

Item No. 1

MINUTES

THE BOARD OF GOVERNORS OF EXHIBITION PLACE Fountainblu Side Room – Queen Elizabeth Building - Exhibition Place Friday, September 28, 2012 – 8:30 a.m.

The Board of Governors of Exhibition Place met in the Fountainblu Side Room – Queen Elizabeth Building - Exhibition Place on Friday, September 28, 2012 at 8:30 a.m.

PRESENT: Mark Grimes, Chair
Ana Bailao, Connie Dejak, Chin Lee, Hugh Mansfield, Gord Perks

APOLOGIES: Wayne Copeland, Gloria Lindsay Luby, Sean Webster

STAFF: Dianne Young, Chief Executive Officer
Fatima Scagnol, Corporate Secretary
Alison Fowles/Solicitor, City Legal
Hardat Persaud, Chief Financial Officer
Mark Goss, Manager/Operations
David Bednar, General Manager/CNE
Sandy Douglas, Director/HR
Jeff Gay, Director/Event Services
Frank Martindale, Director/Operations
Laura Purdy, Director/Marketing
Danny Chui, Manager/Capital Works
Peter Church, General Manager/BMO Field
Ryan Gillis, Manager/Accounting – BMO Field

Mark Grimes presided, and Fatima Scagnol acted as Secretary to the meeting. The meeting was called to order at 8:45 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.

Hugh Mansfield declared an interest with respect to Report No. 16 entitled “Accounts Receivables – Direct Energy Centre, Allstream Centre & Exhibition Place as at August 31, 2012” given he has business dealings with one of the clients noted on the Confidential Attachment 1.

1. COMMUNICATIONS – MINISTER MICHAEL CHAN

Upon the question of the adoption of the Letters dated August 15th and August 27th, 2012 from Minister Chan with respect to Ontario Place, they were received for **INFORMATION**.

2. CONDOLENCE MOTION – RICHARD BIELER

Upon the question of the adoption of the Condolence Motion with respect to Richard Bieler, it was **ACKNOWLEDGED**. Following which, the Board observed a moment’s silence in memory of Richard Bieler.

3. **CONDOLENCE MOTION – LINDA NEWMAN**

Upon the question of the adoption of the Condolence Motion with respect to Linda Newman, it was **ACKNOWLEDGED**. Following which, the Board observed a moment's silence in memory of Linda Newman.

4. **MINUTES OF PREVIOUS MEETING**

On motion duly made by Gord Perks, seconded and **CARRIED**, it was **RESOLVED** that the Minutes of the Meeting of the Board of Governors held on Friday, July 27, 2012, 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.

5. **2012 CAPITAL WORKS PROGRAM – AUGUST PROGRESS REPORT**

Upon the question of the adoption of Report No. 5 dated September 13, 2012 from the Chief Executive Officer with respect to the 2012 Capital Works Program – August Progress Report, it was received for **INFORMATION**.

6. **CNEA MANAGEMENT REPORT – SEPTEMBER 2012**

Upon the question of the adoption of Report No.6 dated September 2012 from the General Manager/CNEA with respect to the CNEA Management Report for September 2012, it was received for **INFORMATION**.

7. **BMO MANAGEMENT REPORT – JUNE 2012**

Upon the question of the adoption of Report No. 7 dated June 2012 from the General Manager/BMO Field with respect to the BMO Management Report for June 2012, it was received for **INFORMATION**.

8. **BMO MANAGEMENT REPORT – JULY 2012**

Upon the question of the adoption of Report No. 8 dated July 2012 from the General Manager/BMO Field with respect to the BMO Management Report for July 2012, it was received for **INFORMATION**.

9. **EXHIBITION PLACE MANAGEMENT REPORT – AUGUST 2012**

Upon the question of the adoption of Report No. 9 dated August 31, 2012 from the Chief Executive Officer and the General Manager/Sales & Events with respect to the Exhibition Place Management Report for August 2012, it was received for **INFORMATION**.

10. **INTERNATIONAL ALLIANCE OF THEATRICAL STAGE EMPLOYEES, LOCAL 58**

Upon the question of the adoption of Report No. 10 dated September 14, 2012 from the Chief Executive Officer with respect to the International Alliance of Theatrical Stage Employees, Local 58, it was received for **INFORMATION**.

11. **CONSULTING SERVICES FOR LEED EXISTING BUILDING OPERATIONS & MAINTENANCE CERTIFICATION OF DEC**

Upon the question of the adoption of Report No. 11 dated September 13, 2012 from the Chief Executive Officer with respect to Consulting Services for LEED Existing Building Operations & Maintenance Certification of Direct Energy Centre, it was **APPROVED**.

12. **SALONS RENOVATIONS AT DIRECT ENERGY CENTRE – SALON 103**

Upon the question of the adoption of Report No. 12 dated September 13, 2012 from the Chief Executive Officer with respect to Salons Renovations at Direct Energy Centre – Salon 103, it was **APPROVED**.

