

MINUTES

PUBLIC SESSION

THE BOARD OF GOVERNORS OF EXHIBITION PLACE

Friday, June 20, 2008

TABLE OF CONTENTS
MINUTES – PUBLIC SESSION
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ITEM	PAGE
1. Minutes of Previous Meeting.....	1
2. Communications – City Clerk – re CNEA Positions.....	2
3. 2008 Capital Works Program – May Progress Report.....	2
4. Management Report – April 30, 2008	2
5. 2008 CNE – Volunteers’/Associates’/Guests’ Privileges	2
6. Ecomedia – Sponsorship Agreement with the CNEA.....	2
7. Annual Rental Agreement – Caribana Festival.....	2
8. Agreement for Provision of Billboard Consulting Services.	3
9. 2009 Rental & Service Price List.....	3
10. 2008, 2009 & 2010 MOU Between the Board and CNEA	3
11. Coliseum Complex – Tender – Steam Boiler Replacement.....	3
12. BMO Field Management Report – April 2008	3
13. Procedural By-Law No. 1-08.....	4
14. Board Travel & Expense Reimbursement Policy.....	4
15. Resolution Re Closed Session	4
16. Accounts Receivable – DEC & Exhibition Place – April 30, 2008	4
17. 2009 Rental Agreement – Merchandise Mart Properties.....	4
18. Results of RFP – Photovoltaic Generation Plant.....	4
19. Resolution Re Absenteeism	5
20. Date of Next Meeting.....	5

MINUTES
THE BOARD OF GOVERNORS OF EXHIBITION PLACE
Fountain Dining Room – Q.E. Bldg. - Exhibition Place
Friday, June 20, 2008 – 8:30 a.m.

The Board of Governors of Exhibition Place met in the Fountain Dining Room, Q.E. Building on Friday, June 20, 2008.

PRESENT: Joe Pantalone, Deputy Mayor, City of Toronto/Chair, Board of Governors
Maria Augimeri, Mona ElSayeh, Gloria Lindsay Luby, Camilla Mackenzie,
Jim McMillen, Jim Melvin, Rocco Maragna, Gord Perks, John Weatherup

APOLOGIES: Rusty Barrese, Mark Grimes, Knox Henry

ATTENDING: Dianne Young, Chief Executive Officer
Ward Earle, Solicitor/City Legal
Fatima Scagnol, Corporate Secretary
Hardat Persaud, Chief Financial Officer
Mark Goss, General Manager/Operations
Arlene Campbell, General Manager/Events & Sales
Sandy Douglas, Director/Human Resources
Danny Chui, Manager/Capital Works
Marc Petitpas, General Manager/BMO Field
Vince Bozzo, Manager/Event Operations/BMO Field
Mortimer Wilson, Manager/Accounting/BMO Field
Ashton Sequeira, General Manager/Centreplate

Deputy Mayor Joe Pantalone, Chair presided and Fatima Scagnol acted as Secretary to the meeting. The meeting was called to order at 8:30 a.m.

The Chair acknowledged and introduced Mr. Ashton Sequeira the new General Manager for Centreplate.

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.

John Weatherup declared a general interest with respect to any report that refers to the Ricoh Coliseum given that he is a member of the OMERS Pension Board.

Camilla Mackenzie declared an interest with Report No. 11 entitled “Annual Rental Agreement with the Festival Management Committee for the Scotiabank Caribana Festival Parade 2008” given she is an employee of Scotiabank.

1. **MINUTES OF PREVIOUS MEETING**

On motion duly made by Jim McMillen, seconded by Jim Melvin, and **CARRIED**, it was **RESOLVED** that the Minutes of Meeting of the Board of Governors held on May 2, 2008, 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.

2. COMMUNICATIONS – CITY CLERK – CNE POSITIONS

Upon the question of the adoption of Report No. 2 dated May 5, 2008 from the City Clerk confirming the name amendment to the CNE Positions of Honourary President, First and Second Vice-President, it was received for **INFORMATION**.

