

MINUTES

PUBLIC SESSION

THE BOARD OF GOVERNORS OF EXHIBITION PLACE

Friday, December 15, 2006

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THE BOARD OF GOVERNORS OF EXHIBITION PLACE
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MINUTES
THE BOARD OF GOVERNORS OF EXHIBITION PLACE
Fountain Dining Room- Queen Elizabeth Building - Exhibition Place
Friday, December 15, 2006 – 8:30 a.m.

The Board of Governors of Exhibition Place met in the Fountain Dining Room, Queen Elizabeth Building on Friday, December 15, 2006.

PRESENT: Maria Augimeri, Rene Foisy-Marquis, Mark Grimes, Knox Henry, Gloria Lindsay Luby, Rocco Maragna, Jim McMillen, Deputy Mayor Joe Pantalone, Gord Perks, Karl Wahl, John Weatherup, Debbie Woodman

APOLIGIES: Andre Tellier

ATTENDING: Dianne Young, General Manager & CEO/Exhibition Place
Fatima Scagnol, Corporate Secretary
Paul Egli, Director of Finance
Sandy Douglas, Director of Human Resources
Mark Goss, Director of Operations
Bob Hunter, Maple Leaf Sports & Entertainment
Ward Earle, City Legal/Solicitor
Danny Chui, Manager/Capital Works
Arlene Jang, IT Specialist
David Bednar, General Manager/CNEA
Arlene Campbell, General Manager/Direct Energy Program
Hardat Persaud, Director of Finance/Direct Energy Program
Laura Purdy, Director of Marketing/Direct Energy Program
Sharon Bollenbach, General Manager/Toronto-FIFA Committee

Dianne Young presided as the Chair pro-tem and Fatima Scagnol acted as Secretary to the meeting. The meeting was called to order at 8:35 a.m.

The Chair pro-tem welcomed back Deputy Mayor Joe Pantalone, Councillors Mark Grimes and Gloria Lindsay Luby, and gave a special welcome to our new members, Councillors Maria Augimeri and Gord Perks.

1. **ELECTION OF CHAIR AND VICE-CHAIR**

The Chair pro-tem 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 as has been the Board's practice in the past.

The Chair pro-tem called for nominations for the election of Chair to the Board of Governors.

It was duly moved by Gloria Lindsay Luby, and seconded by Mark Grimes that Deputy Mayor Joe Pantalone be nominated for Chair of the Board.

The Chair pro-tem called for further nominations, and none were offered.

On motion duly made by Knox Henry, seconded by Rocco Maragna, and **CARRIED**, it was **RESOLVED** that nominations for the office of Chair be **CLOSED**.

The Chair pro-tem thereupon duly declared Deputy Mayor Joe Pantalone be elected Chair of the Board of Governors of Exhibition Place to hold office for a term expiring on December 31, 2008, and until his successor is duly elected.

Deputy Mayor Joe Pantalone thanked the members of the Board for their confidence in re-electing him and took the chair.

2. **ELECTION OF VICE-CHAIR OF THE BOARD**

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

It was duly moved by Mark Grimes, and seconded by Rocco Maragna that Gloria Lindsay Luby be nominated for Vice-Chair of the Board.

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

On motion duly made by Rene Foisy-Marquis, seconded by Gord Perks, and **CARRIED**, it was **RESOLVED** that nominations for the office of Vice-Chair be **CLOSED**.

The Chair thereupon declared Gloria Lindsay Luby duly elected as Vice-Chair of the Board of Governors of Exhibition Place to hold office for a term expiring on December 31, 2008 and until her successor is duly elected.

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.

3. **MINUTES OF PREVIOUS MEETING**

On motion duly made by Gloria Lindsay Luby, seconded by Mark Grimes, and **CARRIED**, it was **RESOLVED** that the Minutes of Meeting of the Board of Governors held on November 3, 2006, be **VERIFIED** in the for 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.

4. **2006 CAPITAL WORKS PROGRAM – NOVEMBER PROGRESS REPORT**

Upon the question of the adoption of Report No. 5 dated November 30, 2006 from the General Manager & CEO entitled “**2006 Capital Works Program – November Progress Report**”, it was received for **INFORMATION**.

5. **ACCOUNTS PAYABLE FOR OCTOBER 2006**

Upon the question of the adoption of Report No. 6 dated November 20, 2006 from the General Manager & CEO entitled "Accounts Payable for October 2006", it was received for INFORMATION.

6. **ACCOUNTS PAYABLE FOR NOVEMBER 2006**

Upon the question of the adoption of Report No. 7 dated December 1, 2006 from the General Manager & CEO entitled "Accounts Payable for November 2006", it was received for INFORMATION.

