

MINUTES OF THE 2017-2018 BOARD OF DIRECTORS SPECIAL MEETING

**Calgary Rotary Challenger Park Society
April 25, 2018**

Present: Trevor T., Dave H., Jim Z., Kwabena O-K. , Toby O-F., Brian G. and Doug M. / Earl H. / Brian K. (via teleconference)

Regrets: Matt N-B, Leslie W., Norm D., Sheila M. and Greg S.

Absent:

Guests:

1.0 Call to Order – Trevor T. called the meeting to order at 11:55 am.

2.0 Introduction of Guests / Communication to Board (if any)

Consent Agenda – Handouts: Jan. 24, 2018 Minutes, Cash Position Summary, Mawer & RBC DS Report. 4th Q. 2017 Final Monitoring Report and 2018 1st Q. Internal F/S

MOTION: Moved by Toby O-F and **seconded** by Dave H. that the consent agenda be accepted as circulated. **MOTION CARRIED**

NOTE: After the meeting – thanks to Leslie, Jim will correct a few spelling errors in the Jan. 24 minutes.

3.0 Approval of Main Agenda

MOTION: Moved by Kwabena O-K and **seconded** by Brian K. that the agenda be accepted as amended, to include the Casino and Website update under Section 5.7 **MOTION CARRIED**

(Jim Z. then left the meeting)

4.0 Business Arising From Previous Minutes (fi not already on the agenda) & Consent Agenda

4.1 2018 KPI's (in Camera) - TT

MOTION: Moved by Toby O-F and **seconded** by Kwabena O-K that the KPI's for 2018 be as submitted to the Jan. 24, 2018 Board meeting. **MOTION CARRIED**

5.0 Board Business

5.1 ED 2017 Bonus Approval (In Camera) – TT (Handout – 4th. Q. 2017 Final Monitoring Report)

After a discussion, the % was agreed to and Trevor will convey such to Jim Z. in an email.

(Jim Z. returned to the meeting.)

5.2 Auditor's Report and Statements – TT (Handout – 2017 Auditor's Report and F/S to Dec. 31, 2017)

Trevor and Jim reviewed the report and statements/notes and answered any questions ... after which the following motion was voted upon.

MOTION: Moved by Doug M. and seconded by Kwabena O-K that the Auditor's Report and Statements for 2017 be approved as circulated, and be presented as information to the AGM. **MOTION CARRIED.**

MINUTES OF THE 2017-2018 BOARD OF DIRECTORS SPECIAL MEETING

Calgary Rotary Challenger Park Society

April 25, 2018

5.3 2018 – 1st Q. Internal F/S – JZ (*Handout – 2018 - 1st. Q. Internal F/S*)

Jim reviewed what was circulated and answered any questions that were raised.

MOTION: Moved by Toby O-F and **seconded** by Kwabena O-K that the 2018 – 1st. Q Internal F/S be approved as circulated.

MOTION CARRIED

5.4 City and YYC Agreements – TT/JZ (*Handout – City Funding Agreement, Consent to Assignment and the Assignment/Assumption of Occupant Agreement*)

Jim and Trevor reviewed the Agreements, in the order that the motion below came forward and answered any questions. Jim noted that there has been one (1) update to the Funding Agreement, Section 15.1.1. the notice period has been increased to one (1) year (same as what was in the Management & Operations Agreement.)

Trevor also noted that these Agreements were reviewed by and supported by the Executive Committee. Our own legal counsel has reviewed the Agreements as well.

MOTION: Moved by Brian G. and seconded by Kwabena O-K, that the new City Funding Agreement be approved as amended (Section 15.1.1.).

MOTION CARRIED

MOTION: Moved by Toby O-F and seconded by Dave H. that the Consent for Assignment of the current Park Land, between the Calgary Airport Authority, the City and CRCPS be approved as circulated.

MOTION CARRIED

NOTE: Jim noted that the Airport has said they will be drafting an Amending Agreement increasing the term from 2052 to 2072.

MOTION: Moved by Earl H. and seconded by Brian G. that the Assignment and Assumption of Occupant Agreement between the City and CRCRS be approved as circulated.

MOTION CARRIED

5.5 Ambassador Program – DH

David and Jim confirmed that the Executive Director of the Park's Foundation Calgary (Sheila Taylor) has accepted our invitation. She will be formally acknowledged at our Christmas social. Jim noted we have not yet heard back from the President and CEO of YYC (Bob Sartor).

5.6 Nominations Committee – DH

David confirmed that Kwabena will be letting his name stand for a 2nd term at our upcoming AGM and that Sheila M. has agreed to assume the Vice-Chair position in 2019 (once Toby becomes Board Chair). And as well, Toby will be assuming the Vice Chair after the upcoming AGM.

MINUTES OF THE 2017-2018 BOARD OF DIRECTORS SPECIAL MEETING

Calgary Rotary Challenger Park Society

April 25, 2018

5.7 Other Business – TT

- **Land Update** - JZ. gave a brief update on the land and any interested parties.
- **Casino** – JZ also noted that AGLC has contacted us to review our eligibility for hosting casinos. Part of this process will include the AGLC doing a Compliance Audit on our organization and past casinos. This will take a few months. There is a chance that we may lose our ability to have casinos. Trevor and Jim will deal with this matter, and we will keep everyone informed.
- **Website Update** – Toby gave the Board an update on the website redevelopment ... it is looking quite good and she is hoping to launch the new website on May 15.

6.0 EVENT REMINDERS:

Next Casino is June 24 & 25, 2018 (Elbow River)
Family Day – June 23, 2018
Our Golf Tournament – August 29, 2018
AGM date of May 16, 2018 (just after our Board meeting)
Christmas Social – November 21, 2018

7.0 Adjournment Moved by Brian G. at 1:10 pm

NEXT REGULARLY SCHEDULED MEETING:
May 16th, 2018 (10:30 am Board meeting / Noon AGM)

Trevor T. Meeting Chair

Recording Secretary