

MINUTES
THE BOARD OF GOVERNORS OF EXHIBITION PLACE
Allstream Centre – Room 206-D – Exhibition Place
Friday, December 4, 2015 – 9:30 a.m.

1

The Board of Governors of Exhibition Place met in Allstream Centre – Room 206-D – Exhibition Place on Friday, December 4, 2015 at 9:30 a.m.

PRESENT: Mark Grimes, Chair
Connie Dejak, Jim Karygiannis, Mike Layton, Giorgio Mammoliti, Victoria Mancinelli, Mark Teeple

REGRETS: Justin Di Ciano, Paula Oliveira

STAFF: Dianne Young, Chief Executive Officer
Fatima Scagnol, Corporate Secretary
Alison Fowles, Solicitor, City Legal
Barbara Cappell, Solicitor, City Legal
Jayne Allan, Manager/City Employee and Labour Relations
Hardat Persaud, Chief Financial Officer
Arlene Campbell, General Manager/Sales & Event Management
Danny Chui, Manager/Capital Works
Mark Goss, General Manager, Operations
Martin Kenneally, Director, Event Management Services
Frank Martindale, Director, Operations
Ron Mills, Director, Facility Services

Mark Grimes presided and Fatima Scagnol acted as Secretary to the meeting. The meeting was called to order at 9:30 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. Victoria Mancinelli declared a conflict of interest with respect to Report No. 18 regarding LUINA Local 506 given she has family affiliations with said union.

COMMUNICATIONS

a) Valerie Holliday

Upon the question of the adoption of Communication C (a) dated November 3, 2015 from the Valerie Holliday regarding the Ontario Place Bridges, it was **RECEIVED**.

b) City Clerk

Upon the question of the adoption of Communication C (b) dated October 13, 2015 from the City Clerk regarding the Shared Services Project, it was **RECEIVED**.

MEMBER MOTIONS

a) Proposal to Amend By-law 45-84

Upon the question of the adoption of Member Motion (a), which was distributed at the meeting, regarding a staff technical amendment to Report No. 6 entitled “Proposal to Amend By-law 45-84 – Respecting the Regulation of Traffic at Exhibition Place”, it was **APPROVED**.

1. MINUTES OF PREVIOUS MEETING

On motion duly made by Connie Dejak, seconded and **CARRIED**, it was **RESOLVED** that specific pages of the Minutes of Meeting of the Board of Governors held on Friday, October 23, 2015, be **amended** as follows wherein the amendments are in ***bold italics***:

Page 4 – BMO Field Project - 3rd paragraph from the bottom of page

On a question from Connie Dejak with respect to seeking financial assistance from City Council to relieve some of the financial pressures that will be imposed on Exhibition Place, Dianne Young responded that this financial assistance request is included in the Member Motions distributed **as an added motion to the agenda this morning** at this meeting of the Board.

Page 4 – BMO Field Project – 2nd paragraph from the bottom of page

On a question from Connie Dejak with respect to **staff fearing that if a lease was not signed** City Parks possibly not being agreeable to providing assistance as requested by the Home Show regarding Coronation Park, would the Board be able to go directly to City Council, Dianne Young responded that the Member Motion before the Board was requesting a meeting with PF&R staff and the local Councillor and if the Board wanted this matter to go directly to City Council then the Member Motion should be amended accordingly.

Page 6 – City of Toronto Lease – 275 Manitoba Drive – 1st paragraph

Connie Dejak noted that she is not in agreement with providing the City Parks Forestry & Recreation with a ten-year lease and the options noted to further extend this lease, and that ~~this proposed lease~~ **a tentative lease agreement** needs to be considered by the Business Development Committee, **and questioned why these items are coming directly to the Board.**

Page 7 – Board Governance Overview – last line

Connie Dejak noted she would prefer a legal opinion on Lobbying and **how the question affects** citizen Board members.

and that the Minutes, as amended, be **VERIFIED**.

On motion duly made by Giorgio Mammoliti, seconded and **CARRIED**, it was **RESOLVED** that the Minutes of Meeting of the Board of Governors held on Friday, October 23 2015, be **reopened**.

On a question from Giorgio Mammoliti with respect to Item No. 23 – Personnel Matter and his motions made at the October 23rd meeting of the Board with respect to subject matter, Dianne Young responded that the motions made were in-camera.

