BOARD MINUTES THE BOARD OF GOVERNORS <u>OF EXHIBITION PLACE</u>



Meeting Date:	Friday, February 12, 2016
Start Time:	9:30 a.m.
Location:	Allstream Centre – Room 200 A/B – Exhibition Place

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

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 9:35 a.m.

COMMUNICATIONS

a) Lorna Tomassoni - Muzik Clubs Inc.

Board Decision

The Board on February 12, 2016 adopted the following: The Board receive the Communication from Lorna Tomassoni regarding Muzik Clubs Inc. http://www.explace.on.ca/database/rte/files/Muzik%20feb%202016-Lorna%20Presentaion.pdf Board Motion

Motion to Adopt Item by Mark Grimes (Carried)

MEMBER MOTIONS

a) Mark Grimes – Employee of the Year

Board Decision

The Board on February 12, 2016 adopted the following: The Board acknowledge and applaud Andrew Landrigan <u>http://www.explace.on.ca/database/rte/files/MM%20(a)-Motion-Excellence%20in%20Action-Landrigan.pdf</u> Board Motion

Motion to Adopt Item by Mark Grimes (Carried)

b) Mark Grimes – 2015 Corporate Social Responsibility Employee of the Year

Board Decision

The Board on February 12, 2016 adopted the following: The Board acknowledge and applaud Dave Reports. <u>http://www.explace.on.ca/database/rte/files/MM%20(b)-Motion-CSR-Roberts.pdf</u> **Board Motion** *Motion to Adopt Item by Mark Grimes* (Carried)

Notion to Adopt terr by Mark Grimes (Carned)

c) <u>Mark Grimes – 2015 United Way Campaign</u> Board Decision

The Board on February 12, 2016 adopted the following:

The Board acknowledge and applaud Debbie Sanderson. <u>http://www.explace.on.ca/database/rte/files/MM%20(c)-Motion-UW-Sanderson.pdf</u> **Board Motion** *Motion to Adopt Item by Mark Grimes* (Carried)

 d) <u>Mark Grimes – Directional Signage for Hotel X</u> Board Decision The Board on February 12, 2016 adopted the following: The Board support the Directional Signage for Hotel X. <u>http://www.explace.on.ca/database/rte/files/MM%20(d)-Motion-Hotel%20X%20Digital%20Sign.pdf</u> Attachment <u>http://www.explace.on.ca/database/rte/files/MM%20(d)HotelX%20Signage-Att.pdf</u> Board Motion *Motion to Adopt Item by Mark Grimes (Carried)*

1. CONFIRMATION OF MINUTES – DECEMBER 4, 2015

Connie Dejak confirmed that page 7, third paragraph of the Minutes of Meeting of the Board held on December 4, 2015, be amended as follows wherein the amendments are in **bold** *italics*.

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.

Connie Dejak expressed much frustration with the level of questioning and comments directed towards this owner/tenant. Unfortunately there is such an inconsistent approach from staff towards the renegotiation of each lease completed along with the misinformation from staff to the Board regarding exclusivity and banquets within the leases that the Board's frustration was inappropriately directed at this tenant. Again, if proper process was followed this item should be brought to the Business Development Committee of the Board and both the Board and Tenants would be spared this questioning. Board Motion

Motion to Amend Minutes by Connie Dejak (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. 2015 CAPITAL WORKS PROGRAM – YEAR END REPORT

Board Decision The Board on February 12, 2016 adopted the following: The Board receive the 2015 Capital Works Program – Year End Report. Background Information (January 21, 2016) Report No.4 from the Chief Executive Officer on the 2015 Capital Works Program – Year End Report Report http://www.explace.on.ca/database/rte/files/Item%204-2015%20Capital%20Progress%20Year-

http://www.explace.on.ca/database/rte/files/Item%204-2015%20Capital%20Progress%20Year-End.pdf Attachment

http://www.explace.on.ca/database/rte/files/Item%204-2015%20Capital%20ProgressAtt.pdf Board Motion

Motion to Adopt Item (Carried)

3. 2016 CAPITAL WORKS PROGRAM PROGRESS REPORT - JANUARY

Board Decision

The Board on February 12, 2016 adopted the following:

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

Background Information

(January 21, 2016) Report No. 5 from the Chief Executive Officer on the 2016 Capital Works Program Progress Report – January

Report

http://www.explace.on.ca/database/rte/files/Item%205-2016%20Capital%20Progress-JanuaryCover.pdf

Attachment

http://www.explace.on.ca/database/rte/files/Item%205-2016%20Capital%20Progress-January.pdf Board Motion

Motion to Adopt Item (Carried)

4. PUBLICATION OF SENIOR STAFF EXPENSES – 2015

Board Decision

The Board on February 12, 2016 adopted the following:

The Board receive the Publication of Senior Staff Expenses for 2015.

