

1A

**MINUTES**

**PUBLIC SESSION**

**THE BOARD OF GOVERNORS OF EXHIBITION PLACE**

**Friday, November 28, 2003**

**TABLE OF CONTENTS**  
**MINUTES – PUBLIC SESSION**  
**THE BOARD OF GOVERNORS OF EXHIBITION PLACE**  
**Friday, November 28, 2003**

<b>ITEM</b>	<b>PAGE</b>
1. Quarter Century Presentations .....	2
2. Minutes of Previous Meeting.....	2
3. CNEA Appointments to the Board of Governors.....	2
4. Accounts Payable – September & October 2003 .....	2
5. Uncollectible Amount for 2001 Caribana Event.....	3
6. Exhibition Place Write-Off of Bad Debts for 2003.....	3
7. CNEA Write-Off of Bad Debts for 2003-12-18 .....	3
8. 2003 Capital Works Program November Progress Report .....	3
9. Capital Tenders:	
(a) Retrofit Two (2) Rose Garden Fountains	
(b) Replace Radio System	
(c) Princes' Gates Column Stabilization.....	3
10. Future Space Requirements for the CNE.....	3
11. Board of Governors Meeting Schedule for 2004.....	4
12. Plaque for Ricoh Coliseum .....	4
13. NTC Management Report – October 2003 .....	4
14. Exhibition Place Management Report.....	4
15. 2004 Mobile Vending Program .....	4
16. Renewal of Lease with Ernie's Arcade for the Snack Bar .....	4
17. Variance Report – Period Ending September 30, 2003 .....	4
18. Interim Financial Statements as of September 30, 2003.....	5
19. Caribana 2003 Update .....	5
20. Canadian Bureau for the Advancement of Music Lease` .....	5
21. Date of Next Meeting.....	5
22. Resolution Re Absenteeism .....	5
23. Presentations – NTC, CNEA and Exhibition Place Annual Plan.....	5

Other Business

24.	Communication – Toronto Roadrunners .....	6
25.	Staff Acknowledgement .....	6
26.	Expressions of Appreciation.....	6
27.	Resolution Re Closed Session .....	7
28.	Financial Forecast for 2005 and 2006 .....	7
29.	Keith Mueller Design Settlement.....	7
30.	CNEA Accounts Receivable – September 30, 2003 .....	7
31.	NTC Accounts Receivable – October 31, 2003.....	7
32.	Exhibition Place Accounts Receivable – September 30, 2003 .....	7
33.	Termination of the Lease with Peacock Circus Inc.....	8
34.	Further Renewal of NTC Management Agreement.....	8

**MINUTES**  
**THE BOARD OF GOVERNORS OF EXHIBITION PLACE**  
**Fountain Dining Room- Queen Elizabeth Building - Exhibition Place**  
**Friday, November 28, 2003 – 9:00 a.m.**

The Board of Governors of Exhibition Place met in the Fountain Dining Room, Queen Elizabeth Building on Friday, November 27, 2003.

**PRESENT:** Mario Silva, Chairman  
Fernando Do Rio, Doug Holyday, Chris Korwin-Kuczynski, Gloria Lindsay Luby, Bob MacWilliam, Sam Sniderman, Sean Webster, Andre Tellier

**GUESTS:** Knox Henry, Debbie Woodman

**APOLOGIES:** John Downing, Ron Moeser, Sherene Shaw,

**ATTENDING:** Dianne Young, General Manager & CEO/Exhibition Place  
Fatima Scagnol, Corporate Secretary  
Paul Egli, Director of Finance  
Kathryn Reed-Garrett, Director/Business Development  
Sandy Douglas, Director of Human Resources  
Leo Lauro, Interim Director of Operations  
Danny Chui, Manager/Capital Works  
Sito Mungcal, Executive Assistant/General Manager & CEO  
Virginia Ludy, Operations Manager/CNE  
Ron Taylor, O&Y/SMG Canada  
Arlene Campbell, O&Y/SMG Canada/General Manager/NTC  
Hardat Persaud, Director of Finance/NTC  
Ward Earle, Solicitor/City of Toronto

Mario Silva presided and Fatima Scagnol acted as Secretary to the meeting. The meeting was called to order at 9:15 a.m.

Before proceeding with the regular business of the meeting, the Chairman 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.

For the information of the members, the Chairman advised that the following reports will not be dealt with at this meeting of the Board:

- Report No. 22 - Royal Agricultural Winter Fair - Administrative Offices
- Report No. 23 - Month-to-Month Agreement of Pay Phone Services
- In-Camera Report No. 34 - Coke Sponsorship Agreement
- In-Camera Report No. 35 - HVAC & Plumbing Services

The Chairman acknowledged and introduced Bob MacWilliam, President of the CNEA and Knox Henry, 2<sup>nd</sup> Vice-President of the CNEA. The Chairman advised that Mr. Henry's appointment to the Board is pending City Council approval.

