



BOARD OF DIRECTORS MEETING

Date:	Monday, April 09 2018 Time: 5:00pm		
Location:	945 Princess Street, Innovation Park, Front Board Room		
Invited:	Judith Pineault, Chair Councillor Oosterhof David Carnegie Don Aldridge	Councillor Hutchinson Lyndsay Wise Bill Durnford Gerard Hunt, CAO (ex officio)	Councillor Turner John Sheridan (via phone) Gillian Watters
Staff:	Donna Gillespie	Kirk Smallridge	
Invited:	Tyler Rider	Tania Cuerrier	
Regrets:	Mayor Paterson	Trevor Wilson	Rob Kawamoto (ex officio)

1. Call to Order

- The Board of Directors meeting was called to order by Chair, Judith Pineault at 5:12pm.

2. Approval of Agenda

- **Motion to** “approve the agenda;” Moved by Don Aldridge. Seconded by Gillian Watters. Carried.

3. Disclosure of Conflict of Interest

- None

4. Presentation: Auditors – Draft Financial Statements 2018

- Donna Gillespie introduced Tyler Rider and Tania Cuerrier from Secker, Ross & Perry LLP. The Draft Audited Financial Statements were circulated for the Board of Directors to review. Tyler noted the City of Kingston would need to review the report to accommodate for accessibility and formatting. It was noted the Audit Financial Statements presented were free from misstatement, fraud and errors as well as in accordance with Canadian accounting standards for not-for-profit organizations. It was stated that the Draft Audit Report would stay as a draft until approved by the Board at the 2018 Annual General Meeting.
- Tyler Rider provided an explanation for the pension costs and obligations of the Corporation. It was flagged that the draft statements reflected an inaccuracy. In 2017, the amount contributed to OMERS was \$77,319.30 – this was matched by employee contributions of the same amount. The error was in reporting the combined Corporate/Employee contribution.
- Tyler Rider referenced the Scheduled Operations by Department and noted this report was segmented by Kingston EcDev and Tourism Kingston. Tyler stated that Kingston EcDev possessed a total surplus of \$170,000 and Tourism Kingston held a surplus of \$54,000. Donna noted that Kingston EcDev planned for a balanced budget and provided



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an explained that a surplus occurred due to prepaid expenses that were budgeted in 2017, but were not been expensed until 2018 and additional revenue from the Province of Ontario for Started Company Plus Program. Gillian Watters inquired if the Corporation was able to keep the funds expensed to prepaid expenses. Donna noted the funds would be placed into the Reserve Fund and would need a Board motion once financials have been accepted at the AGM and ask that the prepaid expenses to be reallocated from 2017 year to the 2018 year.

5. Discussion: Selection of 2018 Auditors

- Dave Carnegie explained three options being explored by the Finance & Audit Committee for auditing services for 2018. It was noted the Finance & Audit Committee explored extending the Secker, Ross & Perry LLP contact for another year. Dave noted this option was not recommended because the Corporation should issue a Request for Proposals for fairness and transparency. The second option being explored would be for the Corporation to issue a Request for Proposals as an independent organization. The final option being explored by the Finance & Audit Committee was to assume the City of Kingston Auditors as an independent. The Board of Directors discussed the different options.
- Don Aldridge inquired what the decision criteria for the Request for Proposals would be and Donna Gillespie stated that criteria would be posted in the request and would be based on price; responsiveness of written material; ability & history of firm; and Kingston based.
- **Motion to** “direct staff to issue a Request for Proposals for selection of auditors for 2018-2020;” Moved by Bill Durnford. Seconded by Councillor Turner. Carried.

6. Approval of the Minutes

- **Motion to** “approve the minutes of the Board of Directors March 19, 2018 meeting;” Moved by Gillian Watters. Seconded by Councillor Turner. Carried.
- **Motion to** “approve the minutes of the Finance Committee March 08, 2018 meeting;” Moved by Dave Carnegie. Seconded by Lyndsay Wise. Carried.

