

**THE WATERFRONT BIA (WBIA)
BOARD OF DIRECTORS MEETING
September 8, 2011**

ATTENDEES:

Carol Jolly, Waterfront BIA
Cindi Vanden Heuvel, Mariposa Cruises
Craig Somers, CitySightseeing
Dermot McKeown, Radisson Admiral
Helder Melo, Harbourfront Centre
Kevin Currie, Wheel Excitement, Chairman
Nancy Gavin, Redpath Sugar
Shey Clark, Great Lakes Schooner

REGRETS:

Blair Keetch, PawsWay
Christina Medeiros, Maple Leaf Quay
David Hessels, City of Toronto
Robert Zeidler, Brookfield Properties
Rosie Middleton, Briarlane

MEETING RECORDER: Lynn Haderlein, Waterfront BIA

1. MEETING CALL TO ORDER – Kevin Currie

Kevin Currie called the meeting to order. Kevin asked any members at the meeting if they wished to declare a conflict of interest. No conflicts were declared.

2. APPROVAL OF THE MINUTES OF June 9, 2011 electronically distributed to the Board.

KEVIN CURRIE ASKED FOR A MOTION TO APPROVE the Minutes of June 9, 2011

MOTION TO APPROVE: Helder Melo

SECONDED: Dermot McKeown

APPROVED: Unanimous

CARRIED

3. REVIEW OF 2010 AUDIT, 2012 BIA BUDGET SUMMARY AND JULY 2011 FINANCIALS (electronically circulated to Board) – Dermot McKeown/Carol Jolly

General discussion on various items in the audited statements for 2011, the proposed 2012 budget and the monthly financials to July 31, 2011. August and September monthly to be presented at October 13 board meeting.

Dermot reviewed the highlights of the 2010 audit making note of the comparison of 2010 budget to actual showing \$80,000 deficit for 2011 and \$27,788 deficit from previous year showing a total deficit of \$108,400 for 2010 for the most part due to RTWF over budget, an accounting error from previous year and City levy to BIA being reduced by a further amount after City review of our BIA included our increased levy and the need to increase the holdback to cover tax appeals. We should not have major surprises this year as to major adjustments to our levy.

Carol has had several meetings with the executive of the board as well as monthly (or as needed) meetings with Dermot to review the financials.

KEVIN CURRIE ASKED FOR A MOTION TO APPROVE the 2010 audited financial statements and the financials to July 31, 2011.

MOTION TO APPROVE: Dermot McKeown

SECONDED: Nancy Gavin

APPROVED: Unanimous

CARRIED

4. EXPANSION UPDATE – Kevin Currie/Carol Jolly

Kevin advised that our expansion has been deferred to 2012. We were not part of the process in discussions between Waterfront Toronto and the City as to Waterfront Toronto's concern that undeveloped lands up to Parliament Street be included in the boundaries of Waterfront BIA expansion both on the North and South sides of Queens Quay.

As a result, we were behind in our expansion process after going through the steps up to and including the public meeting and did not get on Economic Development Committee agenda at the City to proceed to approval to move forward. The new process is now much more complicated. In discussions with the City, it was proposed that we only expand eastward to Jarvis. Our proposed expansion has had a vision to make the Waterfront from Stadium Road (including the airport) on the West and Parliament on the East a single footprint. Kevin and Carol met with Waterfront Toronto and Mike Williams and Mike Major of the City BIA Office, Greater understanding of everyone's position and benefits of WBIA. Kevin and Carol meeting with City Councillors (McConnell/Vaughan) to further review our position at the Waterfront. Kevin and Carol met separately with Councillor Thompson as to City's 1812 celebrations next year and touched on Waterfront expansion plans as well as our potential sponsorship of the Toronto Waterfront Festival in 2012 which will grow the momentum to celebrations in 2013 for the Tall Ships.

5. Events Update – Shey Clark/Carol Jolly

Event Manager – Carol advised the Board that Karen Hardinge who was Senior Project Manager for RTWF 2010 is working on contract with the WBIA to event manage our 4 seasonal events starting with the Photo Exhibit/Artist Preview Gala. As previously reported to the Board, Karen is part of the \$40,000 budgeted in 2011 which also includes Danielle Biss as Communications Coordinator and Janice Smart as a Member Services/Waterfront Experience Card representative.

Event Committee will have their first meeting on September 21. We will be encouraging the members of this Committee to share information on their events rather than just WBIA presenting its plans.

My Waterfront Photo Contest 11 weeks to September 1, 2011

650 submissions – screened to approximately 400 posted online, then 200 and 50 finalists as chosen by judging panel comprised of 5 professionals in the arts and photographic fields. Artist Preview Gala evening at Queen's Quay Terminal on Friday, September 30 with invitations to our database of over 3,000. The Top 50 Finalists' photos will be displayed in the entranceways & walkways of the Queen's Quay Terminal and 4 Ontario wineries plus Il Fornello, the Watermark and Sobeys will offer complimentary wine and food to the attendees. WBIA will be printing sets of greeting cards with images from the finalists, sale of which will be managed by volunteers representing Friends of Toronto Islands (FOTI). A portion of the proceeds will be donated. Posters have been circulated to our BIA members and are on display at retail and hotel establishments. Sobeys are also contributing flowers for the tables and boutinnieres for the finalists and judges. Our publicist, Peter Ashworth, advised that toronto.com and Where magazine have expressed interest in covering the event. With Nuit Blanche returning to the Waterfront in 2012, we will build on this event & possibly produce an all-night long event for the Gala.

