

Item No. 3

**MINUTES
THE BOARD OF GOVERNORS
Fountain Dining Room – Q.E. Bldg. - Exhibition Place
Thursday, November 25, 2010 - 8:30 a.m.**

The Board of Governors of Exhibition Place met in the Fountain Dining Room at Exhibition Place on Thursday, November 25, 2010.

PRESENT: Joe Pantalone, Deputy Mayor, City of Toronto/Chair, Board of Governors
Brian Ashton, Mona ElSayeh, Jasmine Jackman, Gloria Lindsay Luby,
Camilla Mackenzie, Jim McMillen, Jim Melvin, Gord Perks, John
Weatherup

APOLOGIES: Maria Augimeri, Sheona Campbell, Mark Grimes,

ATTENDING: Dianne Young, Chief Executive Officer
Ward Earle, Solicitor/City Legal
Fatima Scagnol, Corporate Secretary
Hardat Persaud, Chief Financial Officer
Arlene Campbell, General Manager/Sales & Events
David Bednar, General Manager/CNE
Mark Goss, Manager/Operations
Sandy Douglas, Director/HR, Security, OH&S
Jeff Gay, Director/Event Services
Ron Mills, Director/Facility Services
Laura Purdy, Director/Marketing
Danny Chui, Manager/Capital Works
Linda Costa, Assistant/Corporate Secretary
Arlene Jang, IT
Peter Church, General Manager/BMO Field
Mortimer Wilson/Manager, Accounting/BMO Field

GUESTS: Tom Robins, 2nd Vice-President, CNEA
Marc Petipas, Vice-President, The Printing House Inc.
Irene Jones

Deputy Mayor Joe Pantalone presided, and Fatima Scagnol acted as Secretary to the meeting. The meeting was called to order at 8:40 a.m.

The Chair asked that Members rise and observe a moment's silence in memory of Fred Finlayson, a past member of the Board, who passed away on October 28, 2010, and for Edna Thelma MacKenzie, Jim Melvin's Mother, who passed away November 11, 2010.

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 Jim McMillen, seconded and **CARRIED**, it was **RESOLVED** that the Minutes of Meeting of the Board of Governors held on September 3, 2010, 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. **COMMUNICATIONS – CITY CLERK – CITIZEN APPOINTMENTS**

Upon the question of the adoption of Report No. 2 dated November 9, 2010 from the City Clerk entitled “**Members and Administrators, City of Toronto Boards**”, it was received for **INFORMATION**.

3. **2010 CAPITAL WORKS PROGRAM – PROGRESS REPORT - OCTOBER**

Upon question of the adoption of Report No. 4 dated November 10, 2010 from the Chief Executive Officer entitled “**2010 Capital Works Program – Progress Report – October**”, it was received for **INFORMATION**.

4. **INFRASTRUCTURE STIMULUS FUND PROGRAM – OCTOBER**

Upon the question of the adoption of Report No. 5 dated November 10, 2010 from the Chief Executive Officer entitled “**Infrastructure Stimulus Fund Program – Progress Report No. 6 - October**”, it was received for **INFORMATION**.

5. **INFRASTRUCTURE STIMULUS FUND PROJECTS - 2010 COLISEM COMPLEX – WASHROOM RENOVATION**

Upon the question of the adoption of Report No. 6 dated October 22, 2010 from the Chief Executive Officer entitled “**ISF Program – Ratification of Contract Award – Expedited Process – Coliseum Complex – Washroom Renovation**”, it was received for **INFORMATION**.

6. **CNE MANAGEMENT REPORT– OCTOBER 2010**

Upon the question of the adoption of Report No. 8 dated October 2010 from the General Manager/CNE entitled “**CNE Management Report – October 2010**”, it was received for **INFORMATION**.

7. **BMO MANAGEMENT REPORT– AUGUST 2010**

Upon the question of the adoption of Report No. 9 dated August 2010 from the General Manager/BMO Field entitled “**BMO Management Reports – August 2010**”, it was received for **INFORMATION**.

8. **BMO MANAGEMENT REPORT– SEPTEMBER 2010**

Upon the question of the adoption of Report No. 10 dated September 2010 from the General Manager/BMO Field entitled “**BMO Management Reports – September 2010**”, it was received for **INFORMATION**.

9. **CNEA APPOINTMENTS TO THE BOARD OF GOVERNORS**

Upon the question of the adoption of Report No. 12 dated October 24, 2010 from the Chief Executive Officer entitled “**CNEA Appointments to the Board of Governors**”, it was received for **INFORMATION**.

10. **CUSTOMER SERVICE PROGRAM**

Upon the question of the adoption of Report No. 13 dated October 15, 2010 from the Chief Executive Officer entitled “**Customer Service Program**”, it was received for **INFORMATION**.

11. **DELEGATION SCHEDULES PURSUANT TO BY-LAW NO. 2-07**

Upon the question of the adoption of Report No. 15 dated November 2, 2010 from the Chief Executive Officer entitled “**Delegation Schedules Pursuant to By-Law No. 2-07**”, it was received for **INFORMATION**.

