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| Date: | April 10 th , 2017 | Time: 4:00pm-5:00pm | |
| Location: | Loyalist Conference Room, City Hall | | |
| Attended: | Judith Pineault, Chair David Carnegie Lyndsay Wise | Bill Durnford Gillian Watters Councillor Turner | Councillor Hutchison Gerard Hunt, CAO Trevor Wilson |
| Regrets: | Mayor Paterson Peter Dalton | Shai Dubey Bo Wandschneider | Councillor George |
| Staff: | Donna Gillespie | Erica Carson | |
| Presenters: | Tyler Rider | Michael MacDonald | |

1. Call to Order: 4:03 pm
2. Approval of Agenda
 - **Motion to** “approve the agenda as presented;” moved by Bill Durnford, seconded by Councillor Turner. Carried.
3. Disclosure of Conflict of Interest
 - None
4. Approval of the Minutes:
 - **Motion to** “approve the minutes of the Board of Directors March 20 2017 meeting;” moved by Bill Durnford , seconded by Councillor Turner. Carried.
5. Business Arising from the Minutes
 - Covered in following Reports
6. Review of the Draft 2016 Audited Financial Statements: Tyler Rider
 - Draft 2016 Financial Statements distributed to all Board Members
 - Tyler Rider did a comprehensive page-by-page review of the Draft audited report noting any significant variances between year end 2015 and year end 2016 financials.
 - Noted within the Statement of Operations that Expenses decreased in 2016 from 2015, however this was offset by the decrease in revenue in 2016 due to the amortization of IT services.
 - Overall, 2016 financials are in line with those of 2015.
 - Finally, it was noted that the separation of Tourism Kingston from Economic Development Corporation scheduled for mid-2017 will have impact on EDC assets, liabilities and funds however it is not yet possible to quantify.



- Draft Audited Financial Statements will be changed to Approved status only when approved by Board of Directors at the Annual General Meeting and dated accordingly.
 - Gerard Hunt posed a question relating to the Legal and Accounting expenses- were there savings in 2015 from transferring this service to the City of Kingston. Donna Gillespie confirmed that the Corporation did realize savings in 2015 over 2014 which would be reflected in reduced Salaries and Benefits.
 - **Motion to** “approve the Draft 2016 Audited Financial Statements;” moved by Bill Durnford , seconded by Councillor Hutchison. Carried.
7. Finance Committee Update: Dave Carnegie
- Dave Carnegie noted the first Finance Committee meeting held on March 22 was an orientation to identify key topics to focus on in 2017. This year’s largest project is the separation of Tourism Kingston from the Economic Development Corporation. Donna Gillespie noted that once the audited financials are completed and approved, she will work with the auditors to get a better understanding of the future impact.
 - Next meeting scheduled for April 19
8. Risk & Transparency Committee Update: Dave Carnegie for Shai Dubey
- Dave Carnegie noted that first Risk & Transparency meeting held on March 27 was to identify major risks and the impact of these risks on the organization.
 - Transparency International framework to be adopted to improve transparency of reporting, financials, meetings. A draft mechanism for handling complaints has been presented by Gillian Watters.
 - Next meeting scheduled for April 20
9. Tourism Transition Update: Bill Durnford
- Bill Durnford noted that a five person selection committee has been appointed to fill the new position of Executive Director for Tourism Kingston, the target date is July 01.
 - On-going planning of employee transition to the new organization.
 - Donna Gillespie noted that the Economic Development Corporation employees will have a seamless transition to the new Tourism Kingston organization however the Director of Marketing position will be eliminated.
 - Conversation relating to the details on Tourism Kingston organization set up ensued.
 - Trevor Wilson posed the question if there is a risk of the employees not accepting new role within the organizational restructuring; Bill Durnford assured this was not an anticipated risk.
 - Gerard Hunt posed the question if the new Tourism Kingston organization will carry over same policies, and Bill Durnford confirmed the Tourism Kingston organization has adopted the current Operations & Human Resources Policy Manual.



- Dave Carnegie questioned the reporting and ownership of data and Donna Gillespie noted that data within Salesforce CRM and electronic files will be shared until July 01 at which time Tourism Kingston will own its own records.
- Donna Gillespie reminded that the Economic Development Corporation will have fiduciary responsibility until July 01.
- In closing Bill Durnford noted that the newly appointed Executive Director of Tourism Kingston will sit on the Economic Development Corporation Board of Directors as ex officio member.

10. CEO Report

- Written CEO Report to the Board of Directors was distributed, with board requesting written CEO reports going forward.
- Feihe update: Trevor Wilson asked if there were risks relating to the schedule delays. Donna Gillespie indicated no flags for concerns over delays. Gerard Hunt confirmed the site plan finalization is the only outstanding delay to the timeline.
- Kingston Night Economy report update: Gerard Hunt commented the Workforce In-migration Report will be presented to council at 6:00pm on April 25th and asked for on-going support of the Board of Directors. Councillor Hutchison agreed the briefing to council is an opportunity to involve the community.
- **Motion to** “accept the written CEO Report” moved by Judith Pineault , seconded by Councillor Hutchison. Carried.

11. Other Business

- None

12. Date of next meeting

- April 24 - Annual General Meeting 5:00-6:00pm
- May 08 - Board of Directors Meeting: Gerard Hunt presentation on City owned lands. Possibly to include City Director of Planning and Utilities Kingston in information session.

13. Adjournment

- **Motion to** “Adjourn the Board of Directors meeting;” moved by Councillor Turner, seconded by Trevor Wilson. Carried. 4:58PM

Judith Pineault, Chair

Bo Wandschneider, Vice Chair;
Peter Dalton, Vice Chair

Date