

## BOARD OF DIRECTORS MEETING MINUTES

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Date:	Monday, November 28, 2022	Time: 5:30pm	
Location:	Harbourview Room, Delta Kingston – 1 Johnson St, Kingston, ON K7L 5H7		
Invited:	Gillian Watters, Chair Cathy Campbell-Wilson Shan Jhamandas	Councillor Oosterhof (5:40pm) Patrick Egbunonu Yafan Huang	Anne Vivian-Scott Peng-Sang Cau Lanie Hurdle (ex officio)
Staff:	Donna Gillespie	Kirk Smallridge	Shelley Hirstwood
Guest:	Mike Amos, Managing Director – Southeastern Ontario Angel Network		
Regrets:	Mayor Paterson Megan Knott (ex officio)	Councillor McLaren Wanda Costen (called in for budget discussion)	

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*Our Vision: An innovative city where private and public enterprises thrive, individuals and entrepreneurs grow, and a diversity of people want to visit, live, work and do business.*

### 1. Call to Order

- The meeting was called to order at by Chair, Gillian Watters at 5:40pm.

### 2. Land Acknowledgment Statement

*Kingston Economic Development Corporation acknowledges that we are situated on the traditional homeland of the Anishinaabe, Haudenosaunee and the Huron-Wendat and thank these nations for their care and stewardship over this shared land. Kingston Economic Development Corporation is committed to improving and strengthening relationships with Indigenous peoples and all residents to pursue a united path of reconciliation and economic prosperity.*

### 3. Disclosure of Conflict of Interest

- None

### 4. Approval of Agenda

- Motion to “Approve the agenda as presented;”** Moved by Peng-Sang Cau. Seconded by Anne Vivian-Scott. Carried.

### 5. Presentation

#### **Presentation & Update – Southeastern Ontario Angel Network and KndL.**

- Mike Amos, Managing Director of the Southeastern Ontario Angel Network (SOAN) presented an overview and history of the organization and the new KndL platform. A copy of the presentation was provided within the Digital Board Binder. Mike noted that KndL was focused on bringing a greater range of investors and entrepreneurs together to help future-proof the community. Mike reviewed the business concept with the Board of Directors and informed of the various ways the Corporation partnered with SOAN.

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### 6. Consent Agenda

*All items listed on the Consent Agenda shall be the subject of one motion. Any member may ask for an item(s) to be separated from that motion to be dealt with separately.*

- I. *Approval of the September 26, 2022 Board of Directors Meeting Minutes*
- II. *Approval of the September 22, 2022 Finance & Audit Committee Meeting Minutes*
- III. *Approval of the November 4, 2022 Finance & Audit Committee Meeting Minutes*
- IV. *Approval of the November 18, 2022 Finance & Audit Committee Meeting Minutes*
- V. *City of Kingston November 2022 Report*
- VI. *Tourism Kingston October 2022 Report*
- VII. *Tourism Kingston November 2022 Report*

*Motion to accept the consent agenda.*

Mover: Cathy Campbell-Wilson.

Secunder: Anne Vivian-Scott.

Carried.

### 7. Business Arising from Items in the Consent Agenda

#### Kingston Air Service Brief

- Donna Gillespie and Shelley Hirstwood notified the board of recent updates relating to air service at Kingston Airport. Kingston Economic Development received notice at the end of October that FlyGTA was discontinuing to Billy Bishop Airport due to the business model being impacted by increasing fuel costs and pilot shortages. Shelley Hirstwood briefed the Board on Pascan Air challenges with securing a full interline agreement with Air Canada. A briefing note which was circulated to federal ministers was provided in the Digital Board Binder. It was predicted that Pascan Air would need to pause operations before the end of the year.
- The Board of Directors discussed the cancellation of air service. It was noted that the service model was no longer sustainable, and that Air Canada was supposed to be offering an interline agreement that would allow individuals to book through channels such as Expedia, etc. that never occurred. These, among other factors, caused additional difficulties for people wishing to book flights, which will lead to the decision to pull service.
- It was noted that all avenues were being explored to expedite any discussions with Air Canada, but more pressure would need to come from the federal government.
- It was also noted that the Corporation was continuing to advocate for the reinstatement of the VIA Rail train schedule to pre-COVID times.

