



**FirstOntario Performing Arts Centre Board (PAC)  
First Regular Meeting Minutes  
Thursday October 17, 2019, 2:00 pm  
RBC Room, PAC**

**Board Members:** Joseph Critelli, Mario De Divitiis, Peter W. Partridge, Debbie Slade, Councillor Carlos Garcia, Councillor Kevin Townsend, David Vivian, Scott Johnstone, Mary Jane Johnson

**Non-voting participants:**

Shelley Chemnitz, Chief Administrative Officer, City of St. Catharines  
David Oakes, Deputy CAO, City of St. Catharines/Acting ED, PAC  
Kristine Douglas, Director Financial Management Services

**Regrets:** Lloyd Smith, FirstOntario Performing Arts Centre rep

**Staff:**

Sara Palmieri, Programming & Marketing Manager, PAC  
Carlos Robayo, Administrative Supervisor, PAC  
Kathleen Ross, Operations Administrator  
Janie Grand, Administrative Assistant, PAC  
Phil Cristi, Director, Parks and Recreation

## **1. Call to Order**

The second meeting of the FirstOntario Performing Arts Centre Board of Directors was called to order at 2:04 PM by Mario De Divitiis, co-chair of the FirstOntario Performing Arts Centre Board.

Land Acknowledgement was read by Mario De Divitiis.

We acknowledge that we are on the traditional shared lands of the Indigenous Peoples of Turtle Island. We offer our sincere gratitude to the original and continued stewards of this land.

## **2. Adoption of the Agenda**

Moved by: Debbie Slade

Seconded by: Mary Jane Johnson

That the FirstOntario Performing Arts Centre board receive and approve the Oct. 17, 2019 agenda.

**CARRIED**

### **3. Declarations of interest**

There were none declared.

### **4. Approval of the minutes**

Regular Meeting Public Minutes, Sept 10, 2019

Moved by: Mario De Divitiis

Seconded by: David Vivian

That the FirstOntario Performing Arts Centre board receive and approve the public minutes of the last meeting – Sept 10, 2019, as amended. Edits were made to the credentials for Brock University members on page 1.

**CARRIED AS AMENDED**

### **5. Recruitment Process Update**

**Verbal update from Mario De Divitiis, Chair FirstOntario Performing Arts Centre Board**

Moved by: Debbie Slade

Seconded by: Peter Partridge

That the FirstOntario Performing Arts Centre board receive the Board Recruitment process update for information purposes.

#### *Summary:*

- The board asked council for 4 additional citizen members with specific skillsets that are currently needed by the board (HR, Legal, accounting). Council approved 2 additional members. Councillor Garcia clarified that the City councillors and Brock representatives are full members of the PAC board rather than independent.
- The recruitment applications are due October 25, 2019 with interviews tentatively taking place in mid November. The interview team recommendations will be brought to the December 10<sup>th</sup> PAC Board meeting and then to City council for approval. New members will attend the January 2020 meeting.
- The interview committee will be made up of board members. Chair M. De Divitiis asked for interest in being a part of committee. The following members volunteered: Carlos Garcia, David Vivian, Joe Critelli, Peter Partridge, Kevin Townsend. Staff to follow up.

**CARRIED**

## **6. City Transition Update**

**David Oakes, Acting ED, Deputy CAO, City of St. Catharines**

Moved by: Peter Partridge

Seconded by: Mary Jane Johnson

That the FirstOntario Performing Arts Centre board receive the transition update from Deputy CAO, City of St. Catharines, David Oakes for information purposes.

### *Summary:*

Acting ED David Oakes gave a summary of the PAC transition from the City to the Board of Management. The role of the PAC Board was clarified as overseeing the PAC operation (per the relationship agreement), as well as the connection to the community. 2019 is the year of transition.

The 2020 budget is to be presented by the Board to the City Budget Standing Committee (BSC) on October 28, 2019. Because of the transition and the absence of the PAC ED, it was proposed the 2020 PAC budget be presented to the City BSC by PAC and City Senior Management staff, rather than the Board. It will be a status quo budget as per the last 4 years, except for added transition costs.

The City has hired a recruitment firm to find a new ED to be in place by early 2020. Mario confirmed he will participate in a call with the City and the ED recruitment firm.

**CARRIED**

## **6.1 Delegated Signing Authority Report**

Moved by: Carlos Garcia

Seconded by: Debbie Slade

That the Board delegate signing authority on behalf of the FirstOntario Performing Arts Centre to the Executive Director of the Performing Arts Centre to execute routine agreements necessary for the day to day operation of the Performing Arts Centre including: Artist Contracts, Rental Agreements, Grant Applications and Contribution Agreements, as well as Sponsorship and Advertising Agreements; And that until such time as a new Executive Director is hired, that this delegation of authority be exercised by the Acting Executive Director appointed by the City of St. Catharines, David Oakes.

### *Summary:*

David Oakes clarified that the former ED had negotiating power to execute the documents above. The Board will have its own purchasing policies and signing

authority levels in place. Currently the levels of signing authority fall under the City's purchasing policies.

**CARRIED**

## **7. Discussion Items**

### **7.1 Rates and Fees**

Moved by: Debbie Slade

Seconded by: Kevin Townsend

That the board approve the 2020 rates and Fees for the Performing Arts Centre.

*Summary:*

Carlos Robayo, Administrative Supervisor reviewed the 2020 Rates and Fees report. He reviewed the comparison of rates and fees to other venues.

David Vivian suggested PAC continue to gather market research and include the following details in future rates and fees reports:

- venue names, additional markets (i.e. Kingston)
- include percentage increase/decrease/projections
- explanation for increases. i.e. advertising – Eblast, flyer inserts, marketing design, online handling fees

**CARRIED**

### **7.2 2020 Budget Report**

Moved by: Peter

Seconded by: Scott

That the board approve the 2020 Operating Budget Report.

*Summary:*

Carlos Robayo, Administrative Supervisor presented a PowerPoint presentation outlining 2019 service levels highlights. Fundraising targets and goals, capital and sustainability reserve needs and sources of revenue were discussed.

The Board was comfortable with passing the 2020 PAC budget but requested that staff come back with the following HR staffing options for the next meeting on December 10, 2019:

1. hire someone on contract

2. use City HR services (fee for service)
3. contract out to outside HR company

**CARRIED**

**Adjournment:**

Moved by: Joe Critelli  
Seconded by: Carlos Garcia

That, there being no further items of business, this meeting be adjourned at 3:25p.m.

**CARRIED**

DRAFT