

MINUTES
THE BOARD OF GOVERNORS OF EXHIBITION PLACE
Gossip Restaurant - Exhibition Place
Friday, February 27, 2009 – 8:30 a.m.

The Board of Governors of Exhibition Place met at Gossip Restaurant – Exhibition Place on Friday, February 27, 2009.

PRESENT: Joe Pantalone, Deputy Mayor, City of Toronto/Chair, Board of Governors
Brian Ashton, Mona ElSayed, Mark Grimes, Knox Henry, Camilla Mackenzie, Jim McMillen, Jim Melvin, Rocco Maragna

APOLOGIES: Maria Augimeri, Gloria Lindsay Luby, Gord Perks, John Weatherup

ATTENDING: Dianne Young, Chief Executive Officer
Ward Earle, Solicitor/City Legal
Linda Costa, Assistant to the Corporate Secretary
Jennifer Foster, Administrative Assistant/General Manager/Sales & Events
Hardat Persaud, Chief Financial Officer
Mark Goss, General Manager/Operations
Arlene Campbell, General Manager/Events & Sales
David Bednar, General Manager/CNE
Sandy Douglas, Director/Human Resources
Marc Petitpas, General Manager/BMO Field
Vince Bozzo, Manager/Event Operations/BMO Field
Julien Masson, Manager/Accounting/BMO Field
Arlene Jang, IT/Telecom
Thomas McLaughlin, Regional Vice-President
Palace Sports & Entertainment/Centreplate
Ashton Sequiera, General Manager/Centreplate

Deputy Mayor Joe Pantalone presided, and Linda Costa acted as Secretary to the meeting. The meeting was called to order at 8:35 a.m.

The Chair introduced and welcomed Thomas McLaughlin, Regional Vice President, Palace Sports & Entertainment/Centreplate and Ashton Sequiera, General Manager/Centreplate.

The Chair advised that the Business Development Committee met on February 25, 2009 at City Hall with respect to some issues related to the Conference Centre Project. The Business Development Report is listed on the agenda as item 17, Conference Centre February 2009 Construction Update.

Before proceeding with the regular business of the meeting, the Chair requested members to indicate the report on the public agenda wherein they have an interest, together with the nature of the interest. None were declared.

1. MINUTES OF PREVIOUS MEETING

On motion duly made by Knox Henry, and **CARRIED**, it was **RESOLVED** that the Minutes of Meeting of the Board of Governors held on January 23, 2009, be **VERIFIED** in the form distributed to the members.

CONSIDERATION OF REPORTS

The Chair proposed that the Board proceed through the reports on the agenda with members indicating those reports, by number, on which they wish to speak; that the Board then proceed with the adoption of the remaining reports; and then give consideration to those reports held for discussion at the request of the members, not necessarily in the order that they appear on the agenda.

2. ACCOUNTS RECEIVABLE–DEC & EXHIBITION PLACE–JANUARY 31, 2009

Upon the question of the adoption of Report No. 3 dated February 16, 2009 and the Confidential Attachment 1 dated February 12, 2009 to the report from the Chief Executive Officer entitled “Accounts Receivable – Direct Energy Centre and Exhibition Place as at January 31, 2009”, it was received for **INFORMATION**.

3. MANAGEMENT REPORT – JANUARY 31, 2009

Upon the question of the adoption of Report No. 5 dated January 31, 2009 from the Chief Executive Officer and General Manager/Sales & Events entitled “Management Report for January 31, 2009”, it was received for **INFORMATION**.

4. **2008 CAPITAL WORKS PROGRAM – YEAR END REPORT**
Upon the question of the adoption of Report No. 6 dated February 12, 2009 from the Chief Executive Officer entitled “2008 Capital Works Program – Year End Report”, it was received for **INFORMATION**.
5. **2009 CAPITAL WORKS PROGRAM – JANUARY PROGRESS REPORT**
Upon the question of the adoption of Report No. 7 dated February 12, 2009 from the Chief Executive Officer entitled “2009 Capital Works Program – January Progress Report”, it was received for **INFORMATION**.
6. **TRAVEL APPROVAL FOR THE CEO**
Upon the question of the adoption of Report No. 8 dated February 20, 2009 from the Chief Executive Officer entitled “Travel Approval for the CEO”, it was **APPROVED**.
7. **SECURITY PROGRAM FOR EXHIBITION PLACE**
Upon the question of the adoption of Report No. 9 dated February 11, 2009 and the Confidential Attachment 1 dated February 18, 2009 to the report from the Chief Executive Officer entitled “Security Program for Exhibition Place”, it was received for **INFORMATION**.
8. **NOTICE TO AMEND PROCEDURAL BY-LAW 3-08**
Upon the question of the adoption of Report No. 13 dated February 6, 2009 from the Chief Executive Officer entitled “Notice to Amend Procedural By-Law 3-08, it was **APPROVED**.
9. **CONFERENCE CENTRE JANUARY 31ST CONSTRUCTION UPDATE**
Upon the question of the adoption of Report No. 10 dated February 11, 2009 and the Confidential Attachment 1 to the report from the Chief Executive Officer entitled “Conference Centre January 31ST Construction Update”, it was received for **INFORMATION**.

