
MINUTES

PUBLIC SESSION

THE BOARD OF GOVERNORS OF EXHIBITION PLACE

Monday, September 24, 2007

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MINUTES
THE BOARD OF GOVERNORS OF EXHIBITION PLACE
Fountain Dining Room- Queen Elizabeth Building - Exhibition Place
Monday, September 24, 2007 – 9:00 a.m.

The Board of Governors of Exhibition Place met in the Fountain Dining Room, Queen Elizabeth Building on Monday, September 24, 2007.

PRESENT: Joe Pantalone, Deputy Mayor, City of Toronto/Chair, Board of Governors
Maria Augimeri, Rusty Barrese, Mona ElSayeh, Mark Grimes, Gloria
Lindsay Luby, Camilla Mackenzie, Rocco Maragna, Jim McMillen, Gord
Perks John Weatherup, Debbie Woodman

APOLOGIES: Knox Henry

ATTENDING: Dianne Young, Chief Executive Officer
Fatima Scagnol, Corporate Secretary
Ward Earle, City Legal/Solicitor
Barbara Cappell, City Legal/Solicitor
Arlene Campbell, General Manager/Sales & Events
Mark Goss, General Manager/Operations
Marc Petitpas, General Manager/BMO Field
David Bednar, General Manager/CNE
Sandy Douglas, Director/Human Resources
Suzanne Scott, Accounting Manager/BMO Field
Danny Chui, Manager/Capital Works
Arlene Jang, IT Specialist, Exhibition Place

Deputy Mayor Joe Pantalone, Chair 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 Chair requested members to indicate the report on the public agenda wherein they have an interest, together with the nature of the interest.

Rusty Barrese declared an interest with respect to Report No. 11 entitled "Extension of Official Supplier Agreement with GES Canada" given his business affiliations with both companies.

The Chair also advised the Board that Item No. 10 and No. 17 related to the CNEA Agreement – North American Midway Entertainment was withdrawn from the agenda.

1. **MINUTES OF PREVIOUS MEETING**

On motion duly made by Mark Grimes, seconded by Rocco Maragna, and **CARRIED**, it was **RESOLVED** that the Minutes of Meeting of the Board of Governors held on July 13, 2007, 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.

2. MEDIA RELEASE RE SMG FACILITIES RECOGNIZED FOR EXCELLENCE

Upon the question of the adoption of Communication No. 2 dated August 9, 2007 from SMG entitled “**SMG Facilities Recognized for Excellence**”, it was received for **INFORMATION**.

3. 2007 CAPITAL WORKS PROGRAM – SEPTEMBER PROGRESS REPORT

Upon the question of the adoption of Report No. 3 dated September 10, 2007 from the Chief Executive Officer entitled “**2007 Capital Works Program – September Progress Report**”, it was received for **INFORMATION**.

4. EXCLUSIVITY PROVISIONS IN TENANT & BUILDING AGREEMENTS

Upon the question of the adoption of Report No. 5 dated September 12, 2007 from the Chief Executive Officer entitled “**Exclusivity Provisions in Tenant and Building Agreements**”, it was received for **INFORMATION**.

5. MANAGEMENT REPORT – AUGUST 31, 2007

Upon the question of the adoption of Report No. 6 dated August 31, 2007 from the Chief Executive Officer and General Manager/Sales & Events entitled “**Management Report – August 31, 2007**”, it was received for **INFORMATION**.

6. STADIUM ADVISORY COMMITTEE

Upon the question of the adoption of Report No. 8 dated September 24, 2007 from Chair entitled “**Stadium Advisory Committee**”, it was received for **INFORMATION**.

7. WESTBURY NATIONAL SHOW SYSTEMS – CNEA AGREEMENT

Upon the question of the adoption of Report No. 9 dated September 14, 2007 from the Chief Executive Officer entitled “**Westbury National Show Systems – CNEA Agreement**”, it was **APPROVED**.

8. EXTENSION OF OFFICIAL SUPPLIER AGREEMENT WITH GES CANADA

Upon the question of the adoption of Report No. 11 dated September 12, 2007 from the Chief Executive Officer entitled “**Extension of Official Supplier Agreement with GES Canada**”, it was **APPROVED**.

9. **AGREEMENT-ALL-INCLUSIVE HVAC CHEMICAL TREATMENT PROGRAM**

Upon the question of the adoption of Report No. 12 dated September 4, 2007 from the Chief Executive Officer entitled "Agreement for All-Inclusive HVAC Chemical Treatment Program", it was **APPROVED**.

10. **EXTENSION OF AGREEMENT WITH MENDELSSOHN**

Upon the question of the adoption of Report No. 13 dated September 12, 2007 from the Chief Executive Officer entitled "Extension of Agreement with Mendelsohn, A Livingston Company", it was **APPROVED**.

11. **NATIONAL SOCCER STADIUM (BMO FIELD) 2008 CAPITAL BUDGET**

Upon the question of the adoption of Report No. 14 dated September 12, 2007 from the Chief Executive Officer entitled "National Soccer Stadium (BMO Field) 2008 Capital Budget", it was **APPROVED**.

12. **HORTICULTURE BUILDING UPDATE - SEPTEMBER**

Upon the question of the adoption of In-Camera Report No. 20 dated September 12, 2007 from the Chief Executive Officer entitled "Horticulture Building Update for September", it was received for **INFORMATION**. This report remains confidential in its entirety, in accordance with the provisions of the Municipal Act, 2001, as it contains information pertaining to the security of the property of the Board.