Waterfront Experience Card

Sobeys has agreed to be our exclusive distributor for the Waterfront Experience Card. Cards will be displayed at their various cash registers and handed out with purchases.

6. Free Waterfront Bus Shuttle – Carol Jolly

Carol reviewed the Survey and Data Analysis captured during the 2 final weeks including Labour Day when we interviewed the riders and preparing an analysis of pertinent information which will assist along with other data from Toronto Tours and our office staff to determine the future direction of the shuttle and for discussion with existing partners at a debrief meeting.

7. Toronto Waterfront Festival Collaboration Agreement & LOI – Shey Clark/Carol Jolly

Final copies of the Collaboration Agreement and Letter of Intent were presented to the Board for signature. Carol and Shey met with Lea Parrell and Kevin to discuss the final draft before final agreement and letter were discussed and any adjustments made before bringing to the Board for approval and return to the new Not for Profit, Water's Edge Festivals and Events for final signatures. Kevin reviewed the top line terms of the agreement and LOI. The financial commitment to the event will require the approval of the members at the AGM. The Collaboration Agreement covers the right to use the WBIA's intellectual property and the WBIA's

support to the Water's Edge Festivals & Events (WEFE) covered under the terms of the agreement and the director appointment to the NFP to represent the WBIA interest by way of Shey Clark who is Vice Chair of the WBIA Board. She reported that the indemnity clause was removed from the agreement for both parties. Further discussion as to new Boards down the road not wanting to go on with Festival and non-compete clause and Krista and Lea's position with WEFE in being staff of the NFP and their ability to perform and successes being monitored by the NFP Board as to their future in running their festivals and events.

WBIA supportive of the Festival and WEFE and keeping the waterfront in focus for 2013 Tall Ships.

Letter of Intent as to WBIA sponsorship of the 2012 event in the amount of \$100,000 as Presenting Sponsor. Lea and Krista will present at the AGM in October at which time the membership will be asked for their approval of this commitment.

Kevin asked that one non-executive member of the board sign along with him so that the festival organizers may move forward with their grant applications for the 2012 event. Craig Somers of CitySightSeeing co-signed as the non-executive member of the Board.

MOTION

KEVIN CURRIE ASKED FOR A MOTION TO APPROVE the Collaboration Agreement and Letter of Intent with respect to Water's Edge Festivals and Events as presented to the meeting and signature by one executive and one non-executive member of the Board.

MOTION TO APPROVE: Shey Clark

SECONDED: Dermot McKeown

APPROVED: Unanimous

CARRIED

8. REVIEW OF 2011/2012 DRAFT CITY BUDGET FORMS – Dermot McKeown/Carol Jolly

Review of line items in the budget summary to be submitted to the City for approval before presentation to the general membership at the AGM. Discussion regarding the future of the bus shuttle pilot-project. Carol reported that she raised \$90,000 in sponsorship. Should there be a working group with potential of more partners who have sponsors which may raise the bar and allow for the possibility of a larger bus or 2 buses and an expanded route. Carol will report back to the next Board meeting re the debrief meeting with 2011 bus partners. Signature Events will remain but budget increased for 2012.

Currently, we have a \$90,000 reserve. \$10,000 was required during 2011 from the original \$100,000 set up per 2011 budget. We have set up \$110,000 for 2012.

No appreciable changes for 2012 for administration expenses. Actual for 2011 less than budget.

Capital Projects includes \$10,000 for IT project implementation which will be our exchange server prompted by our increasing use of technology such as Facebook and Constant Contact and remote work stations and need to share a common calendar and files.

MOTION

KEVIN CURRIE ASKED FOR A MOTION TO APPROVE the 2012 Budget Summary for submission to the City.

MOTION TO APPROVE: Helder Melo

SECONDED: Cindi Vanden Heuvel

APPROVED: Unanimous

CARRIED

SCHEDULE OF UPCOMING MEETINGS (Venue for all at Maple Leaf Quay, 370 Queens Quay West, 2nd Floor, Party Room. Times vary)

- *Wednesday, October 19 – Event Committee*
- *Thursday, October 27 – Annual General Meeting (AGM)*
- *Tuesday, November 8 – Area Planning Committee (APC)*
- *Wednesday, November 16*
- *November – no Board Meeting*
- *Tuesday, December 6 – Area Planning Meeting*
- *Thursday, December 8 – Board Meeting*
- *December – no Event Committee Meeting*

KEVIN CURRIE

October 13, 2011