

## Board of Directors of The Hummingbird (Sony) Centre for the Performing Arts

<b>Meeting No.</b>	35	<b>Contact</b>	Yvonne Davies, Committee Administrator
<b>Meeting Date</b>	Monday, June 9, 2014	<b>Phone</b>	416-396-7288
<b>Start Time</b>	12:30 PM	<b>E-mail</b>	ydavies@toronto.ca
<b>Location</b>	Committee Room 3, City Hall	<b>Chair</b>	

At 12:30 p.m. the Secretary announced that, having received the resignation of a majority of the Members of the Board, quorum is not present, the meeting cannot proceed and all agenda business will be held over for consideration at a future meeting.

HB35.1	Information	No Quorum		
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### Review of the Redevelopment of the Sony Centre for the Performing Arts - Response to Information Requested by the Board

#### Origin

(June 2, 2014) Report from Chief Executive Officer

#### Summary

Chief Executive Officer submitting information requested by the Board at its special meeting on May 23, 2014:

1. Summary of capital costs/sources of funding over 15 year period 2001-2015.
2. Review of Helyar life-cycle audit report.
3. Itemization of Sony Centre capital costs over the 7 year period from 2001-2007.

#### Background Information

(June 2, 2014) Summary of capital costs/sources of funding over 15 year period 2001-2015

(June 2, 2014) Review of Helyar life-cycle audit report

(June 2, 2014) Itemization of Sony Centre capital costs over the 7 year period from 2001-2007

HB35.2	Information	No Quorum		
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### Sony Centre Capital Projects 2014-2015

**Origin**

(May 30, 2014) Report from Chief Executive Officer

**Summary**

Chief Executive Officer reporting to the Board on Capital Projects for 2014-2015, as requested by the Chair.

**Background Information**

(May 30, 2014) Sony Centre Capital Projects 2014-2015

HB35.3	Information	No Quorum		
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**Board Governance and City Council's Authority****Origin**

(April 17, 2014) Report from City Solicitor

**Summary**

The purpose of this report is to report to the Board as requested on the scope of City Council's authority in respect of the Board.

**Background Information**

(April 17, 2014) Report and Attachments 1 and 2 from the City Solicitor - Board Governance and City Council's Authority

(April 25, 2014) Submission from Caroline Abela regarding Item HB32.2 "City Council - Member Motion MM48.31 Chief Executive Officer Search - Hummingbird (Sony) Centre for the Performing Arts" which was considered by the Board at its meeting on March 27, 2014, regarding jurisdiction and procedural issues with respect to Councillor Fletcher's motion MM48.31

**3a Board Governance and City Council's Authority - Supplementary Report****Origin**

(June 4, 2014) Report from City Solicitor

**Summary**

The purpose of this report is to report further to the Board on City Council's authority in respect of the Board.

**Background Information**

(June 4, 2014) Supplementary Report from the City Solicitor [HB35.3a]

HB35.4	ACTION	No Quorum		
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## **Publication of Board Agendas, Minutes and Reports on City's Website**

### **Origin**

(May 23, 2014) Member Motion from Motion by Councillor McConnell

### **Summary**

The Board of Directors of the Hummingbird (Sony) Centre for the Performing Arts, on May 23, 2014, deferred consideration of Motion 1 by Councillor McConnell until the next meeting of the Board on June 9, 2014:

"It is recommended that:

1. All Board meeting dates, times, and locations be published on the City's website.
2. All Board meetings be open and accessible to the public, except portions where closed session is required.
3. All Board meeting agendas and reports be posted on the City's website one week before the scheduled meeting.
4. All past Board agendas, reports, and meeting minutes from January 2007 to the present be posted on the City's website."

### **Background Information**

(May 23, 2014) Motion by Councillor McConnell regarding publishing of Board meeting information on the City's website.

## **4a Board Governance - Open Meetings**

### **Origin**

(June 4, 2014) Report from City Solicitor

### **Summary**

The purpose of this report is to report for the information of the Board on the requirement for open meetings.

### **Background Information**

(June 4, 2014) Report from the City Solicitor on the requirement for open meetings.

HB35.5	Information	No Quorum		
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## **Review of the Redevelopment of the Sony Centre for the Performing Arts - Audit Committee Recommendations**

### **Origin**

(May 28, 2014) Letter from Audit Committee

### **Summary**

The Audit Committee, on May 28, 2014, recommended that:

