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**MINUTES**

**PUBLIC SESSION**

**THE BOARD OF GOVERNORS OF EXHIBITION PLACE**

**Friday, April 2, 2004**

**TABLE OF CONTENTS**  
**MINUTES – PUBLIC SESSION**  
**THE BOARD OF GOVERNORS OF EXHIBITION PLACE**  
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<b>ITEM</b>		<b>PAGE</b>
1.	Minutes of Previous Meeting.....	1
2.	Communications from City Clerk re CNEA Appointments to the Board .....	2
3.	2003 Capital Works Program – Year End Report.....	2
4.	NTC Management Report – January to February 2004 .....	2
5.	NTC Annual Corporate Golf Tournament .....	2
6.	Ride for Heart Event – June 2004 .....	2
7.	Staff Professional Development .....	2
8.	One-Time Records Destruction Order .....	2
9.	Accounts Payable – January 2004 .....	3
10.	Accounts Payable – February 2004 .....	3
11.	Appointment of Reps to RAWF.....	3
12.	Appointment of Reps to Canada’s Sports Hall of Fame.....	3
13.	Rental of Material Handling & Grounds Maintenance Equipment .....	3
14.	Parking Rate Increase .....	4
15.	Parking Study & Consultant.....	4
16.	Date of Next Meeting.....	4
17.	Resolution Re Absenteeism .....	4
18.	Resolution Re Closed Session .....	4
19.	NTC Accounts Receivables – January 2004.....	5
20.	Ricoh Coliseum .....	5
21.	2003 Royal Agricultural Winder Fair.....	5
22.	Hotel Development – Presentation .....	5
23.	Resolution Re Closed Session .....	6
24.	Hotel Development at Exhibition Place .....	6

**MINUTES**  
**THE BOARD OF GOVERNORS OF EXHIBITION PLACE**  
**Fountain Dining Room- Queen Elizabeth Building - Exhibition Place**  
**Friday, April 2, 2004 – 8:30 a.m.**

The Board of Governors of Exhibition Place met in the Fountain Dining Room, Queen Elizabeth Building on Friday, April 2, 2004.

**PRESENT:** Joe Pantalone, Chair  
Mark Grimes, Knox Henry, Doug Holyday Gloria Lindsay Luby, Bob MacWilliam, Sam Sniderman, Debbie Woodman

**APOLOGIES:** Fernando Do Rio Adam Giambrone, Sylvia Watson, Sean Webster

**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  
David Bednar, General Manager/CNE  
Danny Chui, Manager/Capital Works  
Sito Mungcal, Executive Assistant/General Manager & CEO  
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

Joe Pantalone presided and Fatima Scagnol acted as Secretary to the meeting. The meeting was called to order at 8:35 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. None were declared.

1. **MINUTES OF PREVIOUS MEETING**

On motion duly made by Sam Sniderman, seconded by Mark Grimes, and **CARRIED**, it was **RESOLVED** that the Minutes of Meeting of the Board of Governors held on January 23, 2004, 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. **COMMUNICATIONS FROM THE CITY CLERK RE CNEA APPOINTMENTS**

Upon the question of the adoption of the Communication from the City Clerk dated February 2, 2004 with respect to the CNEA Appointments to the Board, it was received for **INFORMATION**.

On motion duly made by Doug Holyday, seconded by Bob MacWilliam and **CARRIED**, it was **RESOLVED** that a note of appreciation recognizing their service to the Board be sent to both John Downing and Andre Tellier.

3. **2003 CAPITAL WORKS PROGRAM - YEAR END REPORT**

Upon the question of the adoption of Report No. 5 dated March 10, 2004 from the General Manager & CEO entitled "**2003 Capital Works Program - Year End Report**", it was received for **INFORMATION**.

4. **NTC MANAGEMENT REPORT JANURY TO FEBRUARY 2004**

Upon the question of the adoption of Report No. 6 dated February 29, 2004 from the General Manager/NTC entitled "**NTC Management Report January to February 2004**", it was received **INFORMATION**.

5. **NTC ANNUAL CORPORATE GOLF TOURNAMENT**

Upon the question of the adoption of Report No. 7 dated March 26, 2004 from the General Manager & CEO entitled "**NTC Annual Corporate Golf Tournament**", it was **APPROVED**.

6. **RIDE FOR HEART EVENT - JUNE 6, 2004**

Upon the question of the adoption of Report No. 10 dated March 9, 2004 from the General Manager & CEO entitled "**Ride for Heart Event - June 6, 2004**", it was **APPROVED**.