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

Upon the question of the adoption of Report No. 9 dated December 1, 2006 from the General Manager & CEO entitled "CNEA Write-Off of Bad Debts", it was APPROVED.

8. **EXHIBITION PLACE WRITE-OFF OF BAD DEBTS**

Upon the question of the adoption of Report No. 10 dated November 27, 2006 from the General Manager & CEO entitled "Exhibition Place Write-Off of Bad Debts", it was APPROVED.

9. **DIRECT ENERGY CENTRE PROGRAM
MANAGEMENT REPORT – NOVEMBER 30, 2006**

Upon the question of the adoption of Report No. 11 dated November 30, 2006 from the General Manager/DEC entitled "Direct Energy Centre Management Report – September 30, 2006", it was received for INFORMATION.

10. **DIRECT ENERGY CENTRE PROGRAM
FINANCIAL REPORT – OCTOBER 31, 2006**

Upon the question of the adoption of Report No. 12 dated November 30, 2006 from the General Manager/DEC entitled "Direct Energy Centre Management Report – October 31, 2006", it was received for INFORMATION.

11. **APPOINTMENT OF REPRESENTATIVES OF THE BOARD TO THE
CANADA'S SPORTS HALL OF FAME FOR THE 2007 TERM**

Upon the question of the adoption of Report No. 14 dated December 8, 2006 from the General Manager & CEO entitled "Appointment of Representatives of the Board to the Canada's Sports Hall of Fame for the 2007 Term", it was APPROVED.

12. **APPOINTMENT OF REPRESENTATIVES OF THE BOARD TO THE ROYAL AGRICULTURAL WINTER FAIR FOR THE 2007 TERM**

Upon the question of the adoption of Report No. 15 dated December 8, 2006 from the General Manager & CEO entitled "Appointment of Representatives of the Board to the Royal Agricultural Winter Fair for the 2007 Term", it was APPROVED.

13. **CANADIAN BUREAU OF ADVANCEMENT OF MUSIC - LEASE**

Upon the question of the adoption of Report No. 16 dated November 27, 2006 from the General Manager & CEO entitled "Canadian Bureau of Advancement of Music - Lease", it was APPROVED.

14. **CANADA'S SPORTS HALL OF FAME - LEASE**

Upon the question of the adoption of Report No. 17 dated November 27, 2006 from the General Manager & CEO entitled "Canada's Sports Hall of Fame - Lease", it was APPROVED.

15. **BOARD OF GOVERNORS MEETING SCHEDULE FOR 2007**

Upon the question of the adoption of Report No. 20 dated November 22, 2006 from the Chair entitled "Board of Governors Meeting Schedule for 2007", it was APPROVED.

16. **CNEA AGREEMENT – GARDEN OF THE GREEK GODS**

Upon the question of the adoption of Report No. 22 dated November 13, 2006 from the General Manager & CEO and General Manager/CNE entitled "CNEA Agreement – Garden of the Greek Gods", it was APPROVED.

17. **CNEA HAINES MURAL AGREEMENT**

Upon the question of the adoption of Report No. 23 dated November 13, 2006 from the General Manager & CEO and General Manager/CNE entitled "CNEA Haines Mural Agreement", it was APPROVED.

18. **CNEA SECURITY SERVICE AGREEMENTS – 2007 TO 2008**

Upon the question of the adoption of Report No. 24 dated December 7, 2006 from the General Manager & CEO entitled "CNEA Security Service Agreements – 2007 to 2008", it was APPROVED.

19. **2007 BAD RIDE – MAY 27, 2007**

Upon the question of the adoption of Report No. 25 dated November 28, 2006 from the General Manager entitled "2007 BAD Ride – May 27, 2007", it was APPROVED.

20. **MASALA MEHNDI MASTI FESTIVAL – JULY 27 – 29, 2007**

Upon the question of the adoption of Report No. 26 dated December 1, 2006 from the General Manager entitled “**Masala Mehndi Masti Festival – July 27-29, 2007**”, it was **APPROVED**.

21. **RICK HANSEN WHEELS IN MOTION – JUNE 10, 2007**

Upon the question of the adoption of Report No. 27 dated November 28, 2006 from the General Manager entitled “**Rick Hansen Wheels In Motion – June 10, 2007**”, it was **APPROVED**.

22. **CNEA ACCOUNTS RECEIVABLE – SEPTEMBER 30, 2006**

Upon the question of the adoption of In-Camera Report No. 29 dated December 1, 2006 from the General Manager & CEO entitled “**CNEA Accounts Receivable for September 30, 2006**”, it was received for **INFORMATION**.