Background Information

(January 20, 2016) Report No. 6 from the Chief Executive Officer on the Publication of Senior Staff Expenses for 2015

Report

http://www.explace.on.ca/database/rte/files/Item%206-Senior%20Management%20Expenses.pdf Attachment

http://www.explace.on.ca/database/rte/files/Item%206-Senior%20Expenses%20Appendices.pdf Board Motion

Motion to Adopt Item (Carried)

5. <u>EXHIBITION PLACE MANAGEMENT REPORT – DECEMBER 2015</u> Board Decision

The Board on February 12, 2016 adopted the following:

The Board receive the Exhibition Place Management Report for December 2015. Background Information

(December 31, 2015) Report No. 7 from the Chief Executive Officer and the General Manager, Sales & Event Management on the Exhibition Place Management Report for December 2015

http://www.explace.on.ca/database/rte/files/Item%207-EP%20Management-December.pdf Board Motion

Motion to Adopt Item (Carried)

6. <u>OCCUPATIONAL HEALTH & SAFETY REPORT – 4th QUARTER – 2015</u> Board Decision

The Board on February 12, 2016 adopted the following:

The Board receive the Occupational Health & Safety Report for the 4th Quarter – 2015. **Background Information**

(January 12, 2016) Report No. 8 from the Chief Executive Officer on the Occupational Health & Safety Report -4^{th} Quarter for 2015

http://www.explace.on.ca/database/rte/files/Item%208-OHS%204th%20QUARTER%202015.pdf Board Motion

7. <u>COMPLAINTS SUMMARY AS AT DECEMBER 31, 2015</u>

Board Decision

The Board on February 12, 2016 adopted the following:

The Board receive the Complaints Summary as at December 31, 2015.

Background Information

(January 4, 2016) Report No. 9 from the Chief Executive Officer on the Complaints Summary as at December 31, 2015

http://www.explace.on.ca/database/rte/files/Item%209-Complaints%20Summary-2015.pdf

Board Motion

Motion to Adopt Item (Carried)

8. BUSINESS TRAVEL IAVM – VENUE MANAGEMENT SCHOOL FIRST AND SECOND YEAR MEMBER

Board Decision

The Board on February 12, 2016 adopted the following:

The Board authorize travel expenses for Steven Nushis and Frank Martindale to attend the International Association of Venue Managers in Wheeling, West Virginia from June 4 to June 10, 2016, at a cost not expected to exceed \$7,600 for flights, accommodation and incidental expenses for both staff.

Background Information

(January 4, 2016) Report No. 10 from the Chief Executive Officer on the Business Travel IAVM – Venue Management School for First and Second Year Member

http://www.explace.on.ca/database/rte/files/Item%2010-Oglebay%20Expenses-2016.pdf Board Motion

Motion to Adopt Item (Carried)

9. AGREEMENT FOR SEWER & WATERMAIN CONTRACTOR SERVICES

Board Decision

The Board on February 12, 2016 adopted the following:

The Board approve an agreement with R. Galati Contracting Ltd. for the non-exclusive supply of sewer and water main contactor services and related works for a period of one (1) year, with the option to extend for an additional three (3) separate one (1) year periods, on the terms and conditions outlined in this report and other such terms and conditions satisfactory to the CEO and the City Solicitor.

Background Information

(January 11, 2016) Report No. 11 from the Chief Executive Officer on the Agreement for Sewer & Watermain Contractor Services

http://www.explace.on.ca/database/rte/files/Item%2011-Sewer%20Watermain.pdf

Board Motion

Motion to Adopt Item (Carried)

10. AGREEMENT FOR SHEET METAL CONTRACTOR SERVICES Board Decision

The Board on February 12, 2016 adopted the following:

The Board enter into agreement with De Courcy Steel Ltd. for the non-exclusive supply of sheet metal contractor services and related works to Exhibition Place for a period of one year, commencing on January 31, 2016 and ending on January 31, 2017, with the option to extend for three additional one-year periods on the terms and conditions outlined in this report and other such terms and conditions satisfactory to the Chief Executive Officer and the City Solicitor.

