

Item No. 3

MINUTES
THE BOARD OF GOVERNORS OF EXHIBITION PLACE
Fountainblu Side Room – Queen Elizabeth Building - Exhibition Place
Friday, July 5, 2013 – 8:30 a.m.

The Board of Governors of Exhibition Place met in the Fountainblu Side Room – Queen Elizabeth Building - Exhibition Place on Friday, July 5, 2013 at 8:30 a.m.

PRESENT: Mark Grimes, Chair
Connie Dejak, Michael Layton, Gloria Lindsay Luby, Giorgio Mammoliti,
Sean Webster

APOLOGIES: Wayne Copeland, Hugh Mansfield, Gord Perks

STAFF: Dianne Young, Chief Executive Officer
Fatima Scagnol, Corporate Secretary
Alison Fowles/Solicitor, City Legal
Hardat Persaud, Chief Financial Officer
Arlene Campbell, General Manager/Sales & Events Management
Mark Goss, General Manager/Operations
Jeff Gay, Director/Event Services
Ron Mills, Director/Facility Services
Frank Martindale, Director/Operations
Gabe Mullan, Director/Parking & Security Services
Laura Purdy, Director/Sales & Marketing
Danny Chui, Manager/Capital Works
Peter Church, General Manager/BMO Field
Ryan Gillis, Manager/Accounting – BMO Field
Audrey Borges, Records Analyst/Exhibition Place
Jayne Allan/City of Toronto/Employee & Labour Relations

PRESENTORS/ Joe Pantalone, Consultant
DEPUTANTS Joe Dominelli, Owner/BC Partnership

Mark Grimes presided, Fatima Scagnol acted as Secretary to the meeting, and Audrey Borges assisted with minute-taking. The meeting was called to order at 8:30 a.m.

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. No conflicts were declared.

1. MINUTES OF PREVIOUS MEETING

- a) On motion duly made by Sean Webster, seconded and **CARRIED**, it was **RESOLVED** that the Minutes of the Meeting of the Board of Governors held on Friday, May 24, 2013, be **VERIFIED** in the form distributed to the members.
- b) On motion duly made by Sean Webster, seconded and **CARRIED**, it was **RESOLVED** that the Minutes of the Special Meeting of the Board of Governors held on Thursday, May 30, 2013, 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. The Board concurred with the following.

2. 2013 CAPITAL WORKS PROGRAM – MAY PROGRESS REPORT

Upon the question of the adoption of Report No. 2 dated June 19, 2013 from the Chief Executive Officer with respect to the 2013 Capital Works Program – May Progress Report, it was received for **INFORMATION**.

3. BMO MANAGEMENT REPORT – APRIL 2013

Upon the question of the adoption of Report No. 3 dated April 2013 from the General Manager/BMO Field with respect to the BMO Management Report for April 2013, it was received for **INFORMATION**.

4. BMO MANAGEMENT REPORT – MAY 2013

Upon the question of the adoption of Report No. 4 dated May 2013 from the General Manager/BMO Field with respect to the BMO Management Report for May 2013, it was received for **INFORMATION**.

5. EXHIBITION PLACE MANAGEMENT REPORT – MAY 2013

Upon the question of the adoption of Report No. 5 dated May 31, 2013 from the Chief Executive Officer and the General Manager/Sales & Events Management with respect to the Exhibition Place Management Report for May 2013, it was received for **INFORMATION**.

6. ANNUAL RENTAL AGREEMENT – FESTIVAL MANAGEMENT COMMITTEE (“FMC”) FOR THE SCOTIABANK TORONTO CARIBBEAN CARNIVAL 2013

Upon the question of the adoption of Report No. 7 dated June 18, 2013 from the Chief Executive Officer with respect to the Annual Rental Agreement for the Scotiabank Toronto Caribbean Carnival, it was **APPROVED**.

7. TENDER REPORT – SALON 108 RENOVATION AT DIRECT ENERGY CENTRE

Upon the question of the adoption of Report No. 8 dated June 19, 2013 from the Chief Executive Officer with respect to the Tender Report for Salon 108 Renovation at Direct Energy Centre, it was **APPROVED**.

8. WASHROOMS RENOVATION AT DEC – PHASE I, II, III & IV

Upon the question of the adoption of Report No. 9 dated June 24, 2013 from the Chief Executive Officer with respect to the Washrooms Renovation at Direct Energy Centre – Phase I, II, III and IV, it was **APPROVED**.