23. **DIRECT ENERGY CENTRE PROGRAM
ACCOUNTS RECEIVABLE – OCTOBER 31, 2006**

Upon the question of the adoption of In-Camera Report No. 30 dated December 1, 2006 from the General Manager/DEC entitled “**Direct Energy Program – Accounts Receivable for October 31, 2006**”, it was received for **INFORMATION**.

24. **DIRECT ENERGY CENTRE PROGRAM
ACCOUNTS RECEIVABLE – NOVEMBER 30, 2006**

Upon the question of the adoption of In-Camera Report No. 31 dated December 1, 2006 from the General Manager/DEC entitled “**Direct Energy Program – Accounts Receivable for November 30, 2006**”, it was received for **INFORMATION**.

25. **EXTENSION OF SPONSORSHIP AGREEMENT–COCA-COLA BOTTLING LTD.**

Upon the question of the adoption of In-Camera Report No. 32 dated November 28, 2006 from the General Manager & CEO entitled “**Extension of Sponsorship Agreement with Coca-Cola Bottling Ltd.**”, 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:

26. **2007 FIFA U-20 WORLD CUP CANADA**

The Chair welcomed and introduced Ms. Sharon Bollenbach, General Manager/Toronto-FIFA Committee who provided a detailed power-point presentation with respect to the 2007 Event. Following the presentation, the Board entered into a brief question/answer session which resulted in the following:

On motion duly made by Rene-Foisy Marquis, seconded by John Weatherup, and **CARRIED**, it was **RESOLVED** that Communication No. 4(a) dated November 30, 2006 with respect to the Toronto Attendance for the 2007 FIFA U-20 World Cup, be received for **INFORMATION**; and **FURTHER** that, the presentation by Ms. Bollenbach, be received for **INFORMATION**.

The Chair thanked Ms. Bollenbach for her presentation and she excused herself from the meeting.

27. **SOCCER STADIUM AT EXHIBITION PLACE – UPDATE #9**

The Chair welcomed and introduced Mr. Bob Hunter, Executive Vice-President, Venues & Entertainment/MLSE who provided a detailed power-point presentation with respect to the Marketing Plan for the Soccer Stadium. Following the presentation, the Board entered into a brief question/answer session which resulted in the following:

On motion duly made by Mark Grimes, seconded by Gloria Lindsay Luby, and **CARRIED**, it was **RESOLVED** that Report No. 13 dated November 27, 2006 from the General Manager & CEO with respect to the Soccer Stadium at Exhibition Place- Update #9, be received for **INFORMATION**; and **FURTHER** that, the presentation by Mr. Hunter, be received for **INFORMATION**.

28. **COMMUNICATIONS**

On motion duly made by Gloria Lindsay Luby, seconded by Rene Foisy-Marquis, and **CARRIED**, it was **RESOLVED** that Communication No. 4 (b) with respect to the **Tourism Toronto Media Release**, be received for **INFORMATION**.

On motion duly made by Gloria Lindsay Luby, seconded by Rene Foisy-Marquis, and **CARRIED**, it was **RESOLVED** that Communication No. 4 (c) with respect to the **Ontario Standard Offer Program – Renewable Projects**, be received for **INFORMATION**.

29. **WASTE DIVERSION AWARD**

The Chair was pleased to advise that the Board of Governors of Exhibition Place was conferred by the Recycling Council of Ontario, at its 2006 Ontario Waste Minimization Awards, a Gold Award for Facility Management, at its annual event in November.

Based on the internal Waste Management Staff's across-the-Board efforts, the RCO also awarded the Board with a Bronze Award for our Waste Minimization and Facility Management at the Direct Energy Centre.

He advised that the Waste Management Working Group is led by Brian Dow and Mike DiMaso and congratulated them.

30. **SOLAR PV PROJECT AWARD**

The Chair was pleased to advise that another award the Board would be very proud of is the Solar PV Project of the Year 2006 awarded to the Board of Governors by the Canadian Solar Industries Association of Canada at its recent annual meeting.

The Chair congratulated and applauded Dianne Young and staff for their leadership on this project which has received local, national and international publicity for Exhibition Place.

31. **2007 WIZARD WORLD**

The Chair welcomed and introduced Rosanne Tilford and Ardo Gidaro, operators of the Wizard World Event who provided an oral deputation with respect to the venue rental for the 2007 event and presented a proposed rent structure as an alternative.