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:

13. **USE OF EXPRESS PEOPLE MOVER TRAINS OUTSIDE CNE PERIOD**

On motion duly made by Jim McMillen, seconded by Knox Henry, and **CARRIED**, it was **RESOLVED** that Report No. 4 dated August 31, 2007 from the Chief Executive Officer with respect to the Use of the Express People Mover Trains outside the CNE period, be received for **INFORMATION**; and further that, staff explore moving people by horse-drawn carriages.

14. **BMO FIELD – MANAGEMENT REPORTS**

On motion duly made by Mona ElSayeh, seconded by Debbie Woodman, and **CARRIED**, it was **RESOLVED** that Report No. 7 (a) dated June, 2007 and 7 (b) dated July 2007 from the General Manager/BMO Field with respect to the Management Reports of the BMO Field, be received for **INFORMATION**.

15. **GRANT TO CANADA'S SPORTS HALL OF FAME FOR 2008**

On motion duly made by Mark Grimes, seconded by Gloria Lindsay Luby, and **CARRIED**, it was **RESOLVED** that Report No. 15 dated September 11, 2007 from Chief Executive Officer, be **APPROVED**, thereby authorizing a grant to the Canada's Sports Hall of Fame for 2008 in the amount of \$53,200, less a deduction for utilities of \$18,700.

16. **RESOLUTION RE CLOSED SESSION**

On motion duly made by Mark Grimes, seconded by Rusty Barrese, 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, Maria Augimeri, Rusty Barrese, Mona ElSayeh, Mark Grimes, Gloria Lindsay Luby, Camilla Mackenzie, Rocco Maragna, Jim McMillen, Gord Perks, John Weatherup and Debbie Woodman) reconvened in public session at 10:00 a.m. and concurred with the following proposal.

17. **ACCOUNTS RECEIVABLE - CNEA - JUNE 30, 2007**

On motion duly made by Debbie Woodman, seconded by Jim McMillen, and **CARRIED**, it was **RESOLVED** that In-Camera Report No. 18 dated August 13, 2007 from the Chief Executive Officer with respect to the Accounts Receivable as at June 30, 2007 be received for **INFORMATION**. This report remains confidential in its entirety, in accordance with the provisions of the Municipal Act, 2001, as it contains information pertaining to the security of the property of the Board.

18. **ACCOUNTS RECEIVABLE - DIRECT ENERGY CENTRE
AND EXHIBITION PLACE - AUGUST 31, 2007**

On motion duly made by Gloria Lindsay Luby, seconded by Gord Perks, and **CARRIED**, it was **RESOLVED** that In-Camera Report No. 19 dated September 14, 2007 from the Chief Executive Officer with respect to the Accounts Receivable as at August 31, 2007 be received for **INFORMATION**. This report remains confidential in its entirety, in accordance with the provisions of the Municipal Act, 2001, as it contains information pertaining to the security of the property of the Board.

19. **RESULTS OF REQUEST FOR PROPOSALS FOR HOTEL DEVELOPMENT**

On motion duly made by Gord Perks, seconded by Mark Grimes, and **CARRIED**, it was **RESOLVED** that recommendations outlined in In-Camera Report No. 21 dated September 21, 2007 from the Business Development Committee, be **APPROVED**.

The following recommendations of the Business Development Committee contained in the Recommendations Section of the report are now public, and the balance of the report remains confidential, in accordance with the provisions of the Municipal Act, 2001, as it contains information pertaining to the security of the property of the Board:

"It is recommended that the Board approve of:

- (a) Approve the entering into of a Letter Agreement with HKH substantially as outlined in Appendix "B" to this report, and including such other commercial terms and conditions as may be required by the Chief Executive Officer and the City Solicitor, contemplating the negotiation of a detailed Letter of Intent to be presented to the Board;
- (b) Direct staff to report back to the Board as soon as possible but in any event no later than the Board's meeting in January 2008 on the proposed terms and conditions of a Letter of Intent for a long-term lease (subject to the further approval of City Council) between the Board and HKH such terms to include City Council's language regarding union affiliation as adopted by Council with respect to the National Hotel Corporation development at Exhibition Place;
- (c) Following consideration of this report at its meeting of September 24, 2007, direct staff to release the main report save and except for the confidential information in Appendices A, B and C which should not be released publicly in order to protect the competitive position and the future economic interests of the Board of Governors of Exhibition Place; and
- (d) Request staff to report on a detailed Implementation Timetable to the November Board meeting.

20. **2008 OPERATING BUDGET**

The Chief Executive Officer provided a detailed power-point presentation with respect to the 2008 Operating Budget, a copy of which was distributed to the members and appended to the minutes of this meeting. Following the presentation, the Board concurred with the following:

On motion duly made by John Weatherup, seconded by Camilla Mackenzie, and **CARRIED**, it was **RESOLVED** that the 2008 Operating Budget, appended to Report No 16 from the Finance & Audit Committee dated September 14, 2007 and the recommendations outlined in subject report, be **APPROVED**.

21. **DATE OF NEXT MEETING**

The next meeting of the Board is scheduled to be held on **Friday, November 2, 2007** at 8:30 a.m.

22. **RESOLUTION RE ABSENTEEISM**

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

OTHER BUSINESS

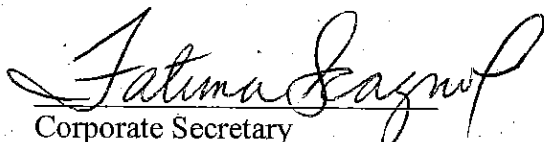
23. **ENVIRONMENTAL WORKSHIP**

The Chair reminded the Board that the Environmental Workshop was taking place at 12 noon today and encouraged all members of the Board to attend.

ADJOURNMENT

There being no further business, the Chair adjourned the meeting at 10:20 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