The Chair proposed that the Board give consideration to those reports held for discussion at the request of the members. The Board concurred with the following.

10. **BMO FIELD – MANAGEMENT REPORT – DECEMBER 2008**
Marc Petitpas, General Manager/BMO Field and Vince Bozzo, Manager/Event Operations/BMO Field provided a detailed power-point presentation with respect to the 2008 Year End Review, followed by a brief question/answer session.
The Chair advised that the Stadium Advisory Committee are scheduled to meet on Friday, April 17, 2009 at Exhibition Place following the regular Board meeting with respect to issues of proposed rental rate increases and invited members to attend if they so wished.
On motion duly made by Knox Henry and **CARRIED**, it was **RESOLVED** that the power-point presentation on the 2008 Year End Review and Report No. 4 dated December 2008 from the General Manager/BMO Field with respect to the Management Report for December, be received for **INFORMATION**; and **FURTHER** that, staff be applauded on the success of the BMO Field and what it has brought to both Exhibition Place and to the City of Toronto.
11. **AGREEMENT WITH DIRECT ENERGY SERVICES LIMITED – DEMAND RESPONSE**
On motion duly made by Jim Melvin, and **CARRIED**, it was **RESOLVED** that Report No. 11 dated February 17, 2009 and the Confidential Attachment 1 dated February 23, 2009 to the report from the Chief Executive Officer, be recommended to City Council for **APPROVAL**, thereby authorizing an agreement with Direct Energy and CPower to jointly act as an “Aggregator” for Exhibition Place with respect to OPA’s Demand Response Program, based on the terms and conditions set out in subject report; and **FURTHER** that, staff be applauded on securing this program given it will produce cash flow.
12. **POLICE BACKGROUND CHECK POLICY**
On motion duly made by Mona ElSayeh, and **CARRIED**, it was **RESOLVED** that Report No. 12 dated February 9, 2009 from the Chief Executive Officer, be **APPROVED**, thereby authorizing and implementing a Police Background Check Policy.
13. **PARKING RATE ADJUSTMENT**
On motion duly made by Jim Melvin and **CARRIED**, it was **RESOLVED** that Report No. 14 dated February 2, 2009 from the Chief Executive Officer, be **APPROVED**, thereby increasing the regular parking rates, as noted below, at the Direct Energy Centre indoor garage commencing after Labour Day 2009, and subject to the approval of the CEO during those select show dates when the garage is full;
 - (a) the regular daily flat rate of \$12 inclusive of taxes, be increased to \$15, and
 - (b) the regular evening flat rate of \$9, inclusive of taxes, be increased to \$12.
14. **RESOLUTION RE CLOSED SESSION**
On motion duly made by Mark Grimes and **CARRIED**, it was **RESOLVED** that the Board go into Closed Session for the purposes of dealing with items of a proprietary, personnel and of a contractual nature.

The Board members reconvened in public session at 9:20 am and concurred with the following proposal.

15. **ACCOUNTS RECEIVABLE–Direct Energy Centre & EXHIBITION PLACE–DECEMBER 31, 2008**
On motion duly made by Jim Melvin, and **CARRIED**, it was **RESOLVED** that Report No. 2 dated February 16, 2009 and the Confidential Attachment 1 dated February 12, 2009 to the report from the Chief Executive Officer with respect to the Accounts Receivable – Direct Energy Centre and Exhibition Place as at December 31, 2008, be received for **INFORMATION**.
16. **RESOLUTION RE ABSENTEEISM**
On motion duly made by Camilla Mackenzie and **CARRIED**, it was **RESOLVED** that Maria Augimeri, Gloria Lindsay Luby, Gord Perks and John Weatherup having notified the Corporate Secretary of their unavailability to attend this meeting of the Board, be **EXCUSED**.
17. **DATE OF NEXT MEETING**
The next regular meeting of the Board is scheduled to be held on **Friday, April 17, 2009** at 8:30 a.m.

OTHER BUSINESS

18. **CONFERENCE CENTRE FEBRUARY 2009 CONSTRUCTION UPDATE**
On motion duly made by Knox Henry and **CARRIED**, it was **RESOLVED** that Report No. 17 dated February 25, 2009 and the Confidential Attachment 1 to the report from the Business Development Committee with respect to the Conference Centre February 2009 Construction Update, be received for **INFORMATION**.

ADJOURNMENT

There being no further business, the Chair adjourned the meeting at 9:25 a.m.
(Copies of the communications, reports and other documents referred to in the minutes of this meeting have been distributed to the members and copies thereof inserted as schedules to the official minutes of the proceedings of this meeting of the Board.)

VERIFIED at a meeting of the Board of Governors of Exhibition Place held on the 17th day of April, 2009.