Following the deputation, the Chair advised that a supplementary report was distributed to the Board at the meeting and asked if both Ms. Tilford and Mr. Gidaro were in agreement with subject report. The response was they were.

On motion duly made by Rene Foisy-Marquis, seconded by John Weatherup, and **CARRIED**, it was **RESOLVED** that Report No. 28 (a) dated December 15, 2006 from the General Manager & CEO, which was distributed at the meeting, be **APPROVED**, thereby authorizing the recommendations outlined in subject report with respect to the 2007 Wizard World event.

32. **VARIANCE REPORT UPDATE – NOVEMBER 30, 2006**

On motion duly made by Rene Foisy-Marquis, seconded by Rocco Maragna, and **CARRIED**, it was **RESOLVED** that Report No. 8 dated December 1, 2006 from the General Manager & CEO with respect to a Variance Report Update to November 30, 2006, be received for **INFORMATION**.

33. **AGREEMENT FOR RENTAL OF HIGH REACH EQUIPMENT**

On motion duly made by Rene Foisy-Marquis, seconded by Rocco Maragna, and **CARRIED**, it was **RESOLVED** that Report No. 18 dated December 1, 2006 from the General Manager & CEO, be **APPROVED**, thereby authorizing an agreement with United Rentals of Canada Inc. for the rental of various types of high reach equipment for Exhibition Place, based on the terms and conditions outlined in subject report.

34. **ENVIRONMENTALLY FAVOURABLE PROCUREMENT POLICY**

On motion duly made by Rene Foisy-Marquis, seconded by John Weatherup, and **CARRIED**, it was **RESOLVED** that Report No. 19 dated November 27, 2006 from the General Manager & CEO, be **APPROVED**, thereby authorizing the "Environmentally Favourable Procurement Policy"; and **FURTHER** that, staff consult, if necessary, with Gord Perks during the evaluation process.

35. **NOTICE OF MOTION TO AMEND FINANCIAL CONTROL BY-LAW NO. 2-99**

On motion duly made by Rene Foisy-Marquis, seconded by Mark Grimes, and **CARRIED**, it was **RESOLVED** that Report No. 21 dated December 4, 2006 from the General Manager & CEO with respect to a Notice of Motion to amend Financial Control By-Law No. 2-99, be **RECEIVED**.

36. **RESOLUTION RE CLOSED SESSION**

On motion duly made by Mark Grimes, seconded by Rene Foisy-Marquis, 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 (Deputy Mayor Joe Pantalone (Chair), Maria Augimeri, Rene Foisy-Marquis, Mark Grimes, Knox Henry, Gloria Lindsay Luby, Rocco Maragna, Jim McMillen, Gord Perks, Karl Wahl, John Weatherup and Debbie Woodman) reconvened in public session at 10:45 a.m. and concurred with the following proposal.

37. **QUEEN ELIZABETH BUILDING – CHILLER REPLACEMENT**

On motion duly made by Rene Foisy-Marquis, seconded by Knox Henry, and **CARRIED**, it was **RESOLVED** that the In-Camera Report No. 33 dated December 1, 2006 from the General Manager & CEO, be **APPROVED**, thereby authorizing the recommendations outlined in subject report with respect to the Chiller Replacement for the Queen Elizabeth Building.

38. **PROPOSAL FOR DEVELOPMENT OF THE AUTOMOTIVE BUILDING**

On motion duly made by Mark Grimes, seconded by Rocco Maragna, and **CARRIED**, it was **RESOLVED** that In-Camera Report No. 34 dated December 8, 2006 from the General Manager & CEO, be **APPROVED**, thereby authorizing the recommendations outlined in subject report with respect to the Proposal for Development of the Automotive Building; and **FURTHER** that, staff ensure that the kitchen equipment for the project is energy efficient.

39. **DATE OF NEXT MEETING**

The next meeting of the Board is scheduled to be held on **Friday, January 26, 2007 at 8:30 a.m.**

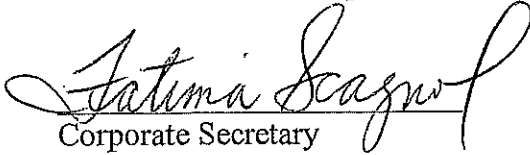
40. **RESOLUTION RE ABSENTEEISM**

On motion duly made by Knox Henry, seconded by Jim McMillen, and **CARRIED**, it was **RESOLVED** that Andre Tellier having notified the Corporate Secretary of their unavailability to attend this meeting of the Board, be **EXCUSED**.

ADJOURNMENT

There being no further business, the Chair adjourned the meeting at 10:40 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 _____, 2007.

Chair