7. **STAFF PROFESSIONAL DEVELOPMENT**

Upon the question of the adoption of Revised Report No. 12 dated March 31, 2004 from the General Manager & CEO, which was distributed at the meeting, entitled "**Staff Professional Development**", it was **APPROVED**.

8. **ONE-TIME RECORDS DESTRUCTION ORDER**

Upon the question of the adoption of Report No. 13 dated February 23, 2004 from the General Manager entitled "**One-Time Records Destruction Order**", 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 proposal.

9. **ACCOUNTS PAYABLE - JANUARY 2004**

On a question from Doug Holyday with respect to the legal fees of \$61,000 and the frequency of such expenditures, the General Manager & CEO responded that this type of expense is only paid when legal work is completed, there is no frequency of payments. She further added that this expense was a year-end payment for 2003 and the total City legal costs for 2003 was \$104,000.

On motion duly made by Doug Holyday, seconded by Debbie Woodman, and **CARRIED**, it was **RESOLVED** that Report No. 3 dated March 26, 2004 from the General Manager & CEO with respect to the Accounts Payable for January 2004, be received for **INFORMATION**.

10. **ACCOUNTS PAYABLE - FEBRUARY 2004**

On motion duly made by Doug Holyday, seconded by Knox Henry, and **CARRIED**, it was **RESOLVED** that Report No. 3 dated March 26, 2004 from the General Manager & CEO with respect to the Accounts Payable for February 2004, be received for **INFORMATION**.

11. **APPOINTMENT OF REPS - ROYAL AGRICULTURAL WINTER FAIR**

On motion duly made by Gloria Lindsay Luby, seconded by Bob MacWilliam, and **CARRIED**, it was **RESOLVED** that Report No. 8 dated February 24, 2004 from the General Manager & CEO requesting Appointment of Representatives to the Royal Agricultural Winter Fair for 2004, be received for **INFORMATION**; and **FUTHER** that, Sam Sniderman be **re-appointed** and Knox Henry be **appointed**.

12. **APPOINTMENT OF REPS - CANADA'S SPORTS HALL OF FAME**

On motion duly made by Gloria Lindsay Luby, seconded by Debbie Woodman, and **CARRIED**, it was **RESOLVED** that Report No. 9 dated February 24, 2004 from the General Manager & CEO requesting Appointment of Representatives to the Canada's Sports Hall of Fame for 2004, be received for **INFORMATION**; and **FUTHER** that, Fernando Do Rio and Doug Holyday be **re-appointed** and Mark Grimes be **appointed**.

13. **RENTAL OF MATERIAL HANDLING  
& GROUNDS MAINTENANCE EQUIPMENT**

On a question from Gloria Lindsay Luby with respect to the difference in pricing submitted by both proponents noted in subject report and her concern with respect to the low bidder being recommended, the General Manager & CEO responded that the low bidder has been providing services to Exhibition Place previously and that the Request for Quotation had been offered through City of Toronto Purchasing.

On motion duly made by Gloria Lindsay Luby, seconded by Knox Henry, and **CARRIED**, it was **RESOLVED** that Report No. 11 dated March 11, 2004 from the General Manager & CEO be **APPROVED**, thereby authorizing a rental agreement with Podolinsky Farm Equipment Ltd. for the supply of various types of material handling and grounds maintenance equipment on a rental basis on the terms and conditions outlined in subject report.

14. **PARKING RATE INCREASE**

On motion duly made by Knox Henry, seconded by Debbie Woodman, and **CARRIED**, it was **RESOLVED** that Report No. 14 dated March 26, 2004 from the General Manager & CEO, be **APPROVED**, thereby authorizing the recommendations outlined in subject report with respect to the Parking Rate Increase; and **FURTHER** that, the flow of vehicular traffic to the NTC indoor parking be monitored with rate decrease.

On motion duly made by Knox Henry, seconded by Debbie Woodman, and **CARRIED**, it was **RESOLVED** that the Communications from Lise Bujold/PPA Canada, Elizabeth McCullough/GM Trade Shows and Duncan Payne/DMG World responding to the Parking Rate Increase, be received for **INFORMATION**.

15. **PARKING STUDY & CONSULTANT**

The General Manager & CEO provided an overview on subject report given that it was distributed at the meeting.

On motion duly made by Knox Henry, seconded by Debbie Woodman, and **CARRIED**, it was **RESOLVED** that Report No. 15 dated March 31, 2004 from the General Manager & CEO, which was distributed at the meeting, be **APPROVED**, thereby authorizing a consultant agreement with Rich & Associates Inc. for a parking study based on the terms and conditions outlined in subject report.

