

MINUTES

PUBLIC SESSION

THE BOARD OF GOVERNORS OF EXHIBITION PLACE

Friday, April 15, 2005

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MINUTES
THE BOARD OF GOVERNORS OF EXHIBITION PLACE
Fountain Dining Room- Queen Elizabeth Building - Exhibition Place
Friday, April 15, 2005 – 8:30 a.m.

The Board of Governors of Exhibition Place met in the Fountain Dining Room, Queen Elizabeth Building on Friday, April 15, 2005.

PRESENT: Joe Pantalone, Chair
Adam Giambrone, Mark Grimes, Barbara Johnston, Knox Henry, Gloria Lindsay Luby, Rocco Maragna, Rene Foisy-Marquis, Andre Tellier, Sylvia Watson, John Weatherup, Debbie Woodman

APOLOGIES: Bob MacWilliam

ATTENDING: Dianne Young, General Manager & CEO/Exhibition Place
Fatima Scagnol, Corporate Secretary
Ward Earle, Solicitor/City of Toronto
Paul Egli, Director of Finance
Sandy Douglas, Director of Human Resources
Arlene Campbell, O&Y/SMG Canada/General Manager/NTC
Hardat Persaud, Director of Finance/NTC
Ron Taylor, O&Y/SMG Canada

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

John Weatherup declared an interest with respect to In-Camera Report No. 21 entitled "Collective Agreement – Local 46" because of his father's affiliation with the United Association of Journeymen & Pipefitters Union.

Knox Henry, on behalf of Bob MacWilliam, conveyed his regrets in attending this meeting of the Board and requested Mr. Henry to advise the Board that he will be resigning as President to the CNEA at the end of April due to health reasons.

It was duly moved, seconded and **unanimously** carried that the Board of Governors acknowledges Mr. MacWilliam for his loyalty, dedication and contributions to Exhibition Place.

1. **MINUTES OF PREVIOUS MEETING**

On motion duly made by Knox Henry, seconded by Gloria Lindsay Luby, and **CARRIED**, it was **RESOLVED** that the Minutes of Meeting of the Board of Governors held on March 4, 2005, 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 proposal:

2. **CONSULTANTS FOR THE CAPITAL WORKS PROGRAM**

Upon the question of the adoption of Report No. 5 dated March 22, 2005 from the General Manager & CEO entitled "**Consultants for the Capital Works Program**", it was received for **INFORMATION**.

3. **AGREEMENT FOR PEST CONTROL SERVICES**

Upon the question of the adoption of Report No. 8 dated April 1, 2005 from the General Manager & CEO entitled "**Agreement for Pest Control Services**", it was **APPROVED**.

4. **AGREEMENT FOR JANITORIAL SUPPLIES**

Upon the question of the adoption of Report No. 9 dated April 10, 2005 from General Manager & CEO entitled "**Agreement for Janitorial Supplies**", it was **APPROVED**.

5. **2005 CARIBANA PARADE & EVENTS**

Upon the question of the adoption of Report No. 11 dated April 4, 2005 from the General Manager & CEO entitled "**2005 Caribana Parade Events**", it was **APPROVED**.

6. **AMENDMENT TO AGREEMENT FOR MOLSON INDY RACE**

Upon the question of the adoption of Report No. 14 dated April 4, 2005 from the General Manager & CEO entitled "**Amendment to Agreement for Molson Indy Race**", 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:

7. **ACCOUNTS PAYABLE – FEBRUARY 2005**

On motion duly made by Andre Tellier, seconded by Rene Foisy-Marquis, and **CARRIED**, it was **RESOLVED** that Report No. 2 from the General Manager & CEO dated March 21, 2005 with respect to the Accounts Payable for the month of February 2005, be received for **INFORMATION**.