Giorgio Mammoliti requested that the motions made with respect to Item No. 23 – Personnel Matter, be submitted to the next meeting of the Board.

On a question from Giorgio Mammoliti with respect to Item No. 26 – Tenant Leases and the distribution of the Tenant Leases as requested by the Board at its meeting of October 23, 2015 and whether there would be a discussion related to Tenant Leases for the next meeting of the Board, Jim Karygiannis requested that this item be discussed by the Business Development Committee, and added that Members of the Board who are not on the Committee, will be extended an invitation to attend the meeting.

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. 2015 CAPITAL WORKS PROGRAM – OCTOBER PROGRESS REPORT

Upon the question of the adoption of Report No. 2 dated November 6, 2015 from the Chief Executive Officer with respect to the 2015 Capital Works Program – October Progress Report, it was received for **INFORMATION**.

3. EXHIBITION PLACE MANAGEMENT REPORT – OCTOBER 31 2015

Upon the question of the adoption of Report No. 3 dated October 31, 2015 from the Chief Executive Officer and the General Manager, Sales & Event Management with respect to the Exhibition Place Management Report for October 2015, it was received for **INFORMATION**.

4. OCCUPATIONAL HEALTH & SAFETY REPORT – 3RD QUARTER

Upon the question of the adoption of Report No. 4 dated November 2, 2015 from the Chief Executive Officer with respect to the Occupational Health & Safety Report – 3rd Quarter, it was received for **INFORMATION**.

5. DELEGATION SCHEDULE PURSUANT TO BY-LAW NO. 2-13

Upon the question of the adoption of Report No. 5 dated November 5, 2015 from the Chief Executive Officer with respect to the Delegation Schedule Pursuant to By-law No. 2-13, it was received for **INFORMATION**.

6. PROPOSAL TO AMEND BY-LAW 45-84 – RESPECTING THE REGULATION OF TRAFFIC IN EXHIBITION PLACE

Upon the question of the adoption of Report No. 6 dated November 4, 2015 from the Chief Executive Officer with respect to a Proposal to Amend By-law 45-84 – Respecting the Regulation of Traffic in Exhibition Place, it was **APPROVED along with Member Motion(a)**.

7. AGREEMENT FOR NON-EXCLUSIVE SUPPLY OF VARIOUS JANITORIAL PRODUCTS

Upon the question of the adoption of Report No. 8 dated November 2, 2015 from the Chief Executive Officer with respect to an Agreement for Non-Exclusive Supply of Various Janitorial Products, it was **APPROVED**.

8. PRECISE PARKLINK SERVICES AGREEMENT

Upon the question of the adoption of Report No. 9 dated November 10, 2015 from the Chief Executive Officer with respect to an Agreement for with Precise Parklink Services, it was **APPROVED**.

9. AGREEMENT FOR NON-EXCLUSIVE SUPPLY OF VARIOUS UNIFORM CLOTHING

Upon the question of the adoption of Report No. 10 dated November 2, 2015 from the Chief Executive Officer with respect to an Agreement for Non-Exclusive Supply of Various Uniform Clothing, it was **APPROVED**.

10. CLIMATE CHANGE RISK MANAGEMENT POLICY

Upon the question of the adoption of Report No. 11 dated November 24, 2015 from the Chief Executive Officer with respect to a Climate Change Risk Management Policy, it was **APPROVED**.

11. TORONTO PUBLIC SERVICE BY-LAW & EMPLOYEE POLICIES

Upon the question of the adoption of Report No. 12 dated November 24, 2015 from the Chief Executive Officer with respect to the Toronto Public Service By-law and Employee Policies, it was **APPROVED**.

12. CITY OF TORONTO LEASE – 275 MANITOBA DRIVE

Upon the question of the adoption of Report No. 14 dated November 27, 2015 from the Business Development Committee with respect to the City of Toronto Lease – 275 Manitoba Drive, it was **APPROVED**.

13. CITY OF TORONTO LEASE – 275 MANITOBA DRIVE – SUPPLEMENTARY REPORT

Upon the question of the adoption of Report No. 14(b) dated November 27, 2015 from the Business Development Committee with respect to the City of Toronto Lease – 275 Manitoba Drive – Supplementary Report, it was **APPROVED**.

