

Regina Exhibition Association Limited (REAL) Board of Directors

Date	April 21, 2021
To	Executive Committee
From	Financial Strategy & Sustainability
Service Area	Financial Services
Item No.	E21-23

RECOMMENDATION

The Executive Committee recommends that City Council:

1. Authorize the Executive Director, Financial Strategy & Sustainability, as the City's proxy, to exercise the City's voting rights at the upcoming Regina Exhibition Association Limited (REAL) membership meeting to elect the following individuals to the Board of Directors for the proposed terms outlined below:
 - Kenric Exner for a three-year term
 - Ahmed Malik for a three-year term
 - Kathleen McCrum for a three-year term
 - Tiffany Stephenson for a three-year term
 - June Zimmer for a three-year term
 - Roseanne Hill Blaisdell for a two-year term
 - Cathy Warner for a two-year term

2. Approve this report at its April 28, 2021 meeting.

ISSUE

Administration requires delegated authority from City Council in order to exercise the City's voting rights at REAL's annual general meeting in accordance with the direction provided by City Council.

IMPACTS

The Governance and Nominating Committee has identified the seven individuals listed below as desirable appointees to the volunteer Board of Directors. Five of the nominees will be appointed to three-year terms and two will be appointed to two-year terms.

REAL Board of Directors	Term of Office Expires	Appointment Type
Roseanne Hill Blaisdell	April 30, 2023	New Candidate
Cathy Warner	April 30, 2023	New Candidate
Kenric Exner	April 30, 2024	New Candidate
Ahmed Malik	April 30, 2024	New Candidate
Kathleen McCrum	April 30, 2024	Re-Appointment
Tiffany Stephenson	April 30, 2024	Re-Appointment
June Zimmer	April 30, 2024	New Candidate

OTHER OPTIONS

None with respect to this report.

COMMUNICATIONS

After all Board appointments are finalized, REAL will notify the successful appointees.

DISCUSSION

Effective January 1, 2014, Regina Exhibition Association Limited (REAL) was continued under *The Non-profit Corporations Act, 1995 (Saskatchewan)*, with the City becoming its sole voting member. This change in structure made REAL a “municipal corporation” of the City. As the sole voting membership holder of REAL, the City must exercise its voting rights at the REAL annual general meeting.

Pursuant to the *Unanimous Members Agreement (UMA)* between the City of Regina (COR) and the Regina Exhibition Association Limited (REAL), and specifically Sections 4.3 and 6.2.b.i., appointments to REAL’s Board of Directors requires the approval of City Council. The appointment process set out in Section 4.3 of the UMA works as follows:

- The Governance and Nominating Committee assesses the potential candidates for the board using a skills and experience matrix;
- The Governance and Nominating Committee recommends those successful candidates as a slate to City Council for appointment;
- City Council approves of the slate of candidates or requests that the Governance and Nominating Committee bring forward an alternate slate of candidates.

The Articles of Continuance, UMA, and REAL Bylaws specify that REAL can have a Board

of no less than seven (7) and no more than thirteen (13) voting-appointed directors. There are also the two (2) ex-officio directors that are outside of these numbers and appointed by the Ministry of Agriculture (appointee Kevin France) and by the COR Council (appointee Chris Holden), which would see the maximum number of Board Directors at fifteen (15). The Board of REAL is currently comprised of the following nine (9) directors:

REAL Board of Directors	Term of Office Expires
Blain Kezama	April, 2021
Grant Wasnik	April, 2021
Kathleen McCrum	April, 2021
Tiffany Stephenson	April, 2021
David Sinclair	April, 2022
Collin Pullar	April, 2022
Sandra Bellegarde	April, 2022
Wayne Morsky	April, 2022
Ken Budzak	April, 2023

In the fall of 2020, the REAL Board of Directors completed a skills self-assessment against an approved list of eleven (11) skillsets with refined definitions and a weighting system. The skillsets include board experience & strategic planning; stakeholder relations & sphere of influence; human resources; finance; legal contracts & agreements; branding & communications; commercial & infrastructure development; tourism & economic development; sport – entertainment & recreation; food & beverage; and agriculture.

Once the Board of Directors completed their skills self-assessment, the Governance and Nominating Committee (GNC) completed a gaps analysis and recommended that the top priority skills for recruitment included:

- Food & beverage
- Legal, contracts & agreements
- Sport – entertainment & recreation (emphasis on recreation)
- Commercial & infrastructure development

After a strategic planning session in January 2021, the REAL Board endorsed the recommendation from the GNC that a further group of target skillsets was not necessary.

The 2020/2021 REAL Board of Directors recruitment opened on October 26, 2020 and closed at midnight (12:00 a.m.) on January 31, 2021. The recruitment was advertised in the Leader Post, the Evraz Place website, and through a social media campaign.

The recruitment resulted in:

- 42 expressions of interest
- 8 expressions were withdrawn or not completed within the timeframe
- 34 remaining applications
 - 32 new applicants; and

- o 2 current Directors seeking re-appointment

The GNC reviewed all applications and reached consensus on eleven candidates for short-listing. The eleven candidates were comprised of nine new candidates and the two incumbent Directors. The nine new candidates were interviewed on March 3, 2021 and March 4, 2021. Following the last interview on March 4, 2021 the GNC met and reached a consensus on the candidates that would be recommended for the 2021 slate.

In summary, the GNC has identified the seven individuals listed below as desirable appointees to the Board of Directors. The appointments to the REAL Board would be for two and three-year terms. Candidates are typically appointed to three-year terms when the vacancy the appointee is filling is due to a term expiry. Two of the vacancies being filled were due to Directors resigning from the Board mid-term. As such, Roseanne Hill Blaisdell and Cathy Warner are being appointed to two-year terms to balance the number of term expirations in the three-year cycle.

REAL Board of Directors	Term of Office Expires
Roseanne Hill Blaisdell	April 30, 2023
Cathy Warner	April 30, 2023
Kenric Exner	April 30, 2024
Ahmed Malik	April 30, 2024
Kathleen McCrum	April 30, 2024
Tiffany Stephenson	April 30, 2024
June Zimmer	April 30, 2024

Based on these appointments, the thirteen voting members on the new REAL Board of Directors will comprise of the following:

REAL Board of Directors	Term of Office Expires
Sandra Bellegarde	April 30, 2022
Wayne Morsky	April 30, 2022
Collin Pullar	April 30, 2022
David Sinclair	April 30, 2022
Cathy Warner	April 30, 2023
Ken Budzak	April 30, 2023
Roseanne Hill Blaisdell	April 30, 2023
Jim Hopson	April 30, 2023
Kenric Exner	April 30, 2024
Ahmed Malik	April 30, 2024
Kathleen McCrum	April 30, 2024
Tiffany Stephenson	April 30, 2024
June Zimmer	April 30, 2024

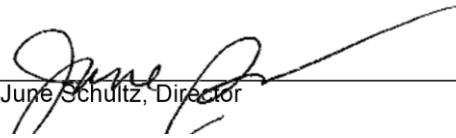
This report is seeking delegated authority to exercise the City's voting rights to fill the seven positions on the Board of Directors.

DECISION HISTORY

The recommendation contained in this report requires City Council approval.

Respectfully Submitted,

Respectfully Submitted,


June Schultz, Director

4/8/2021


Barry Lacey, Exec. Director, Financial Strategy & Sustainability

4/14/2021

Prepared by: Jonathan Barks, Financial Business Partner