7. Business Arising from the Minutes

- Judith Pineault suggested that Shai Dubey Co-Chair the Strategic Planning Committee with Dave Carnegie. It was noted the current members of the Strategic Committee would consist of: Judith Pineault, Dave Carnegie, Shai Dubey, Don Aldridge, Bill Durnford, Lyndsay Wise, John Sheridan and Gerard Hunt. Judith recommended that a Councillor should be added to the Committee.
- **Motion to** “ratify Dave Carnegie and Shai Dubey as Committee Co-Chairs, and add Councillor Turner to the Strategic Planning Committee;” Moved by Don Aldridge. Seconded by Councillor Oosterhof. Carried.
- Donna Gillespie noted one of the Corporation’s one-year GIC investments came to maturity on March 25, 2018. It was stated that the Finance & Audit Committee has been investigating different investment options for the Corporate Reserve Fund. Donna referenced Committee’s recommendation to take a ladder approach and invest in 17, 32 and 42 month terms. Bill Durnford inquired if research was conducted for the investment options being explored. Donna noted the Finance Committee had reviewed best available rates and options.



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- **Motion to** “approve a laddered investment of \$166,901.87 Corporate reserves in GICs with the Kawartha Credit Union as follows:
 1. Invest one third in a 17 month option which will pay 2.20%. The fund will mature in 2020.
 2. Invest one third in a 32 month option at a guaranteed rate of 2.40% into a term that has a convertible feature. The maturity date of this product is 2021.
 3. Invest one third in a 42 month at a guaranteed rate of 2.55%. The fund will mature in 2022.” Moved by John Sheridan. Seconded by Lyndsay Wise. Carried.

8. CEO Report

Monthly Update

- Written report was submitted to the Board of Directors.
- Donna Gillespie noted that the Conference Board of Canada Metropolitan Outlook for Kingston CMA was circulated in the monthly package. Kingston CMA realized solid growth in 2017 with a stable forecast projected for the next two years. Kingston EcDev is working to secure a Conference Board of Canada analyst to present Kingston’s economic outlook at the upcoming AGM.
- A training session for staff to tour City Business Parks is scheduled for May 7 with City and Utilities Kingston staff. Board members are welcome to attend.
- Donna provided an update for the Career Apprenticeship Pilot Program. Donna invited the Board of Directors to join the celebration for the first cohort of recent graduates on May 10.
- Frulact Canada’s official opening festivities will be held in early May with a visit from the Portuguese Prime Minister. Invitations will be distributed to the Board.
- **Motion to** “accept the monthly CEO Report;” Moved by Gillian Watters. Seconded by Councillor Turner. Carried.

Q1 Review

- Donna Gillespie provided a high level summary of Q1 activities. It was noted there was a high level of activity with 191 inquiries for start-ups and new business support. Donna noted that community outreach is needed for existing companies to ensure Kingston businesses understand how they can use EcDev as a resource.
- Gillian Watters suggested pulling all job developers in Employment Ontario and give them a seminar to explain the services offered by Kingston EcDev offers employers and use them as part of our marketing team.
- Dave Carnegie asked if there were any trends that were identified with the review of the Q1 stats. Donna noted that Kingston EcDev was able to identify that there had been a number of inquiries related to franchising, and how individuals may start or purchase a franchise.
- Councillor Oosterhof asked if Kingston EcDev was able to identify reasons why businesses such as Feihe and Frulact decided to choose Kingston for the base of operations. Donna noted that water, waste water and utilities infrastructure were some of the determining factors for the larger agribusiness investments, but also noted that human capital and lifestyle were also important factors .
- The Board of Directors discussed the recent announcement of the Sysco Canada closure. Councillor Oosterhof inquired if Kingston EcDev had been implementing exit surveys for



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companies that have decided to leave Kingston. Donna noted that it was something that is being investigated.

- The Board of Directors held a conversation regarding the Service Level Agreement with the City of Kingston and Kingston EcDev. Dave Carnegie inquired if there were any additional insights discovered with respect to the KPIs when reviewing the Q1 results. It was noted that the HR Committee would be revisiting metrics and performance indicators to refine our reporting. Judith Pineault suggested that during budget review for 2019, the Corporation consider tracking the amount of time required to undertake tracking and reporting requirements.

9. In Camera (if required)

- None

10. Date of next meeting

- Risk Committee Meeting – April 11, 2018 – deferred to April 18, 2018
- Finance Committee Meeting – April 26, 2018
- Annual General Meeting – May 14, 2018
- HR Committee Meeting – TBD

11. Adjournment

- **Motion to** “adjourn the Board of Directors meeting;” Moved by Don Aldridge. Seconded by Gillian Watters. Carried. 6:42pm.

Judith Pineault, Chair

Dave Carnegie, Vice Chair

Date