3. 2008 CAPITAL WORKS PROGRAM – MAY PROGRESS REPORT

Upon the question of the adoption of Report No. 4 dated June 6, 2008 from the Chief Executive Officer entitled “**2008 Capital Works Program – May Progress Report**”, it was received for **INFORMATION**.

4. MANAGEMENT REPORT – APRIL 30, 2008

Upon the question of the adoption of Report No. 7 dated April 30, 2008 from the Chief Executive Officer and the General Manager/Sales & Events, entitled “**Management Report – April 30, 2008**”, it was received for **INFORMATION**.

5. 2008 CNE – VOLUNTEERS’/ASSOCIATES’/GUESTS’ PRIVILEGES

The Chair thanked the CNEA for extending these privileges to the Board of Governors.

Upon the question of the adoption of Report No. 8 dated June 5, 2008 from the Chief Executive Officer entitled “**2008 CNE – Volunteers’/Associates’/Guests’ Privileges**”, it was received for **INFORMATION**.

6. ECOMEDIA – SPONSORSHIP AGREEMENT WITH THE CNEA

The Chair advised that the CNEA Board of Directors considered and recommended approval of subject report at its meeting of June 19, 2008.

Upon the question of the adoption of Report No. 9 and the Confidential Attachment 1 (9a) dated June 13, 2008 from the Chief Executive Officer entitled “**Ecomedia – Sponsorship Agreement with the CNEA**”, it was **APPROVED**.

7. ANNUAL RENTAL AGREEMENT - FESTIVAL MANAGEMENT COMMITTEE – SCOTIABANK CARIBANA FESTIVAL PARADE 2008

Upon the question of the adoption of Report No. 11 dated June 2, 2008 from the Chief Executive Officer entitled “**Annual Rental Agreement – Committee – Scotiabank Caribana Festival Parade 2008**”, it was **APPROVED**.

8. **AGREEMENT FOR PROVISION OF BILLBOARD CONSULTING SERVICES**

Upon the question of the adoption of Report No. 14 and the Confidential Attachment 1 (14a) dated June 9, 2008 from Chief Executive Officer entitled “**Agreement for Provision of Billboard Consulting Services**”, it was **APPROVED**.

9. **2009 RENTAL & SERVICE PRICE LIST**

Upon the question of the adoption of Report No. 15 and the Confidential Attachment 1 (15a) dated June 9, 2008 from the Chief Executive Officer entitled “**2009 Rental & Service Price List**”, it was **APPROVED**.

10. **2008, 2009 & 2010 MOU BETWEEN THE BOARD & CNEA**

The Chair advised that the CNEA Board of Directors considered and approved by subject report at its meeting of June 19, 2008 with amendments - under the “CNEA Cultural Artifacts” section noting that there will be no transfer of assets until the purchase price is paid.

Upon the question of the adoption of Report No. 16 dated June 11, 2008 from the Chief Executive Officer and the General Manager/CNEA entitled “**2008, 2009 & 2010 MOU between the Board & the CNEA**”, as amended, 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.

11. **COLISEUM COMPLEX – TENDER – STEAM BOILER REPLACEMENT FOR COLISEUM COMPLEX & GENERAL SERVICES BUILDING**

On motion duly made by Jim McMillen, seconded by Rocco Maragna, and **CARRIED**, it was **RESOLVED** that Report No. 5 dated June 10, 2008 from the Chief Executive Officer, be **APPROVED**, thereby awarding contract to Bird Mechanical Ltd. For the replacement of boilers at the Coliseum Complex and General Services Building in the amount of \$1,130,000.00, excluding GST; this being the lowest bid received.

12. **BMO FIELD MANAGEMENT REPORT – APRIL 2008**

Jim Melvin thanked the General Manager for including usage of the bubble during the winter season and a breakdown of volunteer and rental usages.

The Chair on behalf of the Board applauded BMO staff for the success to date and encouraged them to keep up the good work.

On motion duly made by Jim Melvin, seconded by Jim McMillen, and **CARRIED**, it was **RESOLVED** that Report No. 6 dated April, 2008 from the General Manager/BMO Field with respect to the Management Report for April 2008, be received for **INFORMATION**.

