

**BOARD MINUTES
THE BOARD OF GOVERNORS
OF EXHIBITION PLACE**

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Meeting Date: Thursday, March 24, 2016
Start Time: 9:30 a.m.
Location: Allstream Centre – Room 200 A/B – Exhibition Place

PRESENT: Mark Grimes, Chair
Justin Di Ciano, Jim Karygiannis, Mike Layton, Giorgio Mammoliti, Paula Oliveira,
Mark Teeple

REGRETS: Connie Dejak, Victoria Mancinelli

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 & Event Management
Danny Chui, Manager/Capital Works
Mark Goss, General Manager, Operations
Frank Martindale, Director, Operations
Laura Purdy, Director, Sales & Marketing

GUESTS: Superintendent Francis Bergen, 14th Division
Linda Gehrke, Lobbyist Registrar

Mark Grimes presided and Fatima Scagnol acted as Secretary to the meeting. The meeting was called to order at 9:30 a.m.

Mark Grimes advised that Communication (a) regarding the Garden of the Greek Gods was to be removed from agenda given Jim Karygiannis requested it go to the Business Development Committee first.

MEMBER MOTIONS

a) Mark Grimes – Employee Recognition

Board Decision

The Board on March 24, 2016 adopted the following:

The Board acknowledge and applaud Gerd Rose on his upcoming retirement

Background Information

[http://www.explace.on.ca/database/rte/files/Member%20Motion\(a\)-Gerd%20Rose.pdf](http://www.explace.on.ca/database/rte/files/Member%20Motion(a)-Gerd%20Rose.pdf)

Board Motion

Motion to Adopt Item by Mark Grimes (Carried)

b) Mark Grimes – Condolence Motion

Board Decision

The Board on March 24, 2016 adopted the following:

The Board acknowledge and pause for a moments silence on the passing of Councillor Rob Ford

Background Information

[http://www.explace.on.ca/database/rte/files/Member%20Motion\(b\)-Ford\(1\).pdf](http://www.explace.on.ca/database/rte/files/Member%20Motion(b)-Ford(1).pdf)

Board Motion

Motion to Adopt Item by Mark Grimes (Carried)

1. CONFIRMATION OF MINUTES – FEBRUARY 12, 2016

Board Decision

The Board of Governors confirmed the Minutes of the Board from the regular meeting held on February 12, 2016, in the form supplied to the Members.

Board Motion

Motion to Adopt Minutes moved by Mike Layton (Carried)

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. The Board then proceeded with the adoption of the remaining reports and then gave 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. 2016 CAPITAL WORKS PROGRAM PROGRESS REPORT - FEBRUARY

Board Decision

The Board on March 24, 2016 adopted the following:

The Board receive the 2016 Capital Works Program Progress Report – February.

Background Information

(March 9, 2016) Report No. 4 from the Chief Executive Officer on the 2016 Capital Works Program Progress Report – February Report

<http://www.explace.on.ca/database/rte/files/Item%204-2016%20Capital%20Progress-February.pdf>

Attachment

<http://www.explace.on.ca/database/rte/files/Item%204-2016%20Capital%20Progress-Feb-Att.pdf>

Board Motion

Motion to Receive Item (Carried)

3. CAPITAL TENDER – GENERAL SERVICES BLDG. INTERIOR RENOVATIONS

Board Decision

The Board on March 24, 2016 adopted the following:

The Board award the General Services Building Interior Renovations to ONIT Construction, based on the terms and conditions outlined in subject report.

Background Information

(March 15, 2016) Report No. 6 from the Chief Executive Officer on the Capital Tender for the General Services Building Interior Renovations Report

<http://www.explace.on.ca/database/rte/files/Item%205-Tender-GS%20Renovations.pdf>

Board Motion

Motion to Adopt Item (Carried)

4. EXHIBITION PLACE MANAGEMENT REPORT – FEBRUARY 2016

Board Decision

The Board on March 24, 2016 adopted the following:

The Board receive the Exhibition Place Management Report for February 29, 2016.

