



Date:	January 11, 2016	Time: 5:00 PM	
Location:	945 Princess Street, Lobby Boardroom		
Attended:	Shai Dubey, Chair Peter Kraus Judith Pineault Bill Durnford	Sandra Gibson Bo Wandschneider Councillor Turner David Carnegie	Councillor Huchinson Councillor Allen Mayor Paterson
Staff:	Donna Gillespie Christa Wallbridge Brandon Pickard Chris Whyman	Emily McCracken Mark Hanley Dajana Turkovic Ella Vanderburgt	Violette Hiebert Carey Bidtnes Melissa Shorrock Rebecca Darling
Regrets:	Councillor Turner	Connie Markle	

1. Call to Order: 5:00 PM
2. Approval of Agenda
  - Motion to "approve the agenda as presented;" moved by Mayor Paterson, seconded by Niall O'Driscoll. Carried.
3. Disclosure of Conflict of Interest
  - None.
4. Approval of the Minutes
  - Motion to "approve the minutes from December 14, 2015 as presented;" moved by Niall O'Driscoll, seconded by Bill Durnford. Carried.
5. Business Arising from the Minutes
  - None.
6. KEDCO Orientation
  - Board Structure
  - Governance Model
    - Shai Dubey gave a presentation to Board members on the KEDCO Board structure and current governance model. The presentation included:
      - Role of the Board; Role of a Director in a Not-for-Profit Corporation
      - Legal Obligations of Board Members
      - Fiduciary Duty and Conflict of Interest
      - Duty of Care



- Basic Board Models (Working and Governance)
- Role of the Board: Pragmatic Approach
- Formula for Organizational Effectiveness
- Peter Kraus noted that the Board members must have the Corporation's best interest in mind always. He requested clarification on the differentiation between a Member of the Corporation and a customer of the Organization.
- Shai Dubey stated that a customer has his/her own agenda and needs that may not be in the best interest of the Corporation. It is a member's duty to put all personal interests aside and put the Corporation and its success first.
- Shai Dubey noted that the structure of a Governance Board, the current structure at KEDCO, was to provide policy and procedure, while the hired staff executed the daily portfolios.  
He suggested going forward in 2016 there be an open communication between Board members and staff, encouraging staff to utilize the expertise available to them in the Board members.
- Committees
  - Donna Gillespie provided an overview on the standing Committees at KEDCO.
  - The Finance Committee meets on a monthly basis and is chaired by the Treasurer of the Board. This group reviews general ledger activities, operations and financial statements at each meeting. The Finance Committee is responsible for approving expenditures from \$25,000 - \$50,000. Any expenditures over \$50,000 require Board approval.
  - The HR Nominations Committee meets on an ad hoc basis as needed and is chaired by the Chair of the Board. This Committee is responsible for monitoring the performance of the CEO and reviewing the policies and procedures of the Corporation. The members complete a skill set matrix for all new Board members.  
Shai Dubey noted that in 2016 the Committee would be responsible for reviewing and revitalizing the performance system in place at the Corporation and the CEO recruitment and hiring process.
  - The Strategic Planning Committee was created as an Ad Hoc Committee to oversee the creation of the 2015-2020 Strategic Plan. This Committee will reconvene by 2017 to start the planning process again.
  - A new Committee that has been looked at going forward: Risk Mitigation Committee. This group will identify areas that could pose challenges for the Corporation and monitor them. More information to be discussed at a later date.
  - Shai Dubey reminded Board members that any items they wish to see on the monthly agendas should be emailed prior to the meeting in order to be added to the formal agenda.



- 2016 Budget
  - Donna Gillespie presented the 2016 KEDCO Budget as approved by City Council, including:
    - 2016 Operating Budget: Business and Tourism
    - City of Kingston Funding Request
    - 2016 Apportioned Budget
  - Bill Durnford requested clarification on where the 3.4% savings in the budget was taking place.

Donna Gillespie noted that majority of the savings was found in the Corporate lines and salaries.
- 2016 Operating and Sales Plan: Staff Presentations
  - Christa Wallbridge, Senior Business Development Officer, KEDCO presented an overview of the scope of Business Development including:
    - Business Development Team and Responsibilities
    - High Priority Growth Sectors
      - Agri-Business
      - Information Communications Technologies
      - Defence
      - Sustainable Emerging Technologies
      - Healthcare
    - Business Attraction
    - Retention and Expansion
  - Peter Kraus noted that business development activity should be working towards generating outcomes and reaching goals. He asked if the Corporation had defined and tangible outcome that shows success in jobs created and investment generated in the community.

