

**MINUTES**

**PUBLIC SESSION**

**THE BOARD OF GOVERNORS OF EXHIBITION PLACE**

**Friday, June 21, 2002**

**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 – Members of Council appointed to the Board of Governors .....	1
3. Election of Chair .....	2
4. Election of Vice-Chair .....	3
5. Accounts Payable – May 2002.....	3
6. NTC Management Report – May 31, 2002.....	3
7. Food Building Rental Rates – 2003 to 2005.....	4
8. Code of Conduct for Members of the Board of Governors.....	4
9. Board of Governors Meeting Schedule for 2003.....	4
10. Lobbying Disclosure Policy for Certain Requests for Proposals and Tender/Quotation Calls.....	4
11. Resolution Re Absenteeism.....	4
12. Date of Next Meeting .....	4
13. Immersion Studios .....	5
14. Resolution Re Closed Session .....	5
15. NTC – Accounts Receivable – May 31, 2002.....	5
16. Coliseum Redevelopment.....	5

**MINUTES**  
**THE BOARD OF GOVERNORS OF EXHIBITION PLACE**  
**Fountain Dining Room - Queen Elizabeth Building - Exhibition Place**  
**Friday, June 21, 2002 – 9:00 a.m.**

The Board of Governors of Exhibition Place met in the Fountain Dining Room, Queen Elizabeth Building on Friday, June 21 2002.

**PRESENT:** Mario Silva, Chairman

Stan Budd, John Downing, Fernando Do Rio, Fred Finlayson Chris Korwin-Kuczynski, Gloria Lindsay Luby, Sam Sniderman, Sean Webster, Debbie Woodman

**APOLOGIES:** Doug Holyday, 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  
Leo Lauro, Interim Director/Operations  
Sito Mungcal, Administrative Assistant/General Manager & CEO  
Ron Taylor, O&Y/SMG Canada  
Ernest Vincent, O&Y/SMG Canada, General Manager/NTC  
Arlene Campbell, O&Y/SMG Canada/Associate General Manager  
& Director of Finance/NTC  
Berardo Mascioli, Executive Assistant to Mario Silva

Mario Silva presided and Fatima Scagnol acted as Secretary to the meeting. The meeting was called to order at 9:10 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

1. **MINUTES OF PREVIOUS MEETING**

On motion duly made by John Downing seconded by Debbie Woodman, and **CARRIED**, it was **RESOLVED** that the Minutes of Meeting of the Board of Governors held on May 31, 2002 be **VERIFIED** in the form distributed to the members.

2. **COMMUNICATIONS**

On motion duly made by Debbie Woodman, seconded by Fred Finlayson, and **CARRIED**, it was **RESOLVED** that the Communication from City Clerk dated May 27, 2002 with respect to the Members of Council appointed to the Board for a term of office commencing on June 21, 2002 and expiring on November 30, 2003, and until their successors are appointed, be received for **INFORMATION**.

3. **ELECTION OF CHAIR**

The Chairman advised that the first item of business before the meeting was the election of Chair of the Board of Governors of Exhibition Place, and the election of Vice-Chair of the Board of Governors of Exhibition Place would be dealt with by the newly-elected Chair.

The Chair noted that, as stated in the Board's By-Law No. 1-99, Section 6 – Item 9:

- (1) the Board of Governors shall elect a Chair and Vice-Chair from among its Members who shall hold office for the term of his or her appointment or membership on the Board of Governors; and,
- (2) such elections shall take place at the first meeting of the Board of Governors (or soon thereafter as possible) after the appointment by the Council of the City of the members of Council to the Board of Governors which generally occurs in January of each year following the municipal election and again eighteen months thereafter during the term of Council.
- (3) the elections of the Chair and Vice-Chair shall be conducted as follows:
  - (a) the Corporate Secretary shall call for nominations;
  - (b) each nomination shall be with the consent of the nominee and shall be moved and seconded by a Member;
  - (c) all Members shall be entitled, prior to a vote being taken, to speak to the nominations for not more than five minutes each;
  - (d) Members may ask questions of any nominee for not more than five minutes each;
  - (e) A nominee requires the vote of a majority of the Members present to be elected;
  - (f) Where there are more than two nominees and no nominee receives the majority required for election, the name of the nominee receiving the least number of votes shall be dropped and the Board of Governors shall proceed to vote a new until either:
    - (i) a nominee receives the majority required for election; or
    - (ii) it becomes apparent that no nominee can be elected by reason of a tie;
  - (g) Members shall vote by a show of hands, unless otherwise decided by a majority of the Members present.

The members agreed that the vote for Chair of the Board shall be by a show of hands.

The Corporate Secretary called for nominations for the election of Chair to the Board of Governors.

It was duly moved by Sam Sniderman, and seconded by Fernando Do Rio that Mario Silva be nominated for Chair of the Board.

The Corporate Secretary called for further nominations, and none were offered.

On motion duly made by Sam Sniderman, seconded by Fernando Do Rio, and **CARRIED**, it was **RESOLVED** that nominations for the office of Chair be **CLOSED**.

The Corporate Secretary thereupon duly declared Councillor Mario Silva be elected Chairman of the Board of Governors of Exhibition Place to hold office for a term expiring on November 30, 2003, and until his successor is duly elected.

Councillor Mario Silva thanked the members of the Board for their confidence in re-electing him Chairman. Councillor Silva took the chair.

