

MINUTES

PUBLIC SESSION

THE BOARD OF GOVERNORS OF EXHIBITION PLACE

Friday, October 29, 2004

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MINUTES
THE BOARD OF GOVERNORS OF EXHIBITION PLACE
Fountain Dining Room- Queen Elizabeth Building - Exhibition Place

Friday, October 29, 2004 – 8:30 a.m.

The Board of Governors of Exhibition Place met in the Fountain Dining Room, Queen Elizabeth Building on Friday, October 29, 2004.

PRESENT: Joe Pantalone, Chair
Rene Foisy-Marquis, Adam Giambrone, Doug Holyday, Barbara Johnston,
Gloria Lindsay Luby, Bob MacWilliam, Rocco Maranga, Sylvia Watson,
John Weatherup, Debbie Woodman

APOLOGIES: Mark Grimes, Knox Henry

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

The Chair welcomed and acknowledged the new citizen members appointed to the Board – Rene Foisy-Marquis, Barbara Johnson, Rocco Maragna and John Weatherup.

The Chair also reported that Doug Holyday was attending his last meeting and the Andre Tellier was replacing him, pending City Council approval, as 2nd Vice-President of the CNEA to the Board.

The Chair tendered the following motion.

On motion duly made, seconded, and **UNANIMOUSLY CARRIED**, it was **RESOLVED** that a sincere **Vote of Thanks** be extended to retiring Board of Governors' Fernando Do Rio, Doug Holyday, Sam Sniderman and Sean Webster.

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 Gloria Lindsay Luby, seconded by Sylvia Watson, and **CARRIED**, it was **RESOLVED** that the Minutes of Meeting of the Board of Governors held on September 24, 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. **CITIZEN APPOINTMENTS TO THE BOARD OF GOVERNORS**

Upon the question of the adoption of Report No. 2 dated October 4, 2004 from the General Manager & CEO entitled "**Citizen Appointments to the Board of Governors**", it was received for **INFORMATION**.

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

Upon the question of the adoption of Report No. 3 dated October 15, 2004 from the General Manager & CEO entitled "**CNEA Appointments to the Board of Governors**", it was received for **INFORMATION**.

4. **BOARD OF GOVERNORS MEETING SCHEDULE FOR 2005**

Upon the question of the adoption of Report No. 5 dated October 19, 2004 from the Chair of the Board entitled "**Board of Governors Meeting Schedule for 2005**", it was **APPROVED**.

5. **ACCOUNTS PAYABLE – SEPTEMBER 2004**

Upon the question of the adoption of Report No. 6 dated October 18, 2004 from the General Manager & CEO entitled "**Accounts Payable – September 2004**", it was received for **INFORMATION**.

6. **VARIANCE REPORT – PERIOD ENDING SEPTEMBER 30, 2004**

Upon the question of the adoption of Report No. 7 dated October 15, 2004 from the General Manager & CEO entitled "**Variance Report – Period Ending September 30, 2004**", it was received for **INFORMATION**.

7. **2004 CAPITAL WORKS PROGRAM – OCTOBER PROGRESS REPORT**

Upon the question of the adoption of Report No. 8 dated October 18, 2004 from the General Manager & CEO entitled "2004 Capital Works Program – October Progress Report", it was received for **INFORMATION**.

8. **AGREEMENT FOR ALL-INCLUSIVE HVAC CHEMICAL TREATMENT PROGRAM**

Upon the question of the adoption of Report No. 9 dated October 14, 2004 from the General Manager & CEO entitled "Agreement for All-Inclusive HVAC Chemical Treatment Program", it was **APPROVED**.

9. **NTC MANAGEMENT REPORT – SEPTEMBER 30, 2004**

Upon the question of the adoption of Report No. 10 dated September 30, 2004 from the General Manager/NTC entitled "NTC Management Report for September 30, 2004", it was received for **INFORMATION**.

10. **TRIGENERATION PROJECT – CONSULTANT SELECTION**

Upon the question of the adoption of Report No. 13 dated October 18, 2004 from the General Manager & CEO entitled "Trigeneration Project – Consultant Selection", 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. **2004/2005 STANDING COMMITTEES OF THE BOARD**

On motion duly made by Sylvia Watson, seconded by Rene Foisy-Marquis and **CARRIED**, it was **RESOLVED** that Report No. 4 dated October 19, 2004 from the Chair of the Board, be **DEFERRED** to the next meeting of the Board.