1. **QUARTER CENTURY PRESENTATIONS**

The Chairman acknowledged and introduced Jamie Needler who started as a part-time employee in the Parking Department in 1974. Since that date Jamie worked as a Ticket Seller, Foreperson and promoted to Facility Coordinator in 1989. Presently Jamie is an Event Coordinator assigned to the National Trade Centre. The Chairman presented Jamie with an Exhibition Place watch in recognition of his 25 years of service to Exhibition Place.

The Chairman advised that unfortunately the other recipients could not be in attendance at the meeting and requested that the Board adopt the following motion.

On motion duly made, seconded, and unanimously **CARRIED**, it was **RESOLVED** that Darren Kahn, Ed Kuramoto, James McKay, Jamie Needler, Vito Rygiel and Lynn Yorke be acknowledged and congratulated for their years of dedication and contributions to Exhibition Place.

2. **MINUTES OF PREVIOUS MEETING**

On motion duly made by Sean Webster, seconded by Fernando Do Rio, and **CARRIED**, it was **RESOLVED** that the Minutes of Meeting of the Board of Governors held on September 26, 2003, be **VERIFIED** in the form distributed to the members.

**CONSIDERATION OF REPORTS**

The Chairman 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.

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

Upon the question of the adoption of Report No. 4 dated October 10, 2003 from the General Manager & CEO entitled "CNEA Appointments to the Board of Governors", it was received for **INFORMATION**.

4. **ACCOUNTS PAYABLE - SEPTEMBER & OCTOBER 2003**

Upon the question of the adoption of Report No. 5(a) and 5(b) dated November 14, 2003 from the General Manager & CEO entitled "Accounts Payable for September and October 2003", they were received for **INFORMATION**.

5. **UNCOLLECTIBLE AMOUNT FOR 2001 CARIBANA EVENT**

Upon the question of the adoption of Report No. 8 dated November 12, 2003 from the General Manager & CEO entitled "Uncollectible Amount for 2001 Caribana Event", it was received **APPROVED**.

6. **EXHIBITION PLACE WRITE-OFF OF BAD DEBTS FOR 2003**

Upon the question of the adoption of Report No. 9 dated November 14, 2003 from the General Manager & CEO entitled "Exhibition Place Write-Off of Bad Debts for 2003", it was **APPROVED**.

7. **CNEA WRITE-OFF OF BAD DEBTS FOR 2003**

Upon the question of the adoption of Report No. 10 dated 2003 from the General Manager/NTC entitled "CNEA Write-Off of Bad Debts for 2003", it was **APPROVED**.

8. **2003 CAPITAL WORKS PROGRAM NOVEMBER PROGRESS REPORT**

Upon the question of the adoption of Report No. 11 dated November 12, 2003 from the General Manager & CEO entitled "2003 Capital Works Program November Progress Report", it was received for **INFORMATION**.

9. **CAPITAL TENDERS**

- (a) Upon the question of the adoption of Report No. 12(a) dated November 17, 2003 from the General Manager & CEO entitled "Retrofit Two (2) Rose Garden Fountains", it was **APPROVED**.
- (b) Upon the question of the adoption of Report No. 12(b) dated November 14, 2003 from the General Manager & CEO entitled "Replace Radio System", it was **APPROVED**.
- (c) Upon the question of the adoption of Report No. 12(c) dated November 14, 2003 from the General Manager & CEO entitled "Princes' Gates Column Stabilization", it was **APPROVED**.

10. **FUTURE SPACE REQUIREMENTS FOR THE CNE**

Upon the question of the adoption of Report No. 14 dated November 12, 2003 from the General Manager & CEO entitled "Future Space Requirements for the CNE", it was **RECEIVED**; and Report No. 14(a) dated November 27, 2003 from the Corporate Secretary, which was distributed at the meeting, entitled "2003 CNE - Food Building Research", it was received for **INFORMATION**; and **FURTHER** that subject reports be forwarded to the Staff Team working on the Exhibition Place Concept Development Plan.

11. **BOARD OF GOVERNORS MEETING SCHEDULE FOR 2004**

Upon the question of the adoption of Report No. 15 dated October 20, 2003 from the General Manager & CEO entitled "**Board of Governors Meeting Schedule for 2004**", it was **APPROVED**.

12. **PLAQUE FOR RICOH COLISEUM**

Upon the question of the adoption of Report No. 16 dated November 18, 2003 from the Chairman entitled "**Plaque for Ricoh Coliseum**", it was **APPROVED**.

13. **NTC MANAGEMENT REPORT - OCTOBER 2003**

Upon the question of the adoption of Report No. 17 dated October 31, 2003 from the General Manager/NTC entitled "**NTC Management Report for the period ending October 31, 2003**", it was received for **INFORMATION**.