14. BMO FIELD PHASE 2 – CORONATION PARK

Upon the question of the adoption of Report No. 15 dated November 14, 2015 from the Chief Executive Officer with respect to BMO Field Phase 2 – Coronation Park, it was received for **INFORMATION**.

15. ACCOUNTS RECEIVABLES – ENERCARE CENTRE, ALLSTREAM CENTRE & EXHIBITION PLACE AS AT SEPTEMBER 30, 2015

Upon the question of the adoption of Report No. 16 dated November 6, 2015 and the Confidential Attachment 1 to subject report, from the Chief Executive Officer with respect to the Accounts Receivables for Enercare Centre, Allstream Centre and Exhibition Place as at September 30, 2015, it was **APPROVED**.

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

16. UPDATE ON SHARED SERVICES PROJECT – CITY OF TORONTO

The Chair welcomed and acknowledged Mr. Walker Young, Senior Project Manager, Shared Services Project, who provided the Board with a detailed power-point presentation with respect to the City's Shared Services Project, which presentation will be appended to the official minutes of this meeting.

Following the presentation, the Board entered into a brief question/answer session, wherein the following was noted.

On a question from Giorgio Mammoliti with respect to the project being undertaken and how all the pieces are joined together, Walker Young responded that it will depend on a business case and how the program will look. He added that the Ontario Government have a number

of models that will be reviewed wherein City staff will report back to City Council in 2016 followed by meetings with the Agencies.

Giorgio Mammoliti noted that if funding for this project increases, he will be opposing the recommendations when presented to City Council.

On a question from Jim Karygiannis as to when City staff are looking to amalgamate purchasing power, is the plan to move the staff or have a collective group, Walker Young responded that various scenarios are being reviewed.

On a question from Giorgio Mammoliti with respect to this project eliminating some agencies given they will lose their autonomy, Walker Young responded that the intent is not to eliminate agencies and each agency has a staff member representative attending the monthly meetings of this City group.

Giorgio Mammoliti noted that if some agencies do dissolve, the City should implement a committee structure.

Given there were no further questions and/or comments, the Chair thanked Mr. Young for his presentation.

17. STATUS OF THE EXHIBITION PLACE STRUCTURE PLAN

The Chair acknowledged Dianne Young, CEO for Exhibition Place, who provided the Board with a detailed power-point presentation with respect to a Status of the Exhibition Place Structure Plan, which presentation will be appended to the official minutes of this meeting.

Following the presentation, the Board entered into a brief question/answer session, wherein the following was noted.

Jim Karygiannis requested that this presentation be submitted to the upcoming Business Development Committee meeting.

Given there were no further questions and/or comments, the Chair thanked Dianne Young for her presentation.

18. UPDATE ON HOTEL X

The Chair welcomed and acknowledged Mr. Henry Kallan, President/Hotel X who was in attendance to respond to any questions. The Chair welcomed and acknowledged Mr. Celso Thompson, Director of Sales & Marketing/Hotel X who provided the Board with a detailed power-point presentation with respect to Hotel X, which presentation will be appended to the official minutes of this meeting.

Following the presentation, the Board entered into a brief question/answer session, wherein the following was noted.

On a question from Connie Dejak with respect to the size of the banquet facility, Celso Thompson responded the banquet hall it is approximately 6,400 sq. ft. and will hold 500 guests with no stage or dance space. He further added that if there were a band and dance space, the room would accommodate 300 to 400 guests.

On a question from Connie Dejak with respect to the Sports Facility being opened to the public, Celso Thompson responded that it would be available to the public on a membership basis and would be complimentary to the hotel guests.

On a question from Mike Layton with respect to the appropriate measures being put in place given the noise levels from Echo Beach at Ontario Place, Celso Thompson responded that he has been working with Live Nation representatives who have indicated an 11 pm curfew for their entertainment held at Ontario Place.

On a question from Mike Layton with respect to opening the hotel parking garage early for the larger shows that take place at Exhibition Place as a result of the BMO Field Project, Henry Kallan responded that this request has been brought to his attention wherein he is looking at safety issues and working with Exhibition Place staff.

Giorgio Mammoliti noted that the Board is dealing with the difficult issue with respect to the exclusivity related to the banquet facility and asked if this has been discussed with Exhibition Place staff. Henry Kallan advised that the banquet facility and its events are within his lease agreement with the Board.