12. **AGREEMENT FOR MOLSON INDY RACE**

On motion duly made by Sylvia Watson, seconded by Barbara Johnston and **CARRIED**, it was **RESOLVED** that the recommendation outlined in Report No. 11 dated October 16, 2004 from the General Manager & CEO with respect to the Agreement for Molson Indy Race, be **amended** as follows:

"that the rent adjustment only be applied to the 2005 Molson Indy Race and that the rent for 2006 and 2007 be revisited by the Board in 2005, and that the City Solicitor give effect thereto"

and that the report, as amended, be **APPROVED**.

13. **TRIGENERATION PROJECT – LOAN AGREEMENT
WITH THE FEDERATION OF CANADIAN MUNICIPALITIES**

On motion duly made by Adam Giambrone, seconded by John Weatherup, and **CARRIED** it was **RESOLVED** that Report No. 16 dated October 28, 2004 from the General Manager & CEO, which was distributed at the meeting, be **APPROVED**, thereby authorizing, subject to City Council, the City of Toronto/Board entering into a loan agreement with FCM on the terms and conditions outlined in subject report.

14. **RESOLUTION RE CLOSED SESSION**

On motion duly made by Gloria Lindsay Luby, seconded by Bob MacWilliam, 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, Rene Foisy-Marquis, Adam Giambrone, Doug Holyday, Barbara Johnston, Gloria Lindsay Luby, Bob MacWilliam, Rocco Maranga, Sylvia Watson, John Weatherup, Debbie Woodman) reconvened in public session at 8:50 a.m. and concurred with the following.

15. **NTC ACCOUNTS RECEIVABLE – SEPTEMBER 30, 2004**

On motion duly made by Sylvia Watson, seconded by Barbara Johnston, and **CARRIED**, it was **RESOLVED** that In-Camera Report No. 18 dated October 18, 2004 from the General Manager/NTC with respect to the NTC Accounts Receivable for September 30, 2004, be received for **INFORMATION**.

16. **EXHIBITION PLACE ACCOUNTS RECEIVABLE – SEPTEMBER 30, 2004**

On motion duly made by Rocco Maragna, seconded by Adam Giambrone, and **CARRIED**, it was **RESOLVED** that In-Camera Report No. 19 dated October 12, 2004 from the General Manager & CEO with respect to the Exhibition Place Accounts Receivable for September 30, 2004, be received for **INFORMATION**.

17. **RICOH COLISEUM UPDATE**

On motion duly made by Bob MacWilliam, seconded by Debbie Woodman, and **CARRIED**, it was **RESOLVED** that In-Camera Report No. 20 dated October 15, 2004 from the General Manager & CEO with respect to the Ricoh Coliseum Update, be received for **INFORMATION**.

18. **HOTEL/CONFERENCE CENTRE UPDATE**

The Chair acknowledged and introduced Greg Alexander and Murray Beynon of Brisbin, Brooks, Beynon; George Friedmann of the National Hotel Corporation, and Roger Floyd, Project Consultant for Exhibition Place.

Messrs. Alexander and Friedmann provided a detailed power-point presentation related to the design of the Hotel/Conference Centre.

At the conclusion of the presentation the Board entered into a brief question/answer session which resulted in the following:

On motion duly made by Bob MacWilliam, seconded by Debbie Woodman, and **CARRIED**, it was **RESOLVED** that Report No. 12 dated October 15, 2004 from the General Manager & CEO, be **APPROVED**, thereby authorizing the recommendations outlined in subject report with respect to the Hotel/Conference Centre development project at Exhibition Place.

19. **RESOLUTION RE ABSENTEEISM**

On motion duly made by Adam Giambrone, seconded by Gloria Lindsay Luby, and **CARRIED**, it was **RESOLVED** that Mark Grimes and Knox Henry having notified the Corporate Secretary of their unavailability to attend this meeting of the Board, be **EXCUSED**.

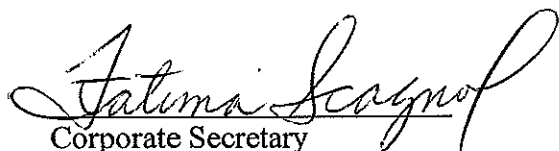
20. **DATE OF NEXT MEETING**

The next meeting of the Board is scheduled to be held on **Friday, December 10, 2004 at 8:30 a.m.**

ADJOURNMENT

There being no further business, the Chair adjourned the meeting at 10:10 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