4. **ELECTION OF VICE-CHAIR**

The Chairman advised that the next item of business before the meeting was the election of Vice-Chair of the Board of Governors of Exhibition Place.

The election procedures stated for the Chair would be the same procedures for the election of Vice-Chair.

The Chairman called for nominations for the election of Vice-Chair to the Board of Governors.

It was duly moved by Chris Korwin-Kuczynski and seconded by Sean Webster that John Downing be nominated for Vice-Chair of the Board.

The Chairman called for further nominations, and none were offered.

On motion duly made by Fred Finlayson, seconded by Deborah Woodman, and **CARRIED**, it was **RESOLVED** that nominations for the office of Vice-Chair be **CLOSED**.

The Chairman thereupon duly declared John Downing duly elected Vice-Chair of the Board of Governors of Exhibition Place to hold office for a term expiring on November 30, 2003 and until his successor is duly elected.

**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.

5. **ACCOUNTS PAYABLE – MAY 2002**

Upon the question of the adoption of Report No. 5 dated June 12, 2002 from the General Manager & CEO entitled "**Accounts Payable for May 2002**", it was received for **INFORMATION**.

6. **NTC MANAGEMENT REPORT - MAY**

Upon the question of the adoption of Report No. 7 dated May 31, 2002 from the General Manager/NTC entitled "NTC Management Report for the month ending May 31, 2002", it was received for **INFORMATION**.

7. **FOOD BUILDING RENTAL RATES – 2003 TO 2005**

Upon the question of the adoption of Report No. 8 dated June 14, 2002 from the General Manager & CEO entitled "Food Building Rental Rates – 2003 to 2005", it was **APPROVED**.

8. **CODE OF CONDUCT FOR MEMBERS OF THE BOARD OF GOVERNORS**

Upon the question of the adoption of Report No. 10 dated May 15, 2002 from the General Manager & CEO entitled "Code of Conduct for Members of the Board of Governors", 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 this proposal:

9. **BOARD OF GOVERNORS MEETING SCHEDULE FOR 2003**

On motion duly made by Chris Korwin-Kuczynski, seconded by Stan Budd, and **CARRIED**, it was **RESOLVED** that Report No. 6 dated June 14, 2002 from the General Manager & CEO with respect to the Board's Meeting Schedule for 2003 be **AMENDED**, thereby noting that an October meeting will be at the call of the Chair, and that the report, as amended, be **APPROVED**.

10. **LOBBYING DISCLOSURE POLICY FOR CERTAIN REQUESTS FOR PROPOSALS AND TENDER/QUOTATION CALLS**

On motion duly made by Sean Webster, seconded by Sam Sniderman, and **CARRIED**, it was **RESOLVED** that Report No. 9 dated May 16, 2002 from the General Manager & CEO be **APPROVED**, thereby authorizing the Lobbying Disclosure Policy for Certain Requests for Proposals and Tender/Quotation Calls.

11. **RESOLUTION RE ABSENTEEISM**

On motion duly made by Sean Webster, seconded by Stan Budd, and **CARRIED**, it was **RESOLVED** that Doug Holyday, Ron Moeser and Sherene Shaw having notified the office of the Corporate Secretariat of their unavailability to attend this meeting of the Board, be **EXCUSED**.

12. **DATE OF NEXT MEETING**

The next meeting of the Board is scheduled for **Thursday, August 8, 2002 at 9:00 a.m.**

**OTHER BUSINESS**

13. **IMMERSION STUDIOS**

It was duly moved, seconded and **CARRIED** that the Press Release with respect to Stacey Spiegel named "New Media Visionary of the Year" at the Third Annual Canadian New Media Awards, which was distributed at the meeting, be received for **INFORMATION**.

14. **RESOLUTION RE CLOSED SESSION**

On motion duly made by Stan Budd, seconded by Sean Webster, 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, Stan Budd, Fernando Do Rio, John Downing, Fred Finlayson, Chris Korwin-Kuczynski, Gloria Lindsay Luby, Sam Sniderman, Sean Webster and Debbie Woodman) reconvened in public session at 9:50 a.m. and concurred with the following.

15. **NTC - ACCOUNTS RECEIVABLE – MAY 31, 2002**

On motion duly made by Sam Sniderman, seconded by Sean Webster, and **CARRIED**, it was **RESOLVED** that In-Camera Report No. 15 dated June 14, 2002 from the General Manager/NTC with respect to the NTC Accounts Receivable for the period ending May 31, 2002, be received for **INFORMATION**.

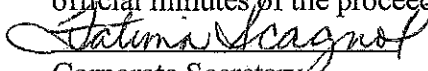
16. **COLISEUM REDEVELOPMENT**

On motion duly made by Fernando Do Rio, seconded by John Downing, and **CARRIED UNANIMOUSLY**, it was **RESOLVED** that the recommendations contained in In-Camera Report No. 16 dated June 20, 2002 General Manager & CEO with respect to the Coliseum Redevelopment be **APPROVED**; and **FURTHER** that, Dianne Young and Arlene Campbell be congratulated for their hard work and diligence in seeing through the proposed project's challenging negotiation process.

**ADJOURNMENT**

There being no further business, the Chairman adjourned the meeting at 9:55 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 \_\_\_\_\_, 2002.

\_\_\_\_\_  
Chairman