9. **DISTRIBUTED ENERGY SYSTEM AT EXHIBITION PLACE**

Upon the question of the adoption of Report No. 11 dated June 19, 2013 from the Chief Executive Officer with respect to Distributed Energy System at Exhibition Place, it was **APPROVED**.

10. **NATIONAL SOCCER STADIUM (BMO FIELD) 2014 CAPITAL BUDGET**

Upon the question of the adoption of Report No. 12 dated June 26, 2013 from the Finance & Audit Committee with respect to the National Soccer Stadium (BMO Field) 2014 Capital Budget, it was **APPROVED**.

11. **2014 OPERATING BUDGET**

Upon the question of the adoption of Report No. 14 dated June 26, 2013 from the Finance & Audit Committee with respect to the 2014 Operating Budget, it was **APPROVED**.

12. **ACCOUNTS RECEIVABLES – DIRECT ENERGY CENTRE, ALLSTREAM CENTRE & EXHIBITION PLACE AS AT MAY 31, 2013**

Upon the question of the adoption of Report No. 15 dated June 20, 2013, and the Confidential Attachment 1 to subject report, from the Chief Executive Officer with respect to Accounts Receivables for Direct Energy Centre, Allstream Centre and Exhibition Place as at May 31, 2013, it was **APPROVED**.

13. **INTERNATIONAL BROTHERHOOD OF ELECTRICAL WORKERS LOCAL 353 – UNION AGREEMENT**

Upon the question of the adoption of Report No. 16 dated June 19, 2013, and the Confidential Attachment 1 to subject report, from the Chief Executive Officer with respect to International Brotherhood of Electrical Workers Local 353 Union Agreement, it was **APPROVED**.

14. **EXPANSION OF MLSEL OFFICE SPACE IN RICOH COLISEUM**

Upon the question of the adoption of Report No. 17 dated June 26, 2013, and the Confidential Attachment 1 to subject report, from the Chief Executive Officer with respect to the Expansion of the MLSEL Office Space in Ricoh Coliseum, it was **APPROVED**.

15. **2 STRACHAN AVENUE BILLBOARD SIGN AGREEMENT WITH CLARITY OUTDOOR MEDIA INC.**

Upon the question of the adoption of Report No. 19 dated June 18, 2013, and the Confidential Attachment 1 to subject report, from the Chief Executive Officer with respect to 2 Strachan Avenue Billboard Sign, it was **APPROVED**.

Councillor Michael Layton joined the meeting at 8:40 a.m.

16. LABOURERS' INTERNATIONAL UNION OF NORTH AMERICA EMPLOYEES LOCAL 506 – UNION AGREEMENT

Upon the question of the adoption of Report No. 22, which was distributed at the meeting, dated June 19, 2013, and the Confidential Attachment 1 to subject report, from the Chief Executive Officer with respect to Labourers' International Union of North America Employees Local 506 Union Agreement, it was **APPROVED**; and **FURTHER** that, Ms. Jayne Allan, her team and Exhibition Place staff be acknowledged and applauded for their efforts in negotiating this agreement.

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

17. NEW TRAVEL & EXPENSE REIMBURSEMENT POLICY FOR BOARD MEMBERS

Connie Dejak suggested that consideration be given to compensate Members for personal mileage when travelling from outside the boundaries of Toronto to attend a Board meeting.

On motion duly made by Connie Dejak, seconded and **CARRIED**, it was **RESOLVED** that Report No. 6 dated June 21, 2013 from the Chief Executive Officer with respect to the New Travel & Expense Reimbursement Policy for Board Members, be **REFERRED** to the Chief Executive Officer to consider including a kilometrage provision for Members who travel outside the City boundaries to attend a Board meeting and report back to the next meeting of the Board.

18. RENTAL RATES FOR 2021 TO 2025

On a question from Connie Dejak with respect to the rationale for an increase to the rental rates, Dianne Young responded that the percentage increase is consistent with other similar venues and that consideration can still be given for special circumstances of specific shows/events, if required.

On motion duly made by Connie Dejak, seconded and **CARRIED**, it was **RESOLVED** that Report No. 10 dated June 20, 2013 from the Chief Executive Officer with respect to Rental Rates for 2021 to 2025, be **APPROVED**.