12. **BUSINESS EXPENSE POLICY**

Upon the question of the adoption of Report No. 17 dated November 7, 2010 from the Chief Executive Officer entitled “**Business Expense Policy**”, it was **APPROVED**.

13. **TRAVEL EXPENSE REIMBURSEMENT POLICY**

Upon the question of the adoption of Report No. 18 dated November 7, 2010 from the Chief Executive Officer entitled “**Travel Expense Reimbursement Policy**”, it was **APPROVED**.

14. **TRANSPORTATION ALLOWANCE POLICY**

Upon the question of the adoption of Report No. 19 dated November 15, 2010, and the Confidential Attachment 1 attached to subject report, from the Corporate Secretary entitled “**Transportation Allowance Policy**”, it was **APPROVED**.

15. **AUTOMATED TELLER MACHINES AGREEMENT**

Upon the question of the adoption of Report No. 21 dated November 9, 2010 from the Chief Executive Officer entitled “**Automated Teller Machines Agreement**”, it was **APPROVED**.

16. **AGREEMENT FOR ALL-INCLUSIVE
HVAC CHEMICAL TREATMENT PROGRAM**

Upon the question of the adoption of Report No. 22 dated October 29, 2010 from the Chief Executive Officer entitled “**Agreement for All-Inclusive HVAC Chemical Treatment Program**”, it was **APPROVED**.

17. **AGREEMENT FOR PROVISION OF ROLL-OFF CONTAINER SERVICES & MIXED SORTATION SERVICES**

Upon the question of the adoption of Report No. 23 dated November 5, 2010 from the Chief Executive Officer entitled “**Agreement for Provision of Roll-Off Container Services and Mixed Sortation Services**”, it was **APPROVED**.

18. **AGREEMENT FOR DIGITAL SIGN & BANNER PRINTING & RELATED SIGN SERVICES**

Upon the question of the adoption of Report No. 25 dated November 5, 2010 from the Chief Executive Officer entitled “**Agreement for Digital Sign & Banner Printing & Related Sign Services**”, it was **APPROVED**.

19. **PROVISION OF INDOOR AMUSEMENT RIDES FOR HOLIDAY PARTIES**

Upon the question of the adoption of Report No. 26 dated November 8, 2010 from the Chief Executive Officer entitled “**Provision of Indoor Amusement Rides for Holiday Parties**”, it was **APPROVED**.

20. **POLICE SERVICES LEASE OF THE FIRE HALL**

Upon the question of the adoption of Report No. 27 dated November 5, 2010 from the Chief Executive Officer entitled “**Police Services Lease of the Fire Hall**”, it was **APPROVED**.

21. **POLICE SERVICES LEASE – 14 DIVISION SUB-STATION**

Upon the question of the adoption of Report No. 28 dated November 5, 2010 from the Chief Executive Officer entitled “**Police Services Lease – 14 Division Sub-Station**”, it was **APPROVED**.

22. **MEMORANDUM OF UNDERTANDING BETWEEN THE BOARD OF GOVERNORS AND THE CNEA**

Upon the question of the adoption of Report No. 29 dated November 17, 2010 from the Chief Executive Officer entitled “**Memorandum of Understanding between the Board of Governors and the CNEA**”, it was **APPROVED**.

23. **ADDITIONAL ISF FUND PROJECTS-2009 TO 2011**

Upon the question of the adoption of Report No. 30 dated November 18, 2010 from the Chief Executive Officer entitled “**Additional Infrastructure Stimulus Projects 2009 to 2011**”, it was **APPROVED**.

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.

24. **INFRASTRUCTURE STIMULUS FUND PROJECTS - 2010**
ROOF REPLACEMENT WITH DESIGN BUILD
PHOTOVOLTAIC (PV) SYSTEM INSTALLATION – HORSE PALACE

On a question from Jim Melvin with respect to Exhibition Place being in jeopardy in the event it does not meet the March 31st deadline, Dianne Young responded that all the ISF Projects will be completed in advance of March 31st and that new projects referred to in subject report (No. 30) are pending approval of City Council.

On motion duly made by Jim Melvin, seconded and **CARRIED**, it was **RESOLVED** that Report No. 7 dated October 22, 2010 from the Chief Executive Officer with respect to the ISF Program – Roof Replacement with Design Build Photovoltaic (PV) System Installation for the Horse Place, it was received for **INFORMATION**.

25. **EXHIBITION PLACE MANAGEMENT REPORT – JULY TO OCTOBER 2010**

On a question from Jim Melvin with respect to the Equipment – Net cost of \$46,913,024, Dianne Young responded that the funding of the equipment was allocated from the ISF Program.

On a question from Jim Melvin with respect to the travel and if it were for all staff within the Sales & Events Division, Dianne Young responded that the travel was related to the Sales staff and is approximately \$86,000.

On a question from Joe Pantalone with respect to the travel budget and if its comparable to other venues, Arlene Campbell responded that in comparison with the Metro Toronto Convention Centre, travel expenses for Exhibition Place Sales staff is quite low.

On a question from Brian Ashton with respect to the measure used for the return on the travel, Arlene Campbell responded that staff strategically plan staff travel with Tourism Toronto.