Background Information

(January 11, 2016) Report No. 12 from the Chief Executive Officer on the Agreement for Sheet Metal Contractor Services

http://www.explace.on.ca/database/rte/files/Item%2012-Sheet%20Metal(1).pdf

Board Motion

Motion to Adopt Item (Carried)

11. EXTENSION OF AGREEMENT RE ATM SERVICES

Board Decision

The Board on February 12, 2016 adopted the following:

The Board approve a three-month extension to the agreement with Direct Cash Management Inc. commencing January 1, 2016, on the same terms and conditions outlined in this report and other such terms and conditions satisfactory to the Chief Executive Officer of the Board and the City Solicitor.

Background Information

(January 25, 2016) Report No. 13 from the Chief Executive Officer on the Extension of Agreement Re ATM Services

http://www.explace.on.ca/database/rte/files/Item%2013-ATM%20Services%20Extension.pdf Board Motion

Motion to Adopt Item (Carried)

12. LEASE FOR RIDING SCHOOL IN HORSE PALACE

Board Decision

The Board on February 12, 2016 adopted the following:

The Board approve of a four (year) lease with Sunnybrook for the operation of an Equestrian Riding School in the Horse Palace substantially on the terms and conditions of the existing lease save and except for an increase in basic rent by Toronto CPI each year of the term of the four years, and such other terms and conditions satisfactory to the CEO and the City Solicitor.

Background Information

(December 16, 2015) Report No. 14 from the Business Development Committee on the Lease for Riding School in the Horse Palace

http://www.explace.on.ca/database/rte/files/Item%2014-Riding%20Academy%20Lease.pdf

Board Motion

Motion to Adopt Item (Carried)

13. <u>LEASE FOR RIDING SCHOOL IN HORSE PALACE – SUPPLEMENTARY REPORT</u> Board Decision

The Board on February 12, 2016 adopted the following:

The Board receive a Supplementary Report related to the Lease for Riding School in the Horse Palace

Background Information

(December 16, 2015) Report No. 14 (a) from the Business Development Committee on the Lease for Riding School in the Horse Palace – Supplementary Information

http://www.explace.on.ca/database/rte/files/Item%2014a-Riding%20Academy%20Lease-Supplementary.pdf

Board Motion

Motion to Adopt Item (Carried)

14. 2017 - 2020 STRATEGIC PLANNING EXERCISE - PHASE 2

Board Decision

The Board on February 12, 2016 adopted the following:

The Board receive the 2017-2020 Strategic Planning Exercise – Phase 2 Background Information

Background Information

(February 1, 2016) Report No. 15 from the Chief Executive Officer on the 2017-2020 Strategic Planning Exercise – Phase 2

http://www.explace.on.ca/database/rte/files/Item%2015-Strategic%20Planning%20Exercise%20-%20Phase%202(1).pdf

Board Motion

Motion to Adopt Item (Carried)

15. STRUCTURE PLAN PRESENTATION – BACKGROUND INFORMATION

Board Decision

The Board on February 12, 2016 adopted the following:

The Board approve of initiating a direction to develop a new "future uses / development / structure" plan for Exhibition Place and direct staff to commence the process to implement this direction and report back to the Board.

Background Information

(December 18, 2015) Report No. 16 from the Chief Executive Officer on the Structure Plan Presentation – Background Information

http://www.explace.on.ca/database/rte/files/Item%2016-Structure%20Plan%20Report%20-%20Background%20Information(1).pdf

Attachment

http://www.explace.on.ca/database/rte/files/Item%2016-Structure%20Plan%20PresentationAtt(1).pdf Board Motion

Motion to Adopt Item (Carried)

16. OFFICIAL PLAN AMENDMENT FOR EXHIBITION PLACE

Board Decision

The Board on February 12, 2016 adopted the following:

The Board receive the report approved by City Council at its meeting of February 3, 4 and 5, 2016 regarding the Official Plan Amendment for Exhibition Place.

Background Information

(February 5, 2016) Report No. 17 from the Chief Executive Officer on the Official Plan Amendment for Exhibition Place

Report

http://www.explace.on.ca/database/rte/files/Item%2017-Official%20Plan%20Amendment.pdf Attachment

http://www.explace.on.ca/database/rte/files/Item%2017-

Official%20Plan%20Amendment%20Appendix%20A.pdf

Board Motion

Motion to Adopt Item (Carried)

17. <u>REVISED COMMUNITY USE AT PROPOSED BASKETBALL TRAINING FACILITY</u> Board Decision

The Board on February 12, 2016 adopted the following

The Board receive the report approved by City Council at its meeting of February 3, 4 and 5, 2016 regarding revisions to the community use component at the Basketball Training Facility.