13. **POLICY – COUNCILLORS’ USE OF EXHIBITION PLACE FACILITIES**

Upon the question of the adoption of Report No. 13 dated September 9, 2012 from the Chief Executive Officer with respect to a Policy regarding Councillors’ Use of Exhibition Place Facilities, it was **APPROVED**.

14. **ACCOUNTS RECEIVABLE – DIRECT ENERGY CENTRE ALLSTREAM CENTRE & EXHIBITION PLACE – AUGUST 31, 2012**

Given Hugh Mansfield had earlier declared an interest with subject report, he took no part in the voting therein.

Upon the question of the adoption of Report No. 16, and the Confidential Attachment 1 to subject report, dated September 12, 2012 from the Chief Executive Officer with respect to the Accounts Receivable for Direct Energy Centre, Allstream Centre and Exhibition Place, as at August 31, 2012, it was received for **INFORMATION**.

15. **PROPOSAL FOR A SPORT EVENT AT DIRECT ENERGY CENTRE**

Upon the question of the adoption of Report 18, and the Confidential Attachment 1 to subject report, dated September 11, 2012 from the Chief Executive Officer with respect to a Proposal for a Sport Event at Direct Energy Centre, it was **APPROVED**.

16. **BMO MANAGEMENT REPORT – AUGUST 2012**

Upon the question of the adoption of Report No. 21 dated August 2012 from the General Manager/BMO Field with respect to the BMO Management Report for August 2012, which was previously e-mailed to the Board, it was received for **INFORMATION**.

17. **2012 ANNUAL RENTAL AGREEMENT – SCREAMERS INC.**

Upon the question of the adoption of Report 22, and the Confidential Attachment 1 to subject report, dated September 26, 2012 from the Chief Executive Officer with respect to the 2012 Annual Rental Agreement – Screemers Inc., it was **APPROVED**.

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

18. **BENEFIT PLAN CHANGES – MANAGEMENT & NON-UNION EMPLOYEES**

On a question from Connie Dejak with respect to the difference between City Benefits and the benefits noted in subject report, Dianne Young responded that the benefit plan changes for Exhibition Place are exactly the same as the City's.

On motion duly made by Connie Dejak, seconded and **CARRIED**, it was **RESOLVED** that Report No. 14 dated September 6, 2012 from the Chief Executive Officer, be **APPROVED**, thereby authorizing the Benefit Plan Changes for Management and Non-Union Employees of Exhibition Place.

19. **EMPLOYEE INDEMNIFICATION FOR MANAGEMENT & EXCLUDED STAFF**

On a question from Connie Dejak with respect to coverage for union employees, Dianne Young responded that coverage for union employees is included within the respective union agreement.

Connie Dejak noted that the procedure outlined in subject report is vague. Alison Fowles indicated that the procedure outlined is the same as the City's. Connie Dejak further noted she would prefer to see, where applicable, the words "in consultation with the City Solicitor".

On motion duly made by Connie Dejak, seconded and **CARRIED**, it was **RESOLVED** that Report No. 15 dated September 13, 2012 from the Chief Executive Officer with respect to the Employee Indemnification for Management and Excluded Staff, be **REFERRED** back to the City Solicitor and staff for further review.

20. **RESOLUTION RE CLOSED SESSION**

On motion duly made by Hugh Mansfield, 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, Ana Bailao, Connie Dejak, Chin Lee, Hugh Mansfield, and Gord Perks reconvened in public session at 9:20 a.m. and concurred with the following proposal.

21. **COMPENSATION PLAN FOR MANAGEMENT & EXCLUDED STAFF**

On motion duly made by Hugh Mansfield, seconded and **CARRIED**, it was **RESOLVED** that Report No. 17, and the Confidential Attachment 1 to subject report, dated September 13, 2012 from the Chief Executive Officer, be **APPROVED**, thereby authorizing the recommendations outlined in subject report with respect to the Compensation Plan for

Management and Excluded Staff; and **FURTHER** that, the Chief Executive Officer report back to the Board on the roll-out of the incentive plan regarding Exhibition Place staff in the Sales & Marketing Division.

22. **DATE OF NEXT MEETING**

The next regular meeting of the Board is scheduled to be held on **Friday, November 23, 2012 at 8:30 a.m.**

23. **RESOLUTION RE ABSENTEEISM**

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

OTHER BUSINESS

24. **SEXUAL ASSAULT INCIDENT – 2012 CNE**

On a question from Connie Dejak with respect to the sexual assault incident that took place during the 2012 CNE and what measures will be put in place, David Bednar responded that more emphasis on these types of possible incidents will be included in Personal Training, Tool Box Talks, Personal Safety and Security Checks of all washrooms.

ADJOURNMENT

There being no further business, the Chair adjourned the meeting at 9:35 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 _____, 2012.

Chair