or not-for-profit sectors.
Financial Management Knowledge	Understanding of financial operational management and the proper application of internal controls for public, private, or not-for-profit sectors.
Accounting and Audit Experience	Financial literacy and knowledge of financial reporting, and knowledge of the considerations and issues associated with the auditing requirements for public, private or not-for-profit sectors.
Risk Management Experience	Experience in the process of identifying principal enterprise-wide corporate risks and to ensure that management has implemented the appropriate systems to mitigate and manage risk.
Legal Background	Background, experience, and understanding of the areas of law related to SWIFT's business, such as contract, Telecom, IT, privacy, trademark, patent, etc.
Human Resources Experience	Understanding of human resource considerations and issues such as executive recruitment, succession planning, total compensation, performance management and organizational development.
Telecommunications Industry Experience	Telecommunications experience related to SWIFT's line of business and mandate, including an understanding of emerging industry trends.
Technical Knowledge	Experience and understanding of telecommunications technology including wireline and wireless technologies.
Marketing and Communications Experience	Experience in marketing and communications.



SWIFT Corporate Policy

Board of Directors Terms of Reference

PL-03-01

Author:	Barry Field, Executive Director
Current Version:	V2.5 FINAL

Board Approved Version:	V2.5
Approving Resolution #:	BM-02-2025-07
Board Approval Date:	October 24, 2025

Annual Review Complete:	July 11, 2025
Next Review:	July 2026
Annual Review Approver:	Executive Committee

Policy Control Log

Version #	Revision Description	Revision Date	Approval Date
V1.0	Initial Release in Corporate Policy Manual PL-07-18 V4 (Policy #18)	09-Jun-17	8-Nov-19
V2.0	New template, addition of Executive Director, and few minor edits	20-Mar-20	3-Apr-20
V2.1	Annual Review	14-May-21	9-Jul-21
V2.2	Annual Review including minor grammatical corrections, changing strategic review from annual to biennial, and removal of reference to the Strategic Planning Policy of SWIFT.	13-May-22	22-Jul-22
V2.3	Annual review including updating the wording of Chairman to Chair.	19-May-23	14-Jul-23
V2.4	Annual review. No changes required.	12-Jul-24	18-Oct-24
V2.5	Annual review. No changes required.	11-Jul-25	24-Oct-25

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1. PURPOSE

Southwestern Integrated Fibre Technology ("SWIFT") shall adhere to the following Policy, which will establish Terms of Reference for the Board of Directors ("Board").

2. SCOPE

The policy applies to the SWIFT Board of Directors.

3. OBJECTIVE

The Board is responsible for operating in accordance with the requirements of SWIFT By-Law No. 1. This document captures additional requirements of the Board. In the event of any conflict between this document and SWIFT By-Law No. 1, the terms of SWIFT By-Law No. 1 shall prevail.

4. GOVERNING STYLE

The Board is directly accountable to the stakeholders and the public for the prudent oversight of SWIFT's operations. The Board is to safeguard the mission and vision of SWIFT and to establish SWIFT's long-term goals and direction. The Board defines SWIFT's values and culture in which it expects the CEO/Executive Director to manage the day-to-day operations. The Board will embody the behaviour necessary to govern with fairness and to the highest ethical and moral standards.

5. LIMITATION OF MANAGEMENT'S RESPONSIBILITIES AND AUTHORITY

The CEO/Executive Director is to be responsible for managing the day-to-day operations of SWIFT. This includes the supervision of the management team and SWIFT's outside consultants. The CEO/Executive Director is responsible for the implementation of SWIFT's objectives and the resolutions of the Board as well as the appropriate and timely feedback on the results of the CEO/Executive Director's efforts.

6. COMPOSITION AND OPERATION

Composition and operation of the Board shall follow the requirements of SWIFT By-Law No. 1.

7. ROLES, RESPONSIBILITIES AND FUNCTIONS

Duties of Directors shall follow the requirements of SWIFT By-Law No. 1.

