

1a

MINUTES

PUBLIC SESSION

THE BOARD OF GOVERNORS OF EXHIBITION PLACE

Friday, May 30, 2003

TABLE OF CONTENTS
MINUTES – PUBLIC SESSION
THE BOARD OF GOVERNORS OF EXHIBITION PLACE
Friday, May 30, 2003

ITEM	PAGE
1. Minutes of Previous Meetings	1
2. 2003 Capital Works Program May Progress Report.....	2
3. Tender for Horse Palace	2
4. Accounts Payable – April 2003	2
5. Maintenance Services to Elevators & Escalators	2
6. 2003 to 2005 Security Services Agreements	2
7. 2003 CNE – Volunteers’/Associates’/Guests’ Privileges	2
8. Hot Air Balloon Attraction at Exhibition Place.....	2
9. Coliseum Arena Project – May Update	3
10. Variance Report – Period Ending April 30, 2003.....	3
11. NTC Management Report – April 30, 2003	3
12. Date of Next Meeting.....	3
13. Resolution Re Absenteeism	3
14. Resolution Re Closed Session	3
15. CNEA Accounts Receivable as at March 31, 2003	4
16. Sponsorship Agreement with Nestle Canada Inc.	4
17. NTC Accounts Receivable – as at April 30, 2003.....	4
18. Update on Stadium Development – May	4
19. Bandshell Park Re-Development Opportunity – Bandshell Opportunity	4
20. HVAC & Plumbing Services	4
21. New Compensation Plan for Exhibition Place Management/Exempt Staff.....	5

MINUTES
THE BOARD OF GOVERNORS OF EXHIBITION PLACE
Fountain Dining Room- Queen Elizabeth Building - Exhibition Place
Friday, May 30, 2003 – 9:30 a.m.

The Board of Governors of Exhibition Place met in the Fountain Dining Room, Queen Elizabeth Building on Friday, May 30, 2003.

PRESENT: Mario Silva, Chairman
John Downing, Doug Holyday, Chris Korwin-Kuczynski Gloria Lindsay Luby, Debbie Woodman

APOLOGIES: Fernando Do Rio, Ron Moeser, Sherene Shaw, Sam Sniderman Andre Tellier, Sean Webster,

ATTENDING: Dianne Young, General Manager & CEO/Exhibition Place
Paul Egli, Director of Finance
Kathryn Reed-Garrett, Director/Business Development
Fatima Scagnol, Corporate Secretary
Leo Lauro, Interim Director of Operations
Danny Chui, Manager/Capital Works
Sito Mungcal, Administrative Assistant/General Manager & CEO
David Bednar, General Manager/CNE
Ron Taylor, O&Y/SMG Canada
Arlene Campbell, O&Y/SMG Canada/Acting General Manager/NTC
Hardat Persaud, Interim Director of Finance
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 9:35 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.

Toronto Star Bluesfest

The Chairman introduced Mark Monahan, Artistic Director for the Toronto Star Bluesfest who provided the Board with an oral presentation with respect to their event taking place at Exhibition Place. Mr. Monahan thanked the Board for supporting the event to take place on the grounds, and in particular, thanked Kathryn Reed-Garrett for her assistance and cooperation and indicated to the Board that Kathryn is an asset to the Exhibition Place

1. MINUTES OF PREVIOUS MEETING

On motion duly made by Chris Korwin-Kuczynski, seconded by Debbie Woodman, and **CARRIED**, it was **RESOLVED** that the Minutes of Meeting of the Board of Governors held on April 25, 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.

2. **2003 CAPITAL WORKS PROGRAM MAY PROGRESS REPORT**

Upon the question of the adoption of Report No. 2 dated May 14, 2003 from the General Manager & CEO entitled "2003 Capital Works Program May Progress Report", it was received for **INFORMATION**.

3. **TENDER FOR HORSE PALACE**

Upon the question of the adoption of Report No. 3 dated May 16, 2003 from the General Manager & CEO entitled "Tender for Horse Palace - Repair/Replace Deteriorated Hopper-Type Windows", it was **APPROVED**.

4. **ACCOUNTS PAYABLE - APRIL 2003**

Upon the question of the adoption of Report Nos. 4 dated May 15, 2003 from the General Manager & CEO entitled "Accounts Payable for April 2003", it was received for **INFORMATION**.

5. **MAINTENANCE SERVICES TO ELEVATORS & ESCALATORS**

Upon the question of the adoption of Report No. 6 dated May 20, 2003 from the General Manager & CEO entitled "Maintenance Services to Elevators & Escalators", it was **APPROVED**.

6. **2003 - 2005 SECURITY SERVICES AGREEMENTS**

Upon the question of the adoption of Report No. 8 dated May 8, 2003 from the General Manager & CEO entitled "2003 - 2005 Security Service Agreements", it was **APPROVED**.

7. **2003 CNE - VOLUNTEERS'/ASSOCIATES'/GUESTS' PRIVILEGES**

Upon the question of the adoption of Report No. 9 dated May 22, 2003 from the General Manager entitled "2003 CNE - Volunteers'/Associates'/Guests' Privileges", it was received for **INFORMATION**.

8. **HOT AIR BALLOON ATTRACTION AT EXHIBITION PLACE**

Upon the question of the adoption of Report No. 10 dated May 22, 2003 from the General Manager & CEO entitled "Hot Air Balloon Attraction at Exhibition Place", it was **APPROVED**.