Background Information

(February 29, 2016) Report No. 6 from the Chief Executive Officer and the General Manager, Sales & Event Management on the Exhibition Place Management Report for February 2016

<http://www.explace.on.ca/database/rte/files/Item%206-EP%20Management-February.pdf>

Board Motion

Motion to Receive Item (Carried)

5. AGREEMENT FOR AUTOMATED TELLER MACHINES SERVICES

Board Decision

The Board on March 24, 2016 adopted the following:

The Board approve an agreement with HM Cash Inc. for the provision of ATM Services within Allstream and Enercare Centres, based on the terms and conditions outlined in subject report

Background Information

(March 7, 2016) Report No. 7 from the Chief Executive Officer on the Agreement for Automated Teller Machines Services

<http://www.explace.on.ca/database/rte/files/Item%207-ATM%20Services.pdf>

Confidential Attachment – pertaining to financial terms

Board Motion

Motion to Adopt Item (Carried)

6. AGREEMENT FOR HVAC AIR FILTERS

Board Decision

The Board on March 24, 2016 adopted the following:

The Board approve an agreement with Dafco Filtration for the provision of HVAC Air Filters based on the terms and conditions outlined in subject report.

Background Information

(March 7, 2016) Report No. 9 from the Chief Executive Officer on the Agreement for HVAC Air Filters

<http://www.explace.on.ca/database/rte/files/Item%209-HVAC%20Filters.pdf>

Board Motion

Motion to Adopt Item (Carried)

7. AGREEMENT FOR PROVISION OF BI-DIRECTIONAL COMMUNICATION SYSTEM MAINTENANCE

Board Decision

The Board on March 24, 2016 adopted the following:

The Board approve an agreement with Mobile Business Communications Ltd. for the provision of Bi-Directional Communication System Maintenance, based on the terms and conditions outlined in subject report.

Background Information

(March 8, 2016) Report No. 10 from the Chief Executive Officer on the Agreement for Provision of Bi-Directional Communication System Maintenance

<http://www.explace.on.ca/database/rte/files/Item%2010-Mobile%20Communications.pdf>

Board Motion

Motion to Adopt Item (Carried)

8. ACCOUNTS RECEIVABLES – ENERCARE CENTRE, ALLSTREAM CENTRE AND EXHIBITION PLACE AS AT JANUARY 31, 2016

Board Decision

The Board on March 24, 2016 adopted the following:

The Board receive the Accounts Receivable for the Enercare Centre, Allstream Centre and Exhibition Place as at January 31, 2016.

Background Information

(March 10, 2016) Report No. 12 from the Chief Executive Officer on the Accounts Receivable for Enercare Centre, Allstream Centre and Exhibition Place as at January 31, 2016

[http://www.explace.on.ca/database/rte/files/Item%2012-AR%20report%20-%20February\(1\).pdf](http://www.explace.on.ca/database/rte/files/Item%2012-AR%20report%20-%20February(1).pdf)

Confidential Attachment – pertaining to Receivables to Exhibition Place

Board Motion

Motion to Adopt Item (Carried)

9. EXECUTIVE COMPENSATION PLAN

Board Decision

The Board on March 24, 2016 adopted the following:

The Board approve the recommendations outlined in subject report with respect to the Executive Compensation Plan along with the recommendations in the Confidential Attachment.

Background Information

(March 13, 2016) Report No. 13 from the Finance & Audit Committee on the Executive Compensation Plan

<http://www.explace.on.ca/database/rte/files/Item%2013-Executive%20Compensation%20Plan.pdf>

Confidential Attachment – pertaining to personal matters

Board Motion

Motion to Adopt Item (Carried)

Jim Karygiannis joined the meeting at 9:50 a.m.

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

10. FEBRUARY 15, 2016 INCIDENT – EXHIBITION PLACE

The Chair welcomed and introduced Superintendent Francis Bergen of 14th Division who provided a detailed oral overview of the Incident that took place on February 15, 2016 at Exhibition Place and the status of the investigation.

Board Decision

The Board on March 24, 2016 adopted the following:

The Board receive the February 15, 2016 Incident at Exhibition Place

Background Information

(March 16, 2016) Report No. 2 from the Chief Executive Officer on the February 15, 2016 Incident at Exhibition Place

<http://www.explace.on.ca/database/rte/files/Item%202-Feb%2015%20Incident.pdf>

Board Motion

Motion to Receive Item (Carried)

Board Motion

Additional Motion moved by Jim Karygiannis (Carried)

At the appropriate time, after consultation with the Chair of the Board (12 to 24 hours), the Board receive an incident report and speaking points from the Board's CEO with respect to any incident at Exhibition Place of high sensitivity.

11. EDM CONCERT POLICY REVIEW/AUDIT

Giorgio Mammoliti requested that the EDM Concert Policy Review/Audit be referred to the July meeting of the Board given that Connie Dejak was unable to attend this meeting of the Board and both Councillor Mammoliti and Councillor Layton will be at FCM in May 2016.

Board Decision

The Board on March 24, 2016 adopted the following:

The Board refer the EDM Concert Policy Review/Audit to the July meeting of the Board.