8. **ACCOUNTS PAYABLE – MARCH 2005**

On motion duly made by Rene Foisy-Marquis, seconded by Barbara Johnston, and **CARRIED**, it was **RESOLVED** that Report No. 3 from the General Manager & CEO dated April 1, 2005 with respect to the Accounts Payable for the month of March 2005, be received for **INFORMATION**.

9. **2005 CAPITAL WORKS PROGRAM – MARCH PROGRESS REPORT**

On motion duly made by Rene Foisy-Marquis, seconded by John Weatherup and **CARRIED**, it was **RESOLVED** that Report No. 4 dated March 31, 2005 from the General Manager & CEO with respect to the 2005 Capital Works Program – March Progress Report, be received for **INFORMATION**.

10. **OCCUPATIONAL HEALTH & SAFETY UPDATE**

On motion duly made by Rene Foisy-Marquis, seconded by John Weatherup and **CARRIED**, it was **RESOLVED** that Report No. 6 dated April 1, 2005 from the General Manager & CEO with respect to the Occupational Health & Safety Update, be received for **INFORMATION**; and **FURTHER** that staff provide a report with respect to the Professional Development of non-union staff.

11. **NTC PROGRAM – MANAGEMENT REPORT FOR MARCH 31, 2005**

On motion duly made by Rene Foisy-Marquis, seconded by Debbie Woodman and **CARRIED**, it was **RESOLVED** that Report No. 7 dated April 1, 2005 from the General Manager/NTC with respect to the NTC Program – Management Report for March 31, 2005, be received for **INFORMATION**; and **FURTHER** that, future reports contain the action plan addressing specific financial issues.

12. **CHIN PICNIC 2005**

On motion duly made by Adam Giambrone, seconded by Sylvia Watson, and **CARRIED**, it was **RESOLVED** that Report No. 10 dated April 4, 2005 from the General Manager & CEO, be **APPROVED**, thereby authorizing a one-year licence agreement with CHIN Radio-TV International for the CHIN Picnic 2005, based on the terms and conditions outlined in subject report.

13. **2005 EAR TO THE GROUND FESTIVAL**

On motion duly made by Adam Giambrone, seconded by Sylvia Watson, and **CARRIED**, it was **RESOLVED** that Report No. 12 dated April 4, 2005 from the General Manager & CEO, be **APPROVED**, thereby authorizing a one-year licence agreement with Ear to the Ground Festival, based on the terms and conditions outlined in subject report.

14. **RENTAL RATES FOR 2006 & 2007**

On motion duly made by Rene Foisy-Marquis, seconded by Knox Henry, and **CARRIED**, it was **RESOLVED** that Report No. 13 dated March 28, 2005 from the General Manager & CEO, be **APPROVED**, thereby authorizing the increase to rental rates for 2006 and 2007 for the trade and consumer shows and events, as outlined in subject report; and **FURTHER** that, staff provide on a quarterly basis a report outlining the occupancy space for buildings/areas outside the NTC complex.

15. **PROPOSED SETTLEMENT RELATING TO THE 2003 ROYAL AGRICULTURAL WINTER FAIR**

On motion duly made by Gloria Lindsay Luby, seconded by Adam Giambrone, and **CARRIED**, it was **RESOLVED** that Report No. 15 dated April 4, 2005 from the General Manager & CEO be **APPROVED**, thereby authorizing the recommendation contained in subject report with respect to the settlement relating to the 2003 Royal Agricultural Winter Fair.

16. **RESOLUTION RE CLOSED SESSION**

On motion duly made by Adam Giambrone, seconded by Sylvia Watson, 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, Chair, Adam Giambrone, Mark Grimes, Barbara Johnston, Knox Henry, Gloria Lindsay Luby, Rocco Maragna, Rene Foisy-Marquis, Andre Tellier, Sylvia Watson, John Weatherup, Debbie Woodman) reconvened at 9:50 a.m. and concurred with the following proposal.