The Board's fundamental objectives are to enhance and preserve long-term stakeholder value, to ensure SWIFT meets its obligations on an ongoing basis, and that SWIFT operates in a reliable manner. In performing its functions, the Board shall also consider the legitimate interests of other stakeholders of SWIFT. The stewardship of SWIFT involves the Board's participation in strategic planning, financial reporting, risk management and mitigation, senior management determination, communication planning, and internal control integrity.

The Board explicitly acknowledges responsibility for the stewardship of SWIFT, including the following:

- a) Satisfying itself as to the integrity of the CEO/Executive Director and other senior management, as to create a culture of integrity.
- b) Adoption of a strategic planning process and approving on at least a biennial basis, a strategic plan which accounts for the opportunities and risks of SWIFT.
- c) Ensuring management has adopted a process that is in line with the Board's expectations on budgeting and forecasting. This includes formally approving the SWIFT budget and business plan on an annual basis, or more frequently if modifications are required, in accordance with the Budgeting and Forecasting Policy.
- d) Identification of the principal risks of SWIFT and the implementation of appropriate systems to mitigate these risks.
- e) Succession planning including the appointment, training, and monitoring of senior management.
- f) Adopting appropriate reporting and communication processes for SWIFT.
- g) Ensuring the integrity of SWIFT's internal control and management information systems.
- h) Developing SWIFT's approach to corporate governance.

7.1. Strategic Planning

The Board has oversight responsibility in reviewing and approving the mission of SWIFT as well as its goals and objectives. In doing so, the Board shall consider the opportunities and risks of the business. The Board is to review SWIFT's operating and financial performance results relative to the established strategy, budgets and objectives on an annual basis. The Board is also responsible for providing management with input on emerging trends and issues on strategic plans, objectives and goals developed by management.

7.2. Policies and Procedures

The Board is responsible for approving the corporate policies of SWIFT, and applicable procedures where required, which are designed to ensure that SWIFT operates at all times within the applicable laws and regulations and to the highest ethical and moral standards.

The Board is also responsible for carrying out their duties in accordance with such policies and for monitoring compliance with the significant policies and procedures.

The Board is responsible for adopting the written SWIFT Code of Conduct which is applicable to all Directors, officers, and employees of SWIFT. All Directors are also responsible for acknowledging their adherence to the applicable terms of the Code of Conduct at least annually, or more frequently, as modifications occur.

7.3. Risk Management

The Board has the responsibility of understanding the principal risks of the business in which SWIFT is engaged. The Board is to achieve an appropriate balance between risks incurred and the potential return to stakeholders while confirming that there are systems in place which effectively monitor and manage those risks with a view to the long-term viability of SWIFT.

7.4. Financial Reporting

The Board must ensure management has a policy and process for the preparation of financial reports and information internal use by management and directors, and external reporting for use by external stakeholders. The Board must formally approve externally reported financial information and ensure the appropriate reporting process is being adhered to by SWIFT management. This includes ensuring that there is an adequate system in place to maintain financial records.

7.5. Compliance Management

The Board has the responsibility of ensuring SWIFT management is effectively managing any risks relating to compliance management. This is including, but not limited to, regulatory compliance with regards to:

- a) **Procurement:** The Board must ensure management maintains a policy and process over the procurement of goods and services which is in line with any regulatory requirements.
- b) **Privacy:** The Board must ensure management maintains appropriate controls over the gathering, use, disclosure, and management of any confidential information. This includes ensuring the appropriate information systems are maintained.

- c) **Anti-Fraud:** The Board must ensure the appropriate processes and controls have been developed that will aid in the detection and prevention of fraud, misappropriation, and other irregularities, in order to protect SWIFT's reputation, assets and information. The Board must ensure that management reports all instances of known or suspected fraud to the Board and any relevant regulatory bodies.

7.6. Liquidity and Cash Flow Management

The Board has the responsibility of ensuring SWIFT management is effectively managing any liquidity and cash flow risks facing SWIFT, including oversight of SWIFT's borrowing activities. This includes adopting cash management policies and processes that meet the Board's expectations, ensuring the appropriate information is received from management to effectively monitor their processes and borrowing activities, and ensuring the establishment of effective internal controls associated with cash flow management.