Background Information

(February 5, 2016) Report No. 18 from the Chief Executive Officer on the Revised Community Use at Proposed Basketball Training Facility

Report

http://www.explace.on.ca/database/rte/files/Item%2018-

Revised%20Community%20Use%20at%20Proposed%20Basketball%20Training%20Facility.pdf Attachment

http://www.explace.on.ca/database/rte/files/Item%2018-

Revised%20Community%20Use%20of%20Porposed%20Basketball%20Training%20Facility%20App endix%20A.pdf

Board Motion

Motion to Adopt Item (Carried)

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

18. PARKING STUDY CONSULTANT REPORT

Board Decision

The Board on February 12, 2016 adopted the following:

The Board receive the Parking Study Presentation provided by Ms. Sharon Sterling, Director/Transportation Planning of WSP Canada Inc.

Background Information

Parking Study Presentation by WSP Canada Inc.

http://www.explace.on.ca/database/rte/files/Parking%20Study%20Presentation.pdf

Board Motion

Motion to Adopt Item (Carried)

Board Decision

The Board on February 12, 2016 adopted the following:

The Board direct staff to:

- 1) Report to the Finance & Audit Committee on the financial feasibility of building a new parking structure on the site and possible next steps for this direction;
- Proceed with the actions related to the Immediate (Priority I) recommendations as detailed in Appendix C;
- Include, as part of the upcoming 2017-2020 Strategic Planning the medium (Priority 2) and long-term (Priority 3), consideration of recommendations as detailed in Appendix B and C; and,
- 4) Report to the Finance & Audit Committee on the Parking rates structure for events at Exhibition Place.

Background Information

(January 8, 2016) Report No. 3 from the Chief Executive Officer on the Parking Study Consultant Report

http://www.explace.on.ca/database/rte/files/Item%203-Parking%20Study.pdf

Board Motion

Motion to Amend Item (Additional) moved by Giorgio Mammoliti (**Carried**) Staff proceed with having discussions with the Toronto Parking Authority with a view to developing a potential partnership that can be agreed upon by the parties (specifically the possibility of the Toronto Parking Authority managing parking services at Exhibition Place); and FURTHER that the Toronto Parking Authority App be included in the Exhibition Place business plan; and FURTHER that staff report back to the Board on these discussions.

19. MUZIK CLUBS LEASE TERMS & CONDITIONS - DEPUTATIONS

The Chair welcomed and acknowledged the following speakers who made a deputation regarding Item No. 20 entitled "Muzik Clubs Lease Terms & Conditions".

- 1. Nick Di Donato, President & CEO, Liberty Grand Entertainment Group
- 2. Zlatko Starkovski, President, Muzik Clubs Inc.
- 3. Michael Binetti, Solicitor/Muzik Clubs Inc.
- 4. Lorna Tomassoni, Resident / South Parkdale Neighbourhood Group

The Board recessed its public session and met as Committee of the Whole in closed session on February 12, 2016, to consider confidential information on this Item and other Items as they pertain to the competitive position, future economic and legal interests of the Board.

The Board reconvened in public session at 12:45 p.m. and concurred with the following.

20. EXECUTIVE COMPENSATION PLAN

Board Decision The Board on February 12, 2016 adopted the following: The Board refer the Executive Compensation Plan to the March 24, 2016 meeting of the Board.

Background Information

(January 20, 2016) Report No. 2 from the Finance & Audit Committee on the Executive Compensation Plan

http://www.explace.on.ca/database/rte/files/Item%202-Executive%20Compensation%20Plan.pdf

Confidential Attachment – pertaining to personal matters and identifiable individuals Board Motion

Motion to Refer Item to the next Board meeting by Connie Dejak (Carried)

21. <u>RELOCATION OF THE GARDEN OF THE GREEK</u> GODS – REPORT OF WORKING GROUP

Board Decision

The Board on February 12, 2016 adopted the following:

The Board refer the Relocation of the Garden of the Greek Gods – Report of Working Group to a Special Meeting of the Business Development Committee for recommendation to a Special Meeting of the Board to be held immediately thereafter.