Background Information

(March 16, 2016) Report No. 3 from the Chief Executive Officer on the EDM Concert Policy Review / Audit Report

<http://www.explace.on.ca/database/rte/files/Item%203-EDM%20Security%20Review.pdf>

Board Motion

Motion to Adopt the Referral by Giorgio Mammoliti (Carried)

12. LOBBYIST REGISTRAR PRESENTATION

The Chair welcomed and introduced Linda Gehrke, Lobbyist Registrar who provided a detailed power-point presentation with respect to the Office of the Lobbyist Registrar promoting and enhancing the transparency and integrity of City government decision-making by maintaining a publicly available lobbyist registry and regulating the conduct of lobbyists.

Board Decision

The Board on March 24, 2016 adopted the following:

To receive the power-point presentation of the Lobbyist Registrar

Background Information

http://www.explace.on.ca/database/rte/files/Overview%20of%20Chapter%20140%20for%20Ex%20Board_Mar24%2016.pdf

Board Motion

Motion to Receive Item (Carried)

Board Motion

Additional Motion moved by Giorgio Mammoliti (Carried)

The Lobby Registrar provide to the Chief Executive Officer of Exhibition Place a report on the number of complaints received for any City and Agency staff members and investigations of same and the CEO report this information to the Board.

13. AGREEMENT FOR ASPHALT CONTRACTOR SERVICES**Board Decision**

The Board on March 24, 2016 adopted the following:

The Board approve an agreement with Tony Battista Paving Inc. for the provision of Asphalt Contractor Services based on the terms and conditions outlined in subject report.

Background Information

(March 10, 2016) Report No. 8 from the Chief Executive Officer on the Agreement for Asphalt Contractor Services

<http://www.explace.on.ca/database/rte/files/Item%208-Asphalt%20Services.pdf>

Board Motion

Motion to Adopt Item by Mike Layton (Carried)

14. HUMAN RIGHTS & ANTI-HARASSMENT / DISCRIMINATION POLICY FOR BOARD EMPLOYEES**Board Decision**

The Board on March 24, 2016 adopted the following:

The Board refer the Human Rights & Anti-Harassment/Discrimination Policy for Board Employees to a future meeting of the Board in an effort to allow Jim Karygiannis an opportunity to raise his concerns to City Officials with respect to Paragraph 13 of the proposed Board policy dealing with "Refusal to Intervene", which wording is similar to the City of Toronto policy.

Background Information

(March 14, 2016) Report No. 11 from Chief Executive Officer on the Human Rights & Anti-Harassment/Discrimination Policy for Board Employees

Board Motion

Motion to Adopt Referral moved by Jim Karygiannis (Carried)

15. BMO FIELD UPDATE**Board Decision**

The Board on March 24, 2016 adopted the following:

That the Board allow Peter Church, General Manager/BMO Field, to provide a status report on BMO Field Construction

Board Motion

Motion to receive verbal report moved by Mark Grimes (Carried)

The Board recessed its public session and met as Committee of the Whole in closed session on March 24, 2016, to consider confidential information related to a personal matter.

The Board reconvened in public session at 11:15 p.m. and concurred with the following.

16. PERSONNEL MATTER – MINUTES OF OCTOBER 23, 2015**Board Decision**

The Board on March 24, 2016 adopted the following:

The Board receive the Personnel Matter – Minutes of October 23, 2015.

Background Information

(March 3, 2016) Report No. 14 from the Chief Executive Officer on the Personnel Matter – Minutes of October 23, 2015.

<http://www.explace.on.ca/database/rte/files/Item%2014-Personnel-IC%20Mins%20of%20Oct%2023-15.pdf>

Confidential Attachment – pertaining to a personal matter and identifiable individual Board Motion

Motion to Receive Item by Giorgio Mammoliti (Carried)

NEW BUSINESS**17. BOARD COMMITTEE SCHEDULE & POSTING PUBLIC DOCUMENTS**

The Chief Executive Officer advised that all members of the Board would receive the meeting schedule for both the Business Development and Finance & Audit Committees wherein if non-members wished to attend a meeting, they may do so. She further added that the public agendas for these committee meetings would be posted to the Exhibition Place website – www.explace.on.ca – about us link – Board of Governors Committee Schedules.

18. DATE OF NEXT MEETING

Given the next meeting of the Board is scheduled for Friday, June 3, 2016 at 9:30 am, and two members of the Board will be attending a Federation of Canadian Municipalities, the Corporate Secretary was requested to arrange for another date in June.

ADJOURNMENT

There being no further business, the Chair adjourned the meeting at 11:30 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 _____, 2016.

Chair