7.7. Information Technology and Cyber Security Management

The Board must ensure SWIFT management enforces appropriate requirements for protecting SWIFT's technology and information assets. These requirements must ensure:

- a) SWIFT information systems are adequately protected from security threats (unauthorized access, loss, corruption).
- b) Information security measures are in line with regulatory and legal requirements.
- c) Users (employees, service providers, and other authorized users of SWIFT systems) understand their responsibilities to protect the confidentiality and integrity of data.

7.8. Public Accountant Management

The Members have the ability to appoint a public accountant at each annual meeting. The appointment of a public accountant shall follow the requirements of SWIFT By-Law No. 1.

If appointed, the Board must also determine and approve the remuneration of the public accountant. A process must be in place to monitor the performance of the public accountant against the intended duties. This must occur prior to each annual meeting, at a minimum, or more frequently where required.

7.9. Position Descriptions

The Board is responsible for developing position descriptions for the Chair of the Board, the Chair of each established Board committee and the CEO/Executive Director.



The Board is to develop and approve the corporate goals and objectives by which the CEO/Executive Director is responsible for meeting as well as a description of the responsibilities of the individual Directors. This includes the basic duties of a Director as well as the expectation for attendance at Board meetings and advanced preparation of meeting materials.

Position descriptions shall follow the requirements (duties and powers) of SWIFT By-Law No. 1.

7.10. Monitoring

The Board has the responsibility of reviewing and approving SWIFT's financial statements and overseeing SWIFT's compliance with applicable requirements. The Board is to verify that SWIFT is, at all times, operating within applicable laws and regulations to the highest ethical and moral standards. The Board is responsible for verifying that SWIFT has implemented adequate internal control and management information systems to ensure the effective discharge of its responsibilities.

The Board has the responsibility of adopting processes for the monitoring of the Corporations' progress towards its strategic and operational goals and to alter management's direction in response to changing circumstances which affect SWIFT. If SWIFT's performance falls short of its goals, the Board is to take action. The Board shall approve material transactions outside of SWIFT's ordinary course of business, and in accordance with any approved Corporate Policies.

7.11. Reporting and Communication

The Board is to verify that SWIFT has policies and programs in place to enable SWIFT to communicate effectively with its stakeholders and the general public. The Board shall ensure that the financial performance of SWIFT is adequately reported to stakeholders and regulators on a timely and regular basis.

7.12. Board Evaluation

The Board is responsible for ensuring that the Board, its committees, and each individual Director are regularly assessed regarding their effectiveness and contribution. The Board is to implement a process for assessing the Board and Board committees in consideration of its mandates and the Directors in consideration of the competencies and skills the Director is expected to maintain.

Regular Director terms of office and removal shall follow the requirements of SWIFT By-Law No. 1.



7.13. Independence

The Board is responsible for implementing appropriate structures and procedures to permit the Board to function independently of management.

7.14. Conflict and Complaint Resolution

The Board shall review any complaints identifying that a Director has violated any of SWIFT's policies, such as the written Code of Conduct. The Board shall also review any disputes between Directors that interfere with the Board's ability to carry out its duties and responsibilities. The review of such complaints or disputes will include an opportunity for the Directors involved to present their positions. Complaints may be referred to an independent arbitrator if a resolution cannot be established internally. The recommendations for resolution will be approved by the Board and the ruling of the Board shall be final. If a Director refuses to abide by the ruling, the Board may take disciplinary action as needed.

7.15. Director Compensation

The Board is to review the adequacy and form of compensation provided to the Directors to ensure it adequately reflects the responsibilities and risks involved in being an effective Director, including any policy on per diems.

7.16. Annual Review of Terms of Reference

The Board shall review and assess the adequacy of the terms of reference at least annually. It should also perform a self-review on its adherence to these terms. This self-review could assist in recommending improvements to information (frequency or content) provided to the Board to meet the terms.