14. **EXHIBITION PLACE MANAGEMENT REPORT**

Upon the question of the adoption of Report No. 18 dated October 31, 2003 from the General Manager & CEO entitled "**Exhibition Place Management Report for the period ending October 31, 2003**", it was received for **INFORMATION**.

15. **2004 MOBILE VENDING PROGRAM**

Upon the question of the adoption of Report No. 19 dated November 7, 2003 from the General Manager & CEO entitled "**2004 Mobile Vending Program**", it was **APPROVED**.

16. **RENEWAL OF LEASE WITH ERNIE'S ARCADE FOR THE SNACK BAR**

Upon the question of the adoption of Report No. 21 dated November 13, 2003 from the General Manager & CEO entitled "**Renewal of Lease with Ernie's Arcade for the Snack Bar**", it was **APPROVED**.

The Chairman proposed that the Board give consideration to those reports held for discussion at the request of the members. The Board concurred with the following proposal.

17. **VARIANCE REPORT - PERIOD ENDING SEPTEMBER 30, 2003**

On motion duly made by Sean Webster, seconded by Chris Korwin-Kuczynski, and **CARRIED**, it was **RESOLVED** that Report No. 6 dated November 12, 2003 from the General Manager & CEO with respect to the Variance Report for the period ending September 30, 2003, be received for **INFORMATION**.

18. **INTERIM FINANCIAL STATEMENTS AS OF SEPTEMBER 30, 2003**

On motion duly made by Sean Webster, seconded by Gloria Lindsay Luby, and **CARRIED**, it was **RESOLVED** that Report No. 7 dated November 14, 2003 from the General Manager & CEO with respect to the Interim Financial Statements as of September 30, 2003, be received for **INFORMATION**.

19. **CARIBANA 2003 UPDATE**

On motion duly made by Chris Korwin-Kuczynski, seconded by Sean Webster, and **CARRIED**, it was **RESOLVED** that Report No. 13 dated November 13, 2003 from the General Manager & CEO with respect to the Caribana 2003 Update, be received for **INFORMATION**; and **FURTHER** that, the General Manager & CEO request that the City of Toronto compensate Exhibition Place the amounts owing regarding the 2003 Caribana Event.

20. **CANADIAN BUREAU FOR THE ADVANCEMENT OF MUSIC LEASE**

On motion duly made by Chris Korwin-Kuczynski, seconded by Fernando Do Rio, and **CARRIED**, it was **RESOLVED** that Report No. 20 dated November 14, 2003 from the General Manager & CEO be **APPROVED**, thereby authorizing a three-year lease (2004, 2005 and 2006) with the Canadian Bureau for the Advancement of Music for office space in the Halls of Fame Building, based on the terms and conditions outlined in subject report.

21. **DATE OF NEXT MEETING**

The next meeting of the Board is scheduled for **Friday, January 30, 2004 at 9:30 a.m.**

22. **RESOLUTION RE ABSENTEEISM**

On motion duly made by Chris Korwin-Kuczynski, seconded by Gloria Lindsay Luby, and **CARRIED**, it was **RESOLVED** that John Downing, Ron Moeser and Sherene Shaw having notified the Corporate Secretary of their unavailability to attend this meeting of the Board, be **EXCUSED**.

23. **PRESENTATIONS**

Ron Taylor and Arlene Campbell provided the Board with a power-point presentation on the Annual Plan for the National Trade Centre.

Dianne Young provided the Board with a power-point presentation on the Annual Plan for Exhibition Place and the Canadian National Exhibition Association. She also provided a power-point presentation on the Financial Forecast for 2004, 2005 and 2006.



Copies of the foregoing presentations were distributed at the meeting and are also appended to the official minutes of this meeting of the Board.

All four presentations were received for **INFORMATION**.

## **OTHER BUSINESS**

### 24. **COMMUNICATION - TORONTO ROADRUNNERS**

On motion duly made by Sean Webster, seconded by Fernando Do Rio, and **CARRIED**, it was **RESOLVED** that that Communication from the Toronto Roadrunners dated November 24, 2003, which was distributed at the meeting, be received for **INFORMATION**.

### 25. **STAFF ACKNOWLEDGEMENT**

The Chairman acknowledged and congratulated Hardat Persaud who was recently seconded as Director of Finance for the National Trade Centre. He also acknowledged and welcomed Mr. Sandy Douglas, the Director of Human Resources.

### 26. **EXPRESSION OF APPRECIATION**

The Chairman thanked the Board for their support over the last three years and expressed his gratitude with respect to the accomplishments the Board achieved during his term - Ricoh Coliseum, Horticulture Building, Bandshell Restaurant, World Youth Day Event, the Queen's Visit, and many others that the Board should be proud of. He also thanked Dianne Young, Sito Mungcal and Fatima Scagnol for their dedication to Exhibition Place and in making his responsibilities as Chairman easier, and the work of all staff.