#### Cumulative Vendors Exceeding CEO Signing Authority

- Donna noted that Alphabet Creative was the marketing agency of record for the Kingston Brand and was also engaged to develop a Health Innovation campaign as part of the HI YGK funding. As a vendor, Alphabet Creative will exceed the \$25,000 approval limit of the CEO/\$50,000 Finance Committee and would require Board approval. The Health Innovation proposal is fully funded by FedDev Ontario.
- **Motion to** “Approve cumulative vendor expenses for Alphabet Creative up to \$75,000 in the 2022 calendar year;” Moved by Anne Vivian-Scott. Seconded by Peng-Sang Cau. Carried.

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### 8. CEO Report

- Donna reviewed the November CEO report with the Board of Directors and highlighted:
  - The Economic Developers Association of Canada's successful conference hosted in Kingston – special thanks to board members who could attend sessions
  - The Attraction Team tradeshow update and recent investment leads
  - The Corporation joined a delegation of the Vice-President of the Federal Republic of Nigeria to discuss potential collaborative opportunities
  - The Corporation participated in a round-table with the Minister of the Federal Economic Development Agency for Southern Ontario (FedDev) to discuss priority sectors and economic opportunities/challenges in Kingston
  - Ongoing support for Umicore investment by way of monthly meetings with leadership and counterparts in Lennox & Addington
  - Finalizing funding programs and preparing for programs beginning in 2023
  - Successful incorporation of the Black Entrepreneurship Ecosystem as a registered not for profit and selection of founding directors
  - Working with the Human Resources & Nominations Committee on 2023 board recruitment

### 9. New Business

#### 2023 Draft Budget / Sales & Operations Plan

- Donna reviewed the draft 2023 budget with the Board of Directors. Donna noted the proposed 2023 operating budget was developed within the recommend 1.3% increase in municipal funding.
- It was noted that salary line budget increases included required costs to offer the OMERS pension to all part-time and contracted employees, as well as additional staff positions to support federal and provincial programs that were previously contracted positions. The Corporate overhead budget increased by 40% due to the new lease at the 366 King Street East, Suite 460 and inflationary increases to services such as the corporate audit.
- Donna reviewed the corporate revenues and expenses with the Board of Directors. It was noted that in 2016, the municipal investment in the Corporation represented 80% of the operating budget, and now represents 41% for 2023. Donna noted the change was due to the additional funding from federal, provincial and private sources secured by the Corporation.
- **Motion to** “Approve the 2023 Draft Budget as presented;” Moved by Councillor Oosterhof. Seconded by Cathy Campbell-Wilson. Carried.

#### 2023 Board Recruitment

- Gillian Watters informed the Board of Directors that 10 applications were received for the one vacancy coming up on the Board of Directors. The Human Resources & Nominations Committee shortlisted four of the applicants for interview. Sanjay Jain, Operations Director for Latham Pools is the recommended candidate whose name will be brought forward for nomination in December.
- The Board of Directors inquired about engaging the unsuccessful candidates in capacities that complimented their skillsets.
- Donna Gillespie informed that Board of Directors that the City Council had selected Mayor Paterson, Councillor Conny Glenn, Councillor Jimmy Hassan and Councillor Gary Oosterhof as the Council appointed Board Members.

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### 10. Ongoing Business

#### HR Committee bylaw change

- Donna noted that legal counsel was engaged to draft a Bylaw amendment to clarify ex officio positions. The presented Bylaw amendment would include an ex officio position for the position of Past Chair, in years where the outgoing Chair had reached their six year service term. It was noted that this additional ex officio position would not change the voting percentage of private/municipal council votes and was intended to provide for added corporate knowledge transfer.
- The proposed amended Bylaw was circulated to the Board of Directors for review.
- **Motion to** “Approve the recommended Bylaw amendment as presented;” Moved by Peng-Sang Cau. Seconded by Shan Jhamandas. Carried.

### 11. In Camera (if needed)

- None

### 12. Date of Next Meetings

- I. Monday, December 12, 2022 – Board of Directors Board Meeting – 4:00-4:15pm – Frontenac Club Inn
- II. Monday, December 12, 2022 – Board of Directors Board Member’s Meeting – 4:15-4:30pm – Frontenac Club Inn

### 13. Adjournment

*Motion to adjourn*

Mover: Peng-Sang Cau

Seconder: Patrick Egbunonu

Carried. 7:22pm

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