Shai Dubey noted that this question/topic is part of a larger theme around metrics and should be tabled as an agenda item for a later meeting.
  - Councillor Hutchison requested clarification on the strategic goals of the Innovate Kingston initiative.

Christa Wallbridge stated that majority of its members are in the ICT sector and wish to grow that area in Kingston. The group is also working towards holding an event in Kingston hosting the top 50 ICT companies in Canada. They are looking to build a \$100 million business in the city.
  - Bill Durnford requested more information on where the majority of business attraction leads are from (ie. domestic, national).

Christa Wallbridge stated that the opportunities have a wide range of locations. She noted that the Portugal food manufacturing company Frulact came through the Ministry of Agriculture and Food. Site selectors generally come through the United States and real-estate commonly comes from local leads.
  - Carey Bidtnes, Business Development Officer, KEDCO presented an overview of the scope of Labour Market Activities including:



- Kingston is Hiring
- Job Fairs
- Education and Outreach
- Postsecondary Retention
- Partnerships
- Physician Recruitment
- Councillor Allen requested clarification on the data collected on Kingston is Hiring and where the resumes are originating from.  
Carey Bidtnes stated that six percent of all resumes in the database are international; US and India are the top locations. It was also noted that Alberta and Eastern Ontario were popular Canadian locations.
- Councillor Allen asked how often the Labour Market teams receive feedback on jobs that are successfully filled through the site.  
Carey Bidtnes noted that recently there was a statistical analysis done which found that 69% of all jobs posted are filled, however there is no way of identifying if these jobs are new or existing.
- Peter Kraus asked for clarification as to whether the labour market program was developed to attract talent to Kingston to encourage business growth.  
Carey Bidtnes reminded the Board that the Kingston is Hiring program has only been in place for two years. She noted that there are currently gaps in the labour market.
- Mark Hanley, Manager, Small Business Development Centre, KEDCO presented an overview of the scope of the Small Business Development Activities:
  - Small Business Development Centre Team and Responsibilities
  - Activities and Results for 2015
- Peter Kraus asked if the 269 new jobs created in 2015 was representing a steady number or if it included Summer Company (part time jobs).  
Mark Hanley stated that the number did not include the Summer Company program as these jobs are only part time, however the Starter Company program jobs are included. He noted that this number has been growing over the years, all companies included are start-ups.
- Bill Durnford asked what the average size of a start-up company?  
Mark Hanley stated that the average is one and a half to two people.
- Bill Durnford asked if statistics had been collected to show how many of these businesses are still running in Kingston five to ten years after the initial consultation?  
Mark Hanley noted that the Small Business Development Centre does not have the capacity to perform such a survey in accompaniment with the number of consultations that staff are performing daily.
- Dave Carnegie requested clarification on the sectors that majority of businesses are forming in.  
Mark Hanley stated that the SBDC sees lots of retail, consulting, trades and manufacturing start-ups. He noted that there is a wide cross-sections of individuals that the team provides consulting for.
- Violette Hiebert, Director Tourism Marketing and Development, KEDCO presented an overview of the scope of Tourism Kingston including:
  - Tourism Roles
  - Tourism Kingston Team and Responsibilities



- High Priority Growth Sectors
  - Niche Leisure Travel
  - Sport Tourism
  - Conventions, Conferences and Meetings
  - Travel Trade
- Business Support: Partnership Services, Visitor Information Centre
- 2016 Integrated Tourism Strategy
- Bill Morneau asked if there was a formal agreement created between Tourism Kingston and the Kingston Accommodation Partners (KAP) for the Integrated Tourism Strategy.

Violette Hiebert stated that there is an MOU, the team is currently finalizing the details. Once finalized this item can be circulated to Board members through Donna Gillespie.
- Bill Durnford posed a question regarding expenditures, asking if Tourism Kingston and KAP would split these.

Violette Hiebert stated that there is a marketing committee going forward that will address this.

Shai Dubey noted that KAP was originally created to cover the marketing for Tourism Kingston on a larger scale, serving as the primary destination marketer for the city.
- Bill Morneau referenced a potential convention centre in Kingston, and its progress.

