

8:00 a.m. – 8:30 a.m.
Wednesday February 7, 2024
Agri-food Hub and Trade Centre Boardroom #1
CONFIDENTIAL

Board Members: Lloyd Brierley, Darrell Mathews, Nicole Mitton, Brian Loewen, Jason Elliott, Carly Kleisinger, Travis Hillier, Cole Beck, Jennifer Place

Guests: Byron Whitford, Tara Grindle

Administration: Kim Gallucci, Paul Kingsmith, Kathy Grabowsky

MINUTES

OKI and Call to Order by Lloyd Brierley at 8:07 am.

1. Adoption of Agenda

- Agenda approved with the addition of:
 - LDE Third Party Review Firms

2. Adoption of Minutes

Motion: by Cole Beck, seconded by Jason Elliott to approve the minutes from the February 7, 2024, Board Meeting (Part 1) and the February 7, 2024, Board Meeting (Part 2) as presented. **Carried.**

3. Action Items from Last Meeting

3.1 Share Redemption

- Share redemption message went out on February 13th to all existing shareholders.
- Share redemption package will be sent to the Board on February 20th for approval before being sent out to shareholders. This will include a letter redeeming the share, cheque for the share value, letter regarding the legacy shares.
- Discussion regarding different classes of shares.

Motion: by Travis Hillier, seconded by Nicole Mitton to approve the Share Redemption process as discussed. **Carried.**

4. New Business

4.1 Meeting template review

- Include the following items on all future agendas:
 - Review of Events held since last meeting – include in CEO Report
 - Overview of Upcoming Events – include in CEO Report
 - Split Reports into three sections – Create Reports section:
 - Board Reports
 - CEO Report
 - Committee Reports – reports will be submitted when needed.
- Provide the Board with live cash flow updates – provide update in the CEO report.
- The City of Lethbridge & Lethbridge County will need to provide updates to their respective councils. It will be important to make a blanket statement that gives these groups the ability to answer questions.
- Differentiate between in-camera portions of the meetings vs. public portions of the meeting. The public portions of the meetings will be posted to the website.

4.2 CEO Report:

Review of Events held since last meeting:

- Swap meet was held last weekend
 - Issue identified was parking – limited parking and issues with parking staff.
 - Kim Gallucci working on new security options for parking and event security.
 - Kim Gallucci continues to work with the Food and Beverage team to increase quality of service and quality of food. Continue to document all aspects of food and beverage leading up to events.
- Gun show is coming up this weekend.

Review of Upcoming Events:

- Home and Garden Show is completely sold out with a lot of returning vendors.
- Kim Gallucci and team met with the Blackfoot Confederacy on February 13th and had a very positive meeting and encouraging moving forward.
- AgExpo is completely full and sold out. The map has been submitted to the Fire Department. Focus on the circulation of the crowd between all Trade Halls and Salons.

Update regarding Old Pavilions:

- Frequent inquiries regarding the Old Pavilions as well as the old Safety City Building.
 - Kim Gallucci will address all requests and gather a bit more information and provide the information that it could be close to a year before decisions will be made regarding these facilities.
 - Consider some short-term solutions for possible storage/parking options.
 - The Board of Directors will need to explore the Safety City Building and possible options.
 - The City of Lethbridge has completed a feasibility study of the buildings as well as a recreational study of the buildings to determine what the facility options could be.
 - Administration needs to complete a revenue forecast to determine options for the facility moving forward.

4.3 Third Party Review

- The Board of Directors and Administration will work together regarding the companies that will be hired to do the third-party review. The first review will be focused on past operations and decisions.
- The Board of Directors reviewed the four companies that will be invited to submit an RFP and there were no concerns noted.

Motion: by Jennifer Place, seconded by Travis Hillier to approve inviting the four firms to submit an RFP. **Carried.**

4.4 Board and Committee Structure and Roles including Committees.

- Will need the Audit Committee ready to go moving forward.

Motion: by Darrell Mathews, seconded by Cole Beck to nominate Jennifer Place to the Audit Committee. **Carried.**

Motion: by Cole Beck, seconded by Carly Kleisinger to nominate Darrell Mathews to the Audit Committee. **Carried.**

Motion: by Darrell Mathews, seconded by Jennifer Place to nominate Brian Loewen to the Audit Committee. **Carried.**

Motion: by Cole Beck, seconded by Travis Hillier to approve the Board and Committee Structure and Roles including Committees Report as presented. **Carried.**

4 In-Camera Update

- In-Camera Update began at 9:55 am.
- In-Camera Update concluded at 10:50 am.

5 Adjournment

Meeting adjourned by Lloyd Brierley at 10:50 am