Jim Karygiannis noted that exclusivity issues related to Tenants should be considered by the Business Development Committee.

Mark Grimes noted the Hotel Lease Agreement has been approved by the previous Board and the exclusivity issues have been addressed.

Both Henry Kallan and Celso Thompson advised that Hotel X is in compliance with its lease agreement with Exhibition Place.

On a question from Giorgio Mammoliti with respect to the delay of Hotel X opening and his understanding that it should have been opened for the Pan Am Games, Henry Kallan responded that there were three major issues that prevented Hotel X opening for 2015:

- There were a number of setbacks which involved the Island airport, wherein some of the original site drawings for the hotel had to be revisited and changed;
- When these site plans were completed, approval was required by City Planning who again made changes and the site drawings required changing and; and
- The contaminated soil issues.

Dianne Young noted that issues related to the hotel project were included in her previous hotel update reports submitted to the Board since the project commenced, and were also included again in the subject report.

Giorgio Mammoliti noted that the bar on the rooftop of the hotel looks the same as other venues on the park – i.e. Muzik Clubs. Henry Kallan noted that bars are a competitive business for all major hotels.

Giorgio Mammoliti noted that the hotel lease terms need to be renegotiated given the hotel opening is late and will probably be opening later than the date noted.

Henry Kallan expressed that he would hope that the Board appreciates the long term lease and the millions of dollars his firm has spent to-date, and if there are further opening delays, they will be out of his control.

On a question from Jim Karygiannis with respect to the hotel opening late and if any of the delays were related to Exhibition Place specifically, Henry Kallan responded that any concerns with Exhibition Place were always addressed and resolved.

On a question from Giorgio Mammoliti with respect to the hotel rent date to Exhibition Place changing because of the late opening, Dianne Young responded that the rent date has not changed and that rent is being received.

On a question from Giorgio Mammoliti with respect to the delays being all related to the hotel tenant or Exhibition Place, Dianne Young responded that the any matter related to the site plan approvals and building permits were the responsibility of the City.

On a question from Giorgio Mammoliti with respect to the hotel exclusivities and other tenants on the park, Barb Cappell responded that the hotel lease is similar to other Toronto hotel leases.

On a question from Giorgio Mammoliti with respect to re-opening the lease for re-negotiations, Barb Cappell responded that currently the hotel lease is a binding agreement and cannot be re-opened unless agreed by all parties.

On a question from Giorgio Mammoliti with respect to other tenant leases currently being re-opened, Dianne Young responded that the lease terms presently under consideration by the Board is the Muzik Club lease and at the direction of the Board at its meeting on October 23, 2015, this report and matter is being dealt with by the Chair of the Board.

On a question from Giorgio Mammoliti with respect to the hotel hosting an OVO Event, Barb Cappell responded that the lease has a clause that the hotel is not authorized to have a ticketed event for over 500 attendees.

On a question from Giorgio Mammoliti with respect to ensuring that any OVO events not take place at Exhibition Place, Dianne Young responded that if the Board approved this direction then staff would have to meet with tenants wherein lease terms would have to be reopened as no lease at Exhibition Place has this specific prohibition or language.

Connie Dejak expressed much frustration with all the questions and comments made with respect to Hotel X wherein such report should have been considered by the Business Development Committee. She further added there is an inconsistent approach regarding exclusivity and tenants and questioned why there is a different approach for each tenant.

Dianne Young responded that the position of Exhibition Place staff is that each of the tenants have a lease and should abide by the specific terms of each of their leases.

On a question from Mike Layton with respect to the parking issues for the shows and the hotel support, Dianne Young responded that there are monthly meetings with Hotel X representatives who are very supportive, however one of the concerns of using the underground parking prior to the opening of the hotel and when the hotel is under construction is egress of vehicle passengers from the garage which is 2 levels underground and the elevators will not be in use and also the fire safety and building construction / inspection issues.

Mike Layton noted his concern again with respect to possible noise complaints related to the hotel; and concern with exclusivity issues.

Mark Grimes noted again of the major financial investment that Henry Kallan and his company made in Hotel X on Exhibition Place.