Background Information

(September 25, 2015) Report No. 19 from the Chief Executive Officer on the Relocation of the Garden of the Greek Gods – Report of Working Group

http://www.explace.on.ca/database/rte/files/Item%2019-

GGG%20Working%20Group%20Relocation%20Report.pdf

Board Motion

Motion to Refer Item to a special meeting of the Business Development Committee for recommendation to a Special Meeting of the Board to be held immediately thereafter by Jim Karygiannis (**Carried**)

22. MUZIK CLUBS LEASE TERMS & CONDITIONS

Board Decision

The Board on February 12, 2016 adopted the following:

The Board refer the Muzik Clubs Lease Terms and Conditions to a Special Meeting of the Business Development Committee for recommendation to a Special Meeting of the Board to be held immediately thereafter.

Background Information

(October 9, 2015) Report No. 20 from the Chief Executive Officer on the Muzik Clubs Lease Terms and Conditions

http://www.explace.on.ca/database/rte/files/Item%2020-Muzik%20Lease%20Report-Appendix%20A(1).pdf

Attachments

http://www.explace.on.ca/database/rte/files/Item%2020-Muzik%20Lease-Appendix%20B.pdf http://www.explace.on.ca/database/rte/files/Item%2020-Muzik%20Lease-Appendix%20C.pdf http://www.explace.on.ca/database/rte/files/Item%2020-Muzik%20Lease-Appendix%20E.pdf

Board Motion

Motion to Refer Item to a special meeting of the Business Development Committee for recommendation to a Special Meeting of the Board to be held immediately thereafter by Jim Karygiannis (**Carried**)

23. <u>LIUNA LOCAL 506 COLLECTIVE AGREEMENT – REQUEST FOR INFORMATION</u> Board Decision

The Board on February 12, 2016 adopted the following:

The Board refer the LiUNA Local 506 Collective Agreement – Request for Information to a future meeting of the Business Development Committee once Jim Karygiannis has had the opportunity to speak with all Exhibition Place Tenants.

Background Information

(January 21, 2016) Report No. 21 from the Chief Executive Officer on the LiUNA Local 506 Collective Agreement – Request for Information

http://www.explace.on.ca/database/rte/files/Item%2021-LIUNA%20Local%20506-Request%20for%20Info.pdf

Confidential Attachment – Security of the Property pertaining to ongoing grievances and resolutions which are subject to labour relations privilege.

Board Motion

Motion to Refer Item to a future meeting of the Business Development Committee once Jim Karygiannis has had the opportunity to speak with all Exhibition Place Tenants by Jim Karygiannis (**Carried**)

Declaration of Interest – The following Member declared an interest: Victoria Mancinelli as she has family affiliations with said union

24. <u>LIUNA LOCAL 506 COLLECTIVE AGREEMENT – SUPPLEMENTARY REPORT</u> Board Decision

The Board on February 12, 2016 adopted the following:

The Board refer the LiUNA Local 506 Collective Agreement – Supplementary Report to a future meeting of the Business Development Committee once Jim Karygiannis has had the opportunity to speak with all Exhibition Place Tenants.

Background Information

(January 10, 2016) Report No. 21(a) from the Chief Executive Officer on the LiUNA Local 506 Collective Agreement – Supplementary Report

http://www.explace.on.ca/database/rte/files/Item%2021a-LIUNA%20Local%20506-SuppReport.pdf Attachment

http://www.explace.on.ca/database/rte/files/Item%2021b-Grievance%20Summary%20Report.pdf Board Motion

Motion to Refer Item to a future meeting of the Business Development Committee once Jim Karygiannis has had the opportunity to speak with all Exhibition Place Tenants by Jim Karygiannis (Carried)

Declaration of Interest – The following Member declared an interest: Victoria Mancinelli as she has family affiliations with said union.

25. PERSONNEL MATTER - MINUTES OF OCTOBER 23, 2015

Board Decision

The Board on February 12, 2016 adopted the following:

The Board refer the Personnel Matter – Minutes of October 23, 2015 to the March 24, 2016 meeting of the Board.

Background Information

(January 18, 2016) Report No. 22 from the Chief Executive Officer on the Personnel Matter – Minutes of October 23, 2015.

http://www.explace.on.ca/database/rte/files/Item%2022-Personnel-IC%20Mins%20of%20Oct%2023-15.pdf

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

Motion to Refer Item to the next meeting of the Board by Giorgio Mammoliti (Carried)

26. DATE OF NEXT MEETING

The next meeting of the Board is scheduled to be held on **Thursday**, **March 24**, **2016** at 9:30 a.m.

ADJOURNMENT

There being no further business, the Chair adjourned the meeting at 1 p.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