17. **CNEA PROGRAM – BUSINESS PLAN**

On motion duly made by Knox Henry, seconded by Debbie Woodman, and **CARRIED**, it was **RESOLVED** that In-Camera Report No. 17 dated April 6, 2005 from the General Manager & CEO with respect to the CNEA Program – Business Plan, it was received for **INFORMATION**.

18. **FINANCIAL FORECAST FOR 2006 & 2007**

On motion duly made by Andre Tellier, seconded by Rocco Maragna, and **CARRIED**, it was **RESOLVED** that In-Camera Report No. 18 dated March 31, 2005 from the General Manager & CEO with respect to the Financial Forecast for 2006 & 2007, be received for **INFORMATION**.

19. **NTC PROGRAM – ACCOUNTS RECEIVABLE – MARCH 31, 2005**

On motion duly made by Barbara Johnston, seconded by Adam Giambrone, and **CARRIED**, it was **RESOLVED** that In-Camera Report No. 19 dated April 8, 2005 from the General Manager/NTC with respect to the Accounts Receivable for March 31, 2005, be received for **INFORMATION**.

20. **EXHIBITION PLACE ACCOUNTS RECEIVABLE – MARCH 31, 2005**

On motion duly made by Mark Grimes, seconded by Sylvia Watson, and **CARRIED**, it was **RESOLVED** that In-Camera Report No. 20 dated March 31, 2005 from the General Manager & CEO with respect to the Exhibition Place Accounts Receivable for March 31, 2005, be received for **INFORMATION**.

21. **COLLECTIVE AGREEMENT – UNITED ASSOCIATION OF JOURNEYMEN & PIPEFITTERS LOCAL 46**

John Weatherup had earlier declared an interest regarding subject report and had excused himself from the meeting at 9:35 a.m.

On motion duly made by Sylvia Watson, seconded by Adam Giambrone, and **CARRIED**, it was **RESOLVED** that In-Camera Report No. 21 dated April 7, 2005 from the General Manager & CEO, be **APPROVED**, thereby authorizing the recommendation outlined in subject report with respect to the Collective Agreement for the United Association of Journeymen & Pipefitters, Local 46.

22. **PERSONNEL MATTER**

On motion duly made by Sylvia Watson, seconded by Mark Grimes, and **CARRIED**, it was **RESOLVED** that In-Camera Report No. 22 dated March 14, 2005 from the General Manager & CEO with respect to a Personnel Matter, be received for **INFORMATION**.

23. **RESULTS OF THE AQUARIUM REOI**

On motion duly made Sylvia Watson, seconded by Adam Giambrone, and **CARRIED**, it was **RESOLVED** that In-Camera Report No. 23 dated April 5, 2005 from the General Manager & CEO, be **APPROVED**, thereby authorizing the recommendations outlined in subject report with respect to the Aquarium Project at Exhibition Place; and **FURTHER** that, the Board be provided, on a confidential basis, access to a copy of the Request For Proposals to allow members an opportunity to review and provide input, if any, prior to release.

24. **DATE OF NEXT MEETING**

The next meeting of the Board is scheduled to be held on **Friday, May 27, 2005 at 8:30 a.m.**

25. **RESOLUTION RE ABSENTEEISM**

On motion duly made by Knox Henry, seconded by Debbie Woodman, and **CARRIED**, it was **RESOLVED** that Bob MacWilliam having notified the Corporate Secretary of their unavailability to attend this meeting of the Board, be **EXCUSED**.

OTHER BUSINESS26. **LIQUOR LICENCE ISSUE**

On motion duly made by Gloria Lindsay Luby, seconded by Adam Giambrone, and **CARRIED**, it was **RESOLVED** that In-Camera Report No. 26 dated April 14, 2005 from the City Solicitor, which was distributed at the meeting, be **APPROVED**, thereby authorizing the recommendations outlined in subject report.

ADJOURNMENT

There being no further business, the Chair adjourned the meeting at 10:00 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 _____, 2005.

Chair