1. Given the seriousness of the findings of the Auditor General's Review of the Redevelopment of the Sony Centre, the specific recommendation from the Auditor General to conduct a review of the Sony Centre's Operating Agreement with the City, the enormity of the challenge of addressing the Redevelopment and related issues, the burden this places on a part-time voluntary board, and recognizing that the Theatres Working Group is still underway, City Council take the following actions:
  - a. City Council remove all the current members of the Board of Directors of the Hummingbird (Sony) Centre Board of Directors and the Board of Directors of the Hummingbird Centre for the Performing Arts Corporation (Sony Centre), effective immediately.
  - b. City Council appoint an interim Board of Directors for the Hummingbird (Sony) Centre, and the Board of Directors of the Hummingbird Centre for the Performing Arts Corporation (Sony Centre) effectively immediately, composed of:
    - Councillor Gary Crawford, as Chair;
    - Councillor Pam McConnell;
    - Councillor Shelley Carroll;
    - the City Manager, or his or her designate;
    - the Deputy City Manager, Cluster A or her or his designate; and
    - the Deputy City Manager and Chief Financial Officer or his or her designate,
 such appointments to be in effect until November 30, 2014 and until successors are appointed.
2. City Council request the City Manager, in consultation with the Board of Directors of the Sony Centre for the Performing Arts, to conduct a comprehensive review of the Centre's operating agreement following any Council decision on the future of the Centre.
3. City Council request the Deputy City Manager and Chief Financial Officer to re-evaluate the role of the City's Facilities Management Division in all future construction projects at the City's agencies and corporations.
4. City Council request the City Manager to make available a centralized resource containing City of Toronto Act requirements

and City policies and procedures that City agencies and corporations are required to follow.

5. City Council request the Deputy City Manager and Chief Financial Officer review transactions reported in the financial statements of the City's agencies and corporations which relate to the capital works program recorded in the City's accounts.
6. City Council request the City Manager to report to the Audit Committee on proposed changes to its annual review of financial statements of Agencies and Corporations which will identify unusual transactions and the appropriateness of the accounting for these financial transactions.
7. City Council request the City Manager, in consultation with the Auditor General, to communicate to boards of City agencies and corporations those reports from the Auditor General that have general applicability, and to include those reports along with relevant City Policies as part of the materials to be made available as outlined in the Action Plan with respect to Recommendation 3 of the Auditor General's Review of the Redevelopment of the Sony Centre for the Performing Arts.
8. City Council request the Auditor General to report to the first meeting of the Audit Committee in 2015, on the status of Recommendations 2 and 3 contained in his report (April 24, 2014).
9. City Council request the City Manager to forward this report to the Boards of Directors of the Toronto Centre for the Arts and the St. Lawrence Centre for the Arts for information.

### **Decision Advice and Other Information**

The Audit Committee:

1. Requested the Auditor General to report directly to City Council for its meeting on June 10, 2014, on any management practices at the Sony Centre that have been uncovered in any related audits or investigations in which the City has been involved.
2. Requested the City Manager:
  - a. to obtain a copy of the public agenda and background materials for the upcoming Sony Board Meeting on June 9, 2014 and forward the material to all Members of Council; and
  - b. to obtain a copy of the public minutes for the Sony Board Meeting of June 9, 2014 for submission to City Council as part of its consideration of this item on June 10, 2014.

### **Background Information**

(May 28, 2014) Letter from Audit Committee

HB35.6	Presentation	No Quorum		
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## Theatres Working Group

### Summary

Vice-Chair to report to the Board on activities of the Theatres Working Group.

HB35.7	ACTION	No Quorum		
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### Extension of Ticketing Services Agreement

**Confidential Attachment - The security of the property of the municipality or local board**

### Origin

(April 25, 2014) Report from Chief Executive Officer

### Summary

To update the Board on discussions regarding the extension of the ticketing services agreement which expires on October 1, 2014.

### Background Information

(April 25, 2014) Confidential report from the Chief Executive Officer - Extension of Ticketing Services Agreement

HB35.8	ACTION	No Quorum		
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### Additional Information Pertaining to the Review of the Redevelopment of the Sony Centre for the Performing Arts

**Confidential Attachment - The security of the property of the municipality or local board and personal matters about an identifiable individual**

### Origin

(June 4, 2014) Report from Auditor General

### Summary

As requested by the Board of Directors of the Sony Centre at its meeting on May 23, 2014 and by the City's Audit Committee at its meeting on May 28, 2014, this report, together with the confidential attachment, outlines certain issues that came to our attention during our original review of the redevelopment of the Sony Centre for the Performing Arts.

These issues were outside the scope of our original review and as a result were not included in our original report. They were, however, discussed with and reported to the Chair of the Sony Centre.

## Background Information

(June 4, 2014) Auditor General's Report - Additional Information Pertaining to the Review of the Redevelopment of the Sony Centre for the Performing Arts with confidential attachment

(June 2, 2014) Auditor General's Report - Additional Findings Pertaining to the Review of the Redevelopment of the Sony Centre for the Performing Arts

*Monday, June 9, 2014*

## Meeting Sessions

Session Date	Session Type	Start Time	End Time	Public or Closed Session
2014-06-09	Afternoon	12:30 PM	12:30 PM	Public

## Attendance

Members were present for some or all of the time period indicated.

Date and Time	Quorum	Members
2014-06-09 12:30 PM - 12:30 PM (Public Session)	Lost	<i>Present:</i> Gary Crawford, Frank Di Giorgio, Pam McConnell, David Shiner