19. BC PARTNERSHIP (1475530 ONTARIO INC.) PROPERTY TAX ASSESSMENT

Mr. Joe Pantalone, acting on behalf of BC Partnership (1475530), provided an oral presentation with respect to the history related to the Bandshell Redevelopment Proposals; wherein there was only one proposal received for the Bandshell Café; the funds BC Partnership invested into the restaurant; and the concerns with Exhibition Place and the Municipal Property Assessment Corporation (MPAC), as it affects the property tax assessment BC Partnership has.

Given the ongoing concerns, Mr. Pantalone concluded by advising that BC Partnership is proposing to immediately pay 50% of the outstanding accounts receivable relating to property taxes and requested that Exhibition Place be responsible for the other 50%.

The Board entered into a question/answer session therein the following was noted.

On a question from Gloria Lindsay Luby with respect to Beerfest's annual payment of \$40,000 to BC Partnership for food and beverage service for the 3-day event, Joe Dominelli responded that BC Partnership provides complimentary breakfast and lunch for 1,700 organizers during the 3 days and that the \$40,000 is a break even cost.

On a question from Gloria Lindsay Luby with respect to BC's proposal regarding the 50% payment of property taxes and what the intent is on a go forward basis, Joe Pantalone responded that on a go forward basis all invoices from Exhibition Place related to property taxes will be paid 100% in full, however, this would not preclude BC's legal right to appeal with MPAC's decision.

On a question from Connie Dejak with respect to Councillor Mammoliti's comments regarding that Exhibition Place was not doing more to assist BC Partnership, Councillor Mammoliti responded that Exhibition Place could have done better to assist BC Partnership. Joe Pantalone added that there was some confusion on the appeal process with MPAC.

Sean Webster noted that other tenants have not come forward with respect to their property tax assessments and has BC Partnership considered asking the tenants to be included in their appeal to MPAC, Joe Pantalone responded that this would require a study and whether Exhibition Place should appeal the assessments. He further added that Exhibition Place could engage a property tax expert to assess of all of Exhibition Place.

RESOLUTION RE CLOSED SESSION

On motion duly made by Sean Webster, seconded 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 Mark Grimes/Chair, Connie Dejak, Michael Layton, Gloria Lindsay Luby, Giorgio Mammoliti and Sean Webster reconvened in public session at 9:45 a.m. and concurred with the following proposal.

On motion duly made by Giorgio Mammoliti, seconded and **CARRIED**, it was **RESOLVED** that Report No. 18 dated June 26, 2013, and the Confidential Attachment 1 to subject report, from the Finance & Audit Committee with respect to the BC Partnership (1475530 Ontario Inc.) Property Tax Assessment, be **REFERRED** to the Chief Executive Officer to negotiate a settlement with the Tenant related to the outstanding accounts receivable, and report back to the next meeting of the Board.

20. PROPOSED 2014 CAPITAL WORKS BUDGET AS PART OF THE TEN-YEAR (2014-2023) PROGRAM CITY SUBMISSION

Connie Dejak reiterated her comments from a previous Board meeting wherein Exhibition Place is in need of a detailed marketing plan, especially with the upcoming PanAm Games in 2015.

Dianne Young explained that funding of a detailed marketing plan for Exhibition Place is contained within the Operating Budget as opposed to the Capital Budget. Mark Grimes added that PanAm are responsible for the marketing of their games and not Exhibition Place.

On a question from Connie Dejak with respect to executed licence agreements for PanAm, Dianne Young responded that Exhibition Place licences are executed and the only ones pending are for BMO Field and Ricoh Coliseum.

Sean Webster suggested that PanAm Organizers provide another presentation to the Board in the near future.

On motion duly made by Connie Dejak, seconded and **CARRIED**, it was **RESOLVED** that Report No. 13 dated June 26, 2013 from the Finance & Audit Committee with respect to the Proposed 2014 Capital Works Budget As Part of the Ten-Year (2014 – 2023) Program City Submission, be **APPROVED**.

21. **DATE OF NEXT MEETING**

The Chair advised that the Corporate Secretary would poll members for a new date in early September given the regular meeting for September 20th would be cancelled.

22. **RESOLUTION RE ABSENTEEISM**

On motion duly made by Gloria Lindsay Luby, seconded and **CARRIED**, it was **RESOLVED** that Wayne Copeland, Hugh Mansfield and Gord Perks having notified the Corporate Secretary of their unavailability to attend this meeting of the Board, be **EXCUSED**.

ADJOURNMENT

There being no further business, the Chair adjourned the meeting at 10:00 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.)

Corporate Secretary

Chair

VERIFIED at a meeting of the Board of Governors of Exhibition Place held on the ____ day of _____, 2013.

Chair