7.17. Appointment, Training and Monitoring of Senior Management

The Board shall appoint the CEO/Executive Director and all other senior management. The Board is to develop position descriptions for such persons, approve their compensation, and monitor the CEO/Executive Director's performance against a set of mutually agreed corporate objectives directed at maximizing stakeholder value. The Board may provide advice and counsel in the execution of the CEO/Executive Director's duties as appropriate. The Board is to ensure that a process is established that adequately provides for succession planning including the appointment, training and monitoring of senior management and to establish limits surrounding the authority delegated to management.

Position descriptions shall follow the requirements (duties and powers) of SWIFT By-Law No. 1.

7.18. Meetings

Meetings of the Board shall follow the requirements of SWIFT By-Law No. 1.

8. OVERSIGHT ESSENTIALS

8.1. Orientation and Training

An orientation and education program for newly appointed Directors of the Board will be provided. The orientation program is to familiarize the new Directors with SWIFT's activities, including the reporting structure, strategic plans, management, and significant financial, accounting and risk issues, as well as compliance programs and policies. The training will ensure that the Directors understand the individual contribution they are expected to add to the Board, including the commitment of time and resources. Newly appointed Directors of the Board are expected to attend orientation activities.

8.2. Continuing Education

Continuing education opportunities will be provided for all Directors to ensure that individual Directors maintain and enhance their skills and abilities. Continuing education shall ensure that the Directors' knowledge and understanding of SWIFT's business environment and operations remains current to effectively carry out their duties.

8.3. Access to Records

The Board will be permitted access to all of the records and information of SWIFT that it deems necessary to perform its duties.

8.4. Committees

As authorized by By-Law No. 1 the Board can establish committees to carry out its duties through committees and to appoint directors to be members of these committees. The Board assesses the matters to be delegated to committees of the Board and the constitution of such committees annually or more frequently, as circumstances require. From time to time the Board may create ad-hoc committees to examine specific issues on behalf of the Board.

If a committee is formed, the Board shall elect a Chair of the committee and establish a committee mandate or terms of reference. The mandate or terms of reference will specify the requirements for assessing, appointing, and monitoring its members.



The following are illustrative or commonly used committees that can be established to assist the board:

- d) Executive Committee
- e) Audit and Risk Committee;
- f) Corporate Governance Committee;
- g) Finance Committee;
- h) Human Capital & Compensation Committee;
- i) Nominating Committee

8.5. Authority to Engage Outside Advisors

The Board has the authority to engage outside advisors as it deems necessary to carry out its duties, including the identification and review of candidates to serve as Directors or officers. SWIFT shall provide appropriate funding, as determined by the Board, for payment of the compensation of any advisors engaged by the Board and the ordinary administrative expenses of the Board necessary for the carrying out of duties.

Good afternoon,

My wife and I watched the Region of Waterloo Council Meeting last night. In terms of disclosure, we donate annually to the Working Centre.

We moved to the Victoria Park area in January 2024. As retirees from the hospital sector, we took on cleaning-up the Iron Horse Trail from

Ottawa Street to John in Waterloo several times a week. We added the full Henry Sturm Trail to our coverage in 2025.

Both pathways experience a sustained presence of used & unused drug paraphernalia, vandalism, property damage, littering and illegal dumping.

As a retired healthcare professional servicing the addicted and seriously mentally ill populations, it's a no-brainer that some of the above

problems are connected to the Victoria Street encampment. A visible example are the stolen grocery carts and other hoarded materials

seen at encampments globally. Photos of concerning sites along the pathways are on my Facebook page, Kitchener Trail Trash.

As a citizen and taxpayer, I echo the statements made by Mr Fehre as well as another delegate who disclosed she is a nurse. At the end of the

day, we are wasting numerous resources enabling trespassers occupying Region land who are mentally capable under most Provincial Acts.

I support the recommendation that the Court provide supervision of clearing the site for the optimal benefit of the trespassers as well as the community.

Donald G Johnston BSN, MA

Kitchener, ON