9. **COLISEUM ARENA PROJECT - MAY UPDATE**

Upon the question of the adoption of Report No. 11 dated May 23, 2002 from the General Manager & CEO entitled "Coliseum Arena Project - May Update", it was received for **INFORMATION**.

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.

10. **VARIANCE REPORT - PERIOD ENDING APRIL 30, 2003**

On motion duly made by Debbie Woodman, seconded by Doug Holdyay, and **CARRIED**, it was **RESOLVED** that Report No. 5 dated May 16, 2003 from the General Manager & CEO with respect to the Variance Report for the Period Ending April 30, 2003, be received for **INFORMATION**.

11. **NTC MANAGEMENT REPORT - APRIL 30, 2003**

On motion duly made by Debbie Woodman, seconded by Gloria Lindsay Luby, and **CARRIED**, it was **RESOLVED** that Report No.7 dated April 30, 2003 from the Acting General Manager/NTC with respect to the April NTC Management Report, be received for **INFORMATION**.

12. **DATE OF NEXT MEETING**

The next meeting of the Board is scheduled for **Friday, July 25, 2003 at 9:30 a.m.**

13. **RESOLUTION RE ABSENTEEISM**

On motion duly made by Chris Korwin-Kuczynski, seconded by John Downing, and **CARRIED**, it was **RESOLVED** that Fernando Do Rio, Ron Moeser, Sherene Shaw, Sam Sniderman, Andre Tellier and Sean Webster having notified the Corporate Secretary of their unavailability to attend this meeting of the Board, be **EXCUSED**.

14. **RESOLUTION RE CLOSED SESSION**

On motion duly made by Doug Holyday, seconded by Debbie Woodman, 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, John Downing, Doug Holyday, Chris Korwin-Kuczynski, Gloria Lindsay Luby and Debbie Woodman) reconvened in public session at 10:20 a.m. and concurred with the following.

15. **CNEA ACCOUNTS RECEIVABLE AS AT MARCH 31, 2003**

On motion duly made by John Downing, seconded by Debbie Woodman, and **CARRIED**, it was **RESOLVED** that the recommendations contained in In-Camera Report No. 16 dated May 5, 2003 from the General Manager & CEO with respect to the CNEA Accounts Receivable as at March 31, 2003 be received for **INFORMATION**, and the outstanding account to be written off as a bad debt, be **APPROVED**.

16. **SPONSORSHIP AGREEMENT WITH NESTLE CANADA INC.**

On motion duly made Gloria Lindsay Luby, seconded by Doug Holyday, and **CARRIED**, it was **RESOLVED** that In-Camera Report No. 17 dated May 26, 2003 from the General Manager & CEO be **APPROVED**, thereby authorizing an amendment to the third year of the sponsorship agreement with Nestle Canada Inc. based on the terms and conditions outlined in subject report.

17. **NTC ACCOUNTS RECEIVABLE - AS AT APRIL 30, 2003**

On motion duly made by John Downing, seconded by Chris Korwin-Kuczynski, and **CARRIED**, it was **RESOLVED** that In-Camera Report No. 26 dated May 16, 2003 from the Acting General Manager/NTC with respect to the NTC Accounts as at April 30, 2003, be received for **INFORMATION**.

18. **UPDATE ON STADIUM DEVELOPMENT - MAY**

On motion duly made by Doug Holyday, seconded by Debbie Woodman, and **CARRIED**, it was **RESOLVED** that In-Camera Report No. 19 dated May 23, 2003 from the General Manager & CEO with respect to the Update on Stadium Development for May, be received for **INFORMATION**.

19. **BANDSHELL PARK RE-DEVELOPMENT
OPPORTUNITY - BANDSHELL RESTAURANT**

On motion duly made by John Downing, seconded by Gloria Lindsay Luby, and **CARRIED** it was **RESOLVED** that In-Camera Report No. 20 dated May 10, 2003 from the Chairman, be **APPROVED**, thereby removing the "operating clause", "demolition clause" and "assignment clause" within the lease term with BC Partnership for the Bandshell Restaurant.

20. **HVAC & PLUMBING SERVICES**

On motion duly made by John Downing, seconded by Doug Holyday, and **CARRIED**, it was **RESOLVED** that the recommendation outlined in In-Camera Report No. 21 dated May 26, 2003 from the General Manager & CEO, which was distributed at the meeting, with respect to the HVAC & Plumbing Services, be **APPROVED**.

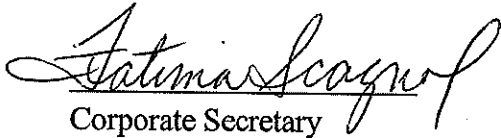
21. **NEW COMPENSATION PLAN FOR EXHIBITION PLACE MANAGEMENT/EXEMPT STAFF**

On motion duly made by Debbie Woodman, seconded by Gloria Lindsay Luby, and **CARRIED**, it was **RESOLVED** that the recommendation outlined in In-Camera Report No. 22 dated May 29, 2003 from the General Manager & CEO, which was distributed at the meeting, with respect to the New Compensation Plan for Exhibition Place Management/Exempt Staff, be **APPROVED**.

ADJOURNMENT

There being no further business, the Chairman adjourned the meeting at 10:30 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

Chairman

VERIFIED at a meeting of the Board of Governors of Exhibition Place held on the ____ day of _____, 2003.

Chairman