On motion duly made by Mark Grimes, seconded and **CARRIED**, it was **RESOLVED** that Report No. 17 dated November 10, 2015 from the Chief Executive Officer with respect to the Hotel Development – Request for Information, be **APPROVED**; and **FURTHER** that subject report be referred to the Business Development Committee, and any member of the Board not a committee member wishing to attend the meeting, be invited to the meeting for discussion of the report by the Committee.

19. SHOW DISPLAY SERVICES AGREEMENT – GES CANADA

On a question from Mike Layton with respect to ensuring that this supplier is complying with Exhibition Place collective agreements, Dianne Young responded that GES have its own collective agreement with Local 506.

On a question from Mike Layton with respect to ensuring this supplier is adhering to our collective agreements, Dianne Young responded that GES has been on site for the last 15 years and is a reputable supplier and there have not been any substantial grievances against Exhibition Place related to the work supplied by GES.

On motion duly made by Mike Layton, seconded and **CARRIED**, it was **RESOLVED** that Report No. 7 dated November 18, 2015 from the Chief Executive Officer with respect to a four-year service agreement with GES Canada for the supply of Show Services, be **APPROVED**.

20. LEASE FOR RIDING SCHOOL IN HORSE PALACE

On motion duly made by Jim Karygiannis, seconded and **CARRIED**, it was **RESOLVED** that Report No. 13 dated November 2, 2015 from the Chief Executive Officer with respect to a Lease for the Riding School in the Horse Place, be **REFERRED** to the Business Development Committee for a recommendation back to the Board.

21. LIUNA LOCAL 506 COLLECTIVE AGREEMENT – REQUEST FOR INFORMATION

Given Victoria Mancinelli earlier declared a conflict of interest with respect to subject report, she excused herself from the meeting.

On a question from Jim Karygiannis with respect to any deputations registered to speak regarding subject report, Dianne Young responded there were no registered disputants.

On a question from Jim Karygiannis with respect to the in-camera item remaining confidential, Dianne Young responded the motion in the public portion of the report recommends that the confidential attachment remain confidential.

On a question from Mike Layton with respect to the number of grievances filed, Jayne Allan responded there have been approximately 42 grievances under the LiUNA 506 Collective Agreement and 8 grievances in total under three other collective agreements (Electricians, Production Services (IATSE) and Painters unions). Jayne Allan added that for 2015 there are grievances that have been agreed to and settled and there are some still pending a decision.

On a question from Mike Layton with respect to these grievances being reported to the Board, Dianne Young responded they are not reported to the Board but are worked out by staff.

On a question from Mike Layton with respect to the Board receiving a grievance report on an annual basis, Dianne Young responded there would be no concern reporting this on an annual basis.

Mike Layton suggested, if possible, that there be a report to the first meeting of the Board in 2016 on the number of grievances for 2015.

Jim Karygiannis noted that LiUNA representatives were supposed to speak to this report but only received the report the day before the Board meeting.

Dianne Young noted that the Board's agenda was posted to the Exhibition Place website by the Corporate Secretary on Friday, November 27th.

On motion duly made by Jim Karygiannis, seconded and **CARRIED**, it was **RESOLVED** that Report No. 18 dated November 20, 2015 and the Confidential Attachment 1, from the Chief Executive Officer with respect to the LiUNA Local 506 Collective Agreement – Request for Information be **DEFERRED** to the first meeting of the Board in 2016; and **FURTHER** that a year-end report for 2015 grievances be provided at that meeting.

22. TORONTO MUNICIPAL CODE CHAPTER 140, LOBBYING

On motion duly made by Connie Dejak, seconded and **CARRIED**, it was **RESOLVED** that Report No. 21 dated December 3, 2015, which was distributed at the meeting, from the City Solicitor, with respect to the Toronto Municipal Code Chapter 140, Lobbying, be received for **INFORMATION**.

23. DATE OF NEXT MEETING

The next meeting of the Board is scheduled to be held on **Friday, January 22, 2016** at 9:30 a.m.

24. RESOLUTION RE ABSENTEEISM

On motion duly made by Mark Teeple, seconded and **CARRIED**, it was **RESOLVED** that Justin Di Ciano and Paula Oliveira having notified the Corporate Secretary of their unavailability to attend this meeting of the Board, be **EXCUSED**.

The Chair wished all members and staff the best of upcoming holiday season.

ADJOURNMENT

There being no further business, the Chair adjourned the meeting at 11:50 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