

**Toronto
Port
Authority**



**Administration
Portuaire
de Toronto**

Geoffrey A. Wilson
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May 21, 2014

Brian Iler
Chair, CommunityAIR
7th Floor, 150 John Street
Toronto, Ontario
M5V 3E3

Dear Mr. Iler,

Thank you for your recent correspondence regarding the Toronto Port Authority and its Chairman, Mark McQueen.

As you correctly point out, Mr. McQueen has completed two, three-year terms as a Director of the Toronto Port Authority. The TPA's Letters Patent provide that Directors may serve two consecutive terms but, as you also correctly point out, the *Canada Marine Act* provides for an additional term allowing Directors to serve up to three, three-year terms comprising nine years in total.

As you may also know, Section 1.3 of the Letters Patent provides that "if there is any conflict between the Letters Patent and the Act or Regulations, the Act or Regulations shall prevail." This allows for, per the *Canada Marine Act*, a Director to serve up to three terms or nine years despite the restrictions in the Letters Patent. The Canada Marine Act also provides that a Director's term continues after expiration until such time as his/her successor is elected. Mr. McQueen was elected to the TPA Board as a Director on August 23, 2007.

Also of note, under the terms of the TPA's Letters Patent, the Chair serves a term of two years, which is renewable at the election of TPA's Board of Directors. Mr. McQueen was last elected Chair by the TPA Board on March 28, 2013.

I trust this letter has addressed your query and appreciate your interest in the Toronto Port Authority.

Sincerely,

TORONTO PORT AUTHORITY

A handwritten signature in black ink, appearing to read 'G. Wilson', with a long horizontal flourish extending to the right.

Geoffrey A. Wilson
President & Chief Executive Officer