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BOARD OF DIRECTORS MEETING

Thursday, February 4, 2016
7:30 to 9:00 AM
Arden Park Hotel (The Porch Room)

Notes from Minutes of the Board Meeting

Directors Present: Chair, Anita Gaffney-Misener, Brad Beatty, Stephen Cooper, Dennis DesRosiers, Ginny Dybenko, Franklin Famme, Ron Shaw, Kevin Tuer

Regrets: George Brown, Dan Mathieson, Anne McDougall, Jeff Orr

Staff Present: Marlene Coffey, Mike Pullen

1. Recognition of Ron Shaw

Anita thanked Ron on behalf of the Board for his leadership and role in establishing SEED Co., as well as his on-going support and guidance. Ron responded with a few words around how important it was to establish the Board with strong community and business leadership. Ron will officially retire as the CAO for the City of Stratford on Feb. 29th.

2. Meeting Called to Order

The meeting was called to order at 7:55 AM.

3. Disclosure of Pecuniary Interest

Disclosure of pecuniary interest disclosed by:
Anita Gaffney-Misener re: Decisions specific to the Stratford Festival HD Initiative.

4. Approval of Agenda – February 4, 2016

Moved by Franklin Famme seconded by Ginny Dybenko

That the agenda for the February 4, 2016 Board of Directors Meeting be approved, and that the disclosure of pecuniary interest be reflected.

Carried.

5. Approval of Minutes – January 7, 2016

Moved by Dennis DesRosiers seconded by Kevin Tuer

That the minutes of the January 7, 2016 Board of Directors Meeting be approved.

Carried.

6. Business arising from the Minutes – January 7, 2016

None

7. CEO Report – January 2016

- Marlene provided an overview of active files and initiatives for the month of January.
- Realtor engagement has been high for the month.
- Exploring system for adding private listings to web site (in addition to realtor.ca).
- 2016 Chamber Business Excellence Awards – investStratford will sponsor the 'Business of the Year Award'.

Moved by Stephen Cooper seconded by Ginny Dybenko

That the CEO Report for January 2016 be received.

Carried.

8. Business Innovation Centre / Office Relocation – Update

Update:

- Marlene advised the Board that the final draft of the lease for 6 Wellington Street was revised to incorporate their comments and recommendations; the lease is currently being reviewed by legal counsel with the intent to finalize and sign by mid-February.

Discussion:

- Franklin made a point about ensuring that there is attractive signage on the new office location.
- There were a number of positive comments from Board members on new office location and its profile within the community.

For information.

9. Stratford Perth Centre for Business Transition - Update

Update:

- The SEED Co./CFDC Team continues to meet and the SPCB transition is going well.
- Draft MoU's have been drafted and delivered to Perth County and St. Marys staff.
- The current agreement with the Province is valid until March 2017.

Discussion:

- Marlene advised the Board that a working committee with County and St. Marys will be established to discuss operational efficiencies.

For information.

10. Annual General Meeting - Update

Update:

- Anita Gaffney-Misener thanked Dennis DesRosiers for arranging the AGM's Keynote address by Ray Tanguay, retired Chairman of Toyota Canada and recently appointed as Chair/Special Advisor to the Canadian Automotive Partnership Council.
- Marlene advised the Board that staff had scanned community/council calendars and proposed two possible dates to Mr. Tanguay for the AGM. Dennis asked Marlene to forward him the two dates so he could follow-up with Ray.

Discussion:

- Ginny Dybenko and Stephen Cooper both cited the need to really promote the AGM and Ray Tanguay as the keynote speaker, recommending that invitations extend beyond Stratford to other key organizations.

- Dennis DesRosiers suggested promoting the event/keynote speaker to automotive organizations such as APMA as a way to showcase Stratford.
- There was discussion around the format and where to hold the event; staff will follow-up and investigate the location options and report back at the next meeting.

For information.

11. <u>Appointment of Secretary-Treasurer</u>

Ron Shaw will officially retire as the CAO for the City of Stratford on Feb. 29, 2016. Marlene provided the Board with some background, advising them that Ron Shaw was appointed Secretary-Treasurer of SEED Co. after the former Economic Development Officer left the organization. She noted that Ron is also the current Vice President of SEED Co. and that a new VP would need to be appointed at the AGM. Marlene advised the Board that the job description for the Managing Director position includes the role of Secretary-Treasurer. The President, Vice President, CEO and Secretary-Treasurer have signing authority for the Corporation.

Moved by Dennis DesRosiers seconded by Ginny Dybenko

That the Board accepts the resignation of Ron Shaw as Secretary-Treasurer and that Mike Pullen, Managing Director be appointed as the Secretary-Treasurer for SEED Co.

Carried.

12. <u>Policies & Procedural Manual Development - Discussion</u>

- Marlene advised the Board that the 2016 Work Plan included further development and refinement of SEED Co. policies and procedures; a comprehensive Policies and Procedural Manual is being proposed.
- There was general discussion around the SEED Co. Bylaws and governance.
- Franklin Famme requested that the SEED Co. Bylaws and Articles of Incorporation be circulated to the Board Members.
- Ron Shaw suggested taking a look at the Stratford Library and Festival Hydro policies.
- Dennis DesRosiers indicated that he had helped the Stratford Community Foundation with the development of their policies and volunteered to assist staff as part of a working sub-committee in June.

Moved by Franklin Famme seconded by Kevin Tuer

That Dennis DesRosiers be appointed to sit on working sub-committee to review draft policies and procedures and report back to the Board.

Carried.

13. <u>Budget</u>

- Mike Pullen provided the Board with an overview and some highlights from the 2015 Year End Budget Statement.
- Franklin Famme asked if SEED Co. would have its own financial statement for the AGM; Ron will speak to Andre Morin about whether this can be put-together.

Moved by Brad Beatty seconded by Franklin Famme

That the 2015 Year End Budget Statement be received as information.

Carried.

14. New Business

None.

15. Next Meeting

Thursday, March 3, 2016
7:30 to 9:00 AM
SEED Co. Office

16. Adjournment

Marlene made a few brief remarks and thanked Anita Gaffney-Misener for hosting the breakfast in recognition of Ron.

The meeting adjourned at 9:05 AM

Moved by Stephen Cooper seconded by Dennis DesRosiers

That the meeting adjourn and that our next regular SEED Co. Board of Directors Meeting will take place on March 3, 2016.

Carried