16. **DATE OF NEXT MEETING**

The next meeting of the Board is scheduled for **Friday, April 30, 2004 at 8:30 a.m.**

17. **RESOLUTION RE ABSENTEEISM**

On motion duly made by Sam Sniderman, seconded by Mark Grimes, and **CARRIED**, it was **RESOLVED** that Fernando Do Rio, Adam Giambrone, Sylvia Watson and Sean Webster having notified the Corporate Secretary of their unavailability to attend this meeting of the Board, be **EXCUSED**.

18. **RESOLUTION RE CLOSED SESSION**

On motion duly made by Doug Holyday, seconded by Mark Grimes, 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, Mark Grimes, Knox Henry, Doug Holyday, Gloria Lindsay Luby, Bob MacWilliam, Sam Sniderman and Debbie Woodman) reconvened in public session at 9:25 a.m. and concurred with the following.

19. **NTC ACCOUNTS RECEIVABLES - JANUARY 2004**

On motion duly made by Mark Grimes, seconded by Sam Sniderman, and **CARRIED**, it was **RESOLVED** that In-Camera Report No. 20 dated January 20, 2004 from the General Manager/NTC with respect to the NTC Accounts Receivables for the January 2004, be received for **INFORMATION**.

20. **RICOH COLISEUM**

On motion duly made by Gloria Lindsay Luby, seconded by Sam Sniderman, and **CARRIED**, it was **RESOLVED** that In-Camera Report No. 21 dated March 11, 2004 from the General Manager & CEO with respect to the Ricoh Coliseum, be received for **INFORMATION**; and **FURTHER** that, a status report be submitted to its meeting of April 30, 2004.

21. **2003 ROYAL AGRICULTURAL WINTER FAIR ("RAWF")**

On motion duly made by Sam Sniderman, seconded by Doug Holyday, and **CARRIED**, it was **RESOLVED** that In-Camera Report No. 22 dated January 8, 2004 from the General Manager & CEO, be **APPROVED**, thereby authorizing the recommendation outlined in subject report with respect to the 2003 RAWF.

On motion duly made by Gloria Lindsay Luby, seconded by Joe Pantalone, and **CARRIED**, it was **RESOLVED** that for 2004 and 2005 the following discounts be offered to the Royal Agricultural Winter Fair:

- (a) All Exhibition Place labour services to be provided to the RAWF within the NTC but outside the footprint of the Ricoh Coliseum be supplied to the RAWF at time plus 12% except for telecom and electrical services which will be charged at full list prices;
- (b) All Exhibition Place equipment be supplied to the RAWF will be at no cost; and
- (c) The RAWF exhibitors will continue to be charged costs at regular market list prices.

22. **HOTEL DEVELOPMENT PRESENTATION**

The Chair welcomed and introduced:

George Friedmann	National Hotel Corporation
Murray Beynon	Brisbin, Brooks, Beynon/Architects
Cam Hawkins	Consultant
Barbara Cappell	Legal Services/City of Toronto

Mr. George Friedmann provided an overview on his business background and explained the proposed Hotel Development at Exhibition Place.

Mr. Murray Beynon provided an architectural overview of the proposed Hotel Development at Exhibition Place.

The Board entered into a question/answer session.

Both Messrs Friedmann and Beynon were thanked for their presentation and excused from the meeting.

23. **RESOLUTION RE CLOSED SESSION**

On motion duly made by Doug Holyday, seconded by Mark Grimes, 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, Mark Grimes, Knox Henry, Doug Holyday, Gloria Lindsay Luby, Bob MacWilliam, Sam Sniderman and Debbie Woodman) reconvened in public session at 9:45 a.m. and concurred with the following.

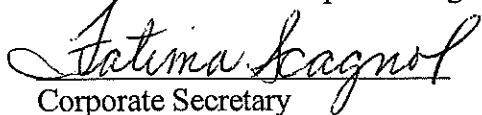
24. **HOTEL DEVELOPMENT AT EXHIBITION PLACE**

On motion duly made by Gloria Lindsay Luby, seconded by Mark Grimes, and **CARRIED**, it was **RESOLVED** that In-Camera Report No. 23 dated March 26, 2004 from the Business Development Committee, be **APPROVED**, thereby authorizing the recommendations outlined in subject report with respect to the Hotel Development at Exhibition Place; and **FURTHER** that, In-Camera Report No. 23 (a) from the Business Development Committee, which was distributed at the meeting, with respect to the Hotel Development - Development Costs, be received for **INFORMATION**.

**ADJOURNMENT**

There being no further business, the Chair adjourned the meeting at 9:50 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 \_\_\_\_\_, 2004.

\_\_\_\_\_  
Chair