The Chairman also acknowledged and thanked the outgoing members - Fernando Do Rio, John Downing, Chris Korwin-Kuczynski, Ron Moeser, Sherene Shaw, Sam Sniderman and Sean Webster and indicated that once replaced, they would be appointed "Honourary Life Governors".

Chris Korwin-Kuczynski thanked Mario Silva, Dianne Young, Sito Mungcal, Fatima Scagnol, the Board and all the staff for their support during his term on the Board.

Sean Webster thanked Mario Silva and the Council Members he served with during his term on the Board for their exemplary service.

Gloria Lindsay Luby advised that she has enjoyed her association with Exhibition Place; has learned a lot, and hoped that she contributed a little.

Fernando Do Rio indicated it has been a privilege serving on the Board and has gained a rapport with City Council members.

27. **RESOLUTION RE CLOSED SESSION**

On motion duly made by Sam Sniderman, seconded by Gloria Lindsay Luby, 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 (Mario Silva/Chairman, Fernando Do Rio, Doug Holyday, Chris Korwin-Kuczynski, Gloria Lindsay Luby, Bob MacWilliam, Sam Sniderman, Andre Tellier and Sean Webster) reconvened in public session at 10:55 a.m. and concurred with the following.

28. **FINANCIAL FORECAST FOR 2005 AND 2006**

On motion duly made by Gloria Lindsay Luby, seconded by Bob MacWilliam, and **CARRIED**, it was **RESOLVED** that in In-Camera Report No. 28 dated November 14, 2003 from the General Manager & CEO with respect to the Financial Forecast for 2005 and 2006, be received for **INFORMATION**.

29. **KEITH MUELLER DESIGN - SETTLEMENT**

On motion duly made by Andre Tellier, seconded by Bob MacWilliam, and **CARRIED**, it was **RESOLVED** that In-Camera Report No. 29 dated November 12, 2003 from the General Manager & CEO be **APPROVED**, thereby concurring with the recommendation of the Board of Directors of the CNEA with respect to a Settlement with Keith Mueller Design, as outlined in subject report.

30. **CNEA ACCOUNTS RECEIVABLE - SEPTEMBER 30, 2003**

On motion duly made by Bob MacWilliam, seconded by Doug Holyday, and **CARRIED**, it was **RESOLVED** that In-Camera Report No. 30 dated November 12, 2003 from the General Manager & CEO with respect to the CNEA Accounts Receivable as at September 30, 2003, be received for **INFORMATION**.

31. **NTC ACCOUNTS RECEIVABLE - OCTOBER 31, 2003**

On motion duly made by Doug Holyday, seconded by Fernando Do Rio, and **CARRIED**, it was **RESOLVED** that In-Camera Report No. 31 dated November 17, 2003 from the General Manager/NTC with respect to the NTC Accounts Receivable for the month ended October 31, 2003, be received for **INFORMATION**.

32. **EXHIBITION PLACE ACCOUNTS RECEIVABLE - SEPTEMBER 30, 2003**

On motion duly made by Gloria Lindsay Luby, seconded by Sam Sniderman, and **CARRIED**, it was **RESOLVED** that In-Camera Report No. 32 dated November 11, 2003 from the General Manager & CEO with respect to the Exhibition Place Accounts Receivable as at September 30, 2003, be received for **INFORMATION**.

33. **TERMINATION OF THE LEASE WITH PEACOCK CIRCUS INC.**

On motion duly made by Gloria Lindsay Luby, seconded by Chris Korwin-Kuczynski, and **CARRIED**, it was **RESOLVED** that the recommendation outlined In-Camera Report No. 33 dated November 18, 2003 from the General Manager & CEO with respect to Peacock Circus Inc. be **APPROVED**.

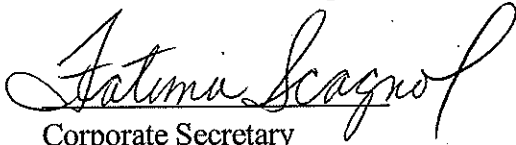
34. **FURTHER RENEWAL OF NTC MANAGEMENT AGREEMENT**

On motion duly made by Sean Webster, seconded by Doug Holyday, and **CARRIED**, it was **RESOLVED** that the recommendation outlined In-Camera Report No. 36 dated November 10, 2003 from the General Manager & CEO with respect to the Further Renewal of the NTC Management Agreement, be **APPROVED**.

**ADJOURNMENT**

There being no further business, the Chairman adjourned the meeting at 11:00 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

\_\_\_\_\_  
Chairman

**VERIFIED** at a meeting of the Board of Governors of Exhibition Place held on the \_\_\_\_ day of \_\_\_\_\_, 2004.

\_\_\_\_\_  
Chairman