13. **PROCEDURAL BY-LAW NO. 1-08**

On motion duly made by Gloria Lindsay Luby, seconded by Rocco Maragna, and **CARRIED**, it was **RESOLVED** that the “rules of debate” and “votes” sections of Procedural By-Law attached to Report No. 10 dated June 4, 2008 from the Chief Executive Officer be **amended** to include:

- (a) a motion moved by a Member does not require another Member to second the motion; and
- (b) a recorded vote must be asked prior to the Board voting on any matter

and that the Procedural By-Law No. 1-08, as **amended**, be **APPROVED**.

14. **BOARD TRAVEL & EXPENSE REIMBURSEMENT POLICY**

On motion duly made by Gloria Lindsay Luby and **CARRIED**, it was **RESOLVED** that Report No. 17, which was distributed at the meeting, dated June 18, 2008 from the Chief Executive Officer, be **APPROVED**, thereby authorizing the amendments outlined in subject report with respect to the Board’s Travel & Expense Reimbursement Policy.

15. **RESOLUTION RE CLOSED SESSION**

On motion duly made by Jim Melvin 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, Maria Augimeri, Mona ElSayeh, Gloria Lindsay Luby, Camilla Mackenzie, Jim McMillen, Jim Melvin, Rocco Maragna, Gord Perks, John Weatherup) reconvened in public session at 9:20 am and concurred with the following proposal.

16. **ACCOUNTS RECEIVABLE – DEC & EXHIBITION PLACE – APRIL 30, 2008**

On motion duly made by Jim Melvin and **CARRIED**, it was **RESOLVED** that Report No. 3 and the Confidential Attachment 1 (3a) dated June 6, 2008 from the Chief Executive Officer with respect to the Accounts Receivable for the DEC & Exhibition Place as at April 30, 2008, be received for **INFORMATION**.

17. **2009 RENTAL AGREEMENT – MERCHANDISE MART PROPERTIES**

On motion duly made by Jim Melvin and **CARRIED**, it was **RESOLVED** that Report No. 13 and the Confidential Attachment 1 (13a) dated June 10, 2008 from the Chief Executive Officer, be **APPROVED**, thereby authorizing a discount to the 2009 Rental Agreement with Merchandize Mart Properties.

18. **RESULTS OF RFP – PHOTOVOLTAIC GENERATION PLANT**

Gord Perks congratulated Dianne Young and her staff for their dedication to the Board’s Environmental Plan adopted in 2004 with its main objective – net energy self-efficiency by the end of 2010.

Joe Pantalone also echoed Councillor Perk's comments and applauded Dianne and her team.

On motion duly made by Jim Melvin and **unanimously CARRIED**, it was **RESOLVED** that Report No. 12 and the Confidential Attachment 1 (12a) dated June 10, 2008 from the Chief Executive Officer with respect to the Results of Request for Proposals for the Photovoltaic Generation Plant, be **APPROVED**, thereby authorizing:

- (a) entering into of a Letter Agreement with SUN substantially as outlined in Appendix "A" of subject report, and including such other commercial terms and conditions as may be required by the Chief Executive Officer and the City Solicitor;
- (b) staff to report back to the Board at its meeting of July 18, 2008, on the substantial terms and conditions of a proposed long-term license agreement with SUN including an implementation timeline;
- (c) staff to initiate discussions with the City Energy Office about this project and any possible program funding available; and
- (d) that the confidential information in Attachment 1 not be released publicly in order to protect the competitive position and the future economic interests of the Board.

19. **RESOLUTION RE ABSENTEEISM**

On motion duly made by Rocco Maragna and **CARRIED**, it was **RESOLVED** that Rusty Barrese, Mark Grimes and Knox Henry having notified the Corporate Secretary of their unavailability to attend this meeting of the Board, be **EXCUSED**.

20. **DATE OF NEXT MEETING**

The next regular meeting of the Board is scheduled to be held on **Friday, July 18, 2008** at 8:30 a.m.

ADJOURNMENT

There being no further business, the Chair adjourned the meeting at 9:30 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 _____, 2008.

Chair