On motion duly made by Jim Melvin, seconded and **CARRIED**, it was **RESOLVED** that Report No. 11 dated July 1st to October 31st, 2010 from the Chief Executive Officer and General Manager/Sales & Events with respect to the Exhibition Place Management Report for July to October 2010, be received for **INFORMATION**.

26. **OCCUPATIONAL HEALTH & SAFETY REPORT – 3RD QUARTER – 2010**

On a question from Mona ElSayeh with respect to the lost injuries, Sandy Douglas responded that these were related to a vehicle accident during the set-up of the CNE which involved a sub-contractor and 2 Exhibition Place employees.

On a question from Brian Ashton with respect to the accident during the set-up of the CNE and if any charges were laid, Sandy Douglas responded that the sub-contractor was distracted and that the 2 employees were stopped at a “stop” sign and that no charges were laid.

Mona ElSayeh applauded staff for providing a detailed report including the charts.

On motion duly made by Mona ElSayeh, seconded and **CARRIED**, it was **RESOLVED** that Report No. 14 from the Chief Executive Officer with respect to the Occupational Health & Safety Report for the 3rd Quarter, be received for **INFORMATION**.

27. **WORKPLACE VIOLENCE & WORKPLACE HARASSMENT POLICIES**

Mona ElSayeh noted that, although the policies are within the guidelines of the City of Toronto, they seem weak and questioned what would transpire to those who were found guilty and would this information be reported to the Board.

Dianne Young explained that personal information related to any incidents is to be kept in confidence, however there is a process for disciplinary actions and statistics will be reported to the Board.

On motion duly made by Mona ElSayeh, seconded and **CARRIED**, it was **RESOLVED** that Report No. 20 from the Chief Executive Officer, be **APPROVED**, thereby authorizing the Workplace Violence & Workplace Harassment Policies.

28. **AGREEMENT FOR HIGH REACH EQUIPMENT AND OTHER VARIOUS TYPES OF EQUIPMENT ON A RENTAL BASIS**

On a question from Jim Melvin with respect to the thought of purchasing high reach equipment as apposed to renting, Dianne Young responded that purchase of equipment has increased and that this rental agreement is related to the larger shows, i.e. Home Show.

On motion duly made by Jim Melvin, seconded and **CARRIED**, it was **RESOLVED** that Report No. 24 from the Chief Executive Officer, be **APPROVED**, thereby authorizing an Agreement for High Reach Equipment and Other Various Types of Equipment on a Rental Basis.

29. **RESOLUTION RE CLOSED SESSION**

On motion duly made by Mona ElSayeh, 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 Joe Pantalone, Brian Ashton, Mona ElSayeh, Jasmine Jackman, Gloria Lindsay Luby, Camilla Mackenzie, Jim McMillen, Jim Melvin, Gord Perks, John Weatherup concurred with the following proposal.

30. **ACCOUNTS RECEIVABLES – DEC & EXHIBITION PLACE – OCTOBER 2010**

On motion duly made by Jim Melvin, seconded and **CARRIED**, it was **RESOLVED** that Report No. 3 from the Chief Executive Officer, and the Confidential Attachment 1 to subject report, dated November 10, 2010 with respect to the Accounts Receivables for Direct Energy Centre and Exhibition Place as at October 2010, be received for **INFORMATION**.

31. **CONFERENCE CENTRE OCTOBER 2010 – WARRANTY PERIOD UPDATE**

On motion duly made by Jim Melvin, seconded and **CARRIED**, it was **RESOLVED** that Report No. 16 from the Chief Executive Officer, and the Confidential Attachment 1 to subject report, dated November 12, 2010 with respect to the Conference Centre October 2010 – Warranty Period Update, be received for **INFORMATION**.

32. **DATE OF NEXT MEETING**

Members will be advised of the next meeting of the Board given it will be scheduled in conjunction with the schedule of City Council, which is pending approval.

33. **RESOLUTION RE ABSENTEEISM**

On motion duly made by Jim Melvin, seconded and **CARRIED**, it was **RESOLVED** that Maria Augimeri, Sheona Campbell, and Mark Grimes having notified the Corporate Secretary of their unavailability to attend this meeting of the Board, be **EXCUSED**.

OTHER BUSINESS34. **DEPUTY MAYOR, JOE PANTALONE - ACKNOWLEDGEMENT**

Joe Pantalone expressed his appreciation and thanks to the Board and staff for allowing him the opportunity to implement the wonderful changes that have come to fruition at Exhibition Place. He asked that Members and staff continue to pursue the proposed projects being planned for the grounds and to continue a steady vision for Exhibition Place. He will miss the Members of the Board and all the staff that have always made him feel welcome.

On motion duly made by Gloria Lindsay Luby, seconded and **UNANIMOUSLY CARRIED**, it was **RESOLVED** that Joe Pantalone be applauded and thanked for his leadership in making Exhibition Place what it is today; and **FURTHER** that, best wishes be extended to Joe Pantalone as he pursues his future endeavors.

ADJOURNMENT

There being no further business, the Chair adjourned the meeting at 9:30 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 _____, 2011.

Chair