Violette Hiebert stated that there was a feasibility study completed in previous years, which found that the project was not viable. With the recent airport expansion plans the tourism team will be revisiting this topic.
- Melissa Shorrock, Marketing and Communications Officer, KEDCO presented an overview of the scope of Corporate Marketing and Communications including:
  - Strategies
  - Target Audience
  - Communications Channels
    - Websites
    - Social Media
    - Signage
    - Events
    - Newsletters
- Councillor Allen referenced social media conversions (ie. when a social media post turns into a consultation) and asked if they were currently being tracked by the Corporation.

Melissa Shorrock stated that this is not a current practice; however it can be pursued going forward. She noted that many posts include a direct link to the website encouraging visitors to find their information online.
- Shai Dubey thanked all KEDCO staff members for their presentations, stating that it was very beneficial for all Board Members to have an overview of current portfolios and 2016 goals.



7. Election of Officers

The KEDCO Board of Directors has four officers, who are signing authorities for the corporation: Chair; Vice-Chair; Secretary; and Chair of the Finance and Audit Committee (Treasurer).

The New Board is required to appoint /re-appoint the officers for 2016, as well as appoint/re-appoint the members of the Finance and Audit Committee and the HR Nominations Committee.

- Shai Dubey noted that these items are to be carried onto the next agenda for Councillor Turner, who sent regrets for the meeting, to have the opportunity to participate in any Committee's.
- a. Nomination and Election of Secretary: position previously held by Bo Wandschneider
  - Shai Dubey called for nominations for the position of Secretary of the Board of Directors. The following nomination was put forward: Peter Kraus.
  - Motion to , “elect the Peter Kraus as Secretary of the Board;” moved by Peter Kraus, seconded by Councillor Allen. Carried.
- b. Nomination and Election of Chair of the Finance and Audit Committee/Treasurer : position currently held by Sandra Gibson
  - Shai Dubey called for nominations for the position of Chair of the Finance and Audit Committee/Treasurer. The following nomination was put forward: Sandra Gibson.
  - Motion to, “elect the Sandra Gibson as Chair of the Finance and Audit Committee/Treasurer;” moved by Peter Kraus, seconded by Councillor Allen. Carried.
- c. Nomination and Election of members of the Finance and Audit Committee. Current members are Bo Wandschneider, Councillor Turner, Peter Kraus
  - Shai Dubey called for volunteers for the Finance Committee. The following Directors volunteered: Sandra Gibson, Peter Kraus, Dave Carnegie, Bill Durnford and Councillor Allen.
  - Motion to, “elect the above noted Directors to the Finance Committee;” moved by Bo Wandschneider, seconded by Judith Pineault. Carried.
- d. Nomination and Election of members of the HR Nominations Committee. Current members are Bo Wandschneider, Niall O’Driscoll, Judith Pineault and Shai Dubey
  - Shai Dubey called for volunteers for the HR Nominations Committee. The following Directors volunteered: Shai Dubey, Judith Pineault, Bill Durnford, Niall O’Driscoll and Bo Wandschneider.
  - Motion to, “elect the above noted Directors to the HR Nominations Committee;” moved by Peter Kraus, seconded by Councillor Allen. Carried.
- e. Nomination and Election of the Vice-Chair of the KEDCO Board of Directors: position currently held by Peter Kraus.
  - Shai Dubey called for nominations for the position of Vice-Chair of the Board of Directors. The following nomination was put forward: Bo Wandschneider and Judith Pineault.
  - Motion to, “elect Bo Wandschneider as Vice-Chair of the KEDCO Board of Directors;” moved by Niall O’Driscoll, seconded by Bo Wandschneider. Carried.



- Motion to, “elect Judith Pineault as Vice-Chair of the KEDCO Board of Directors;” moved by Dave Carnegie, seconded by Peter Kraus. Carried.
8. CEO Update
- Motion to “move in camera for the item covering Significant Files;” moved by Judith Pineault, seconded by Councillor Allen. Carried.
    - Significant Files
  - Motion to “move out of camera;” moved by Councillor Allen, seconded by Bo Wandschneider. Carried.
    - Review Committee Update: Judith Pineault
      - Judith Pineault provided a report on the Review Committee and presented it to the Board.
      - Motion to “approve the Review Committee Program Report as presented by Judith Pineault;” moved by Councillor Allen, seconded by Niall O’Driscoll. Carried.
9. Date of Next Meeting – February 8, 2016
10. Adjournment: 8:48 PM
- Motion to “adjourn the Board of Directors meeting;” moved by Bill Durnford, seconded by Councillor Hutchison. Carried.

---

Shai Dubey, Chair

---

Bo Wandschneider, Vice Chair;  
Judtih Pineault, Vice Chair

---

Date