

**5. INAUGURAL BOARD APPOINTMENTS FOR THE MUNICIPAL SERVICES CORPORATION OF THE BYWARD AND PARKDALE MARKETS**

**LA NOMINATION DES MEMBRES DU CONSEIL D'ADMINISTRATION INITIAL DE LA SOCIÉTÉ DE SERVICES MUNICIPAUX DES MARCHÉS BY ET PARKDALE**

**COMMITTEE RECOMMENDATIONS**

**That Council:**

- 1. Receive for information the initial three appointments of Peter Hume, Dennis Jackson and Chantal Gingras as the Executive Committee of the inaugural Board of Directors for the Municipal Services Corporation (ByWard and Parkdale Markets) for a term of three years to commence upon the date of incorporation of the Municipal Service Corporation and as further described in this report;**
- 2. Approve the appointments of Ian Fraser, Suneeta Millington and Lauren Kennedy as Directors to the inaugural Board of Directors for the Municipal Services Corporation (ByWard and Parkdale Markets) for a term of two years to commence upon the date of incorporation of the Municipal Service Corporation and as further described in this report; and**
- 3. Approve the appointments of Catherine Frechette, Greg Skotnicki and Kathleen Macmillan as Directors to the inaugural Board of Directors for the Municipal Services Corporation (ByWard and Parkdale Markets) for a term of one year to commence upon the date of incorporation of the Municipal Service Corporation and as further described in this report.**

**RECOMMANDATIONS DU COMITÉ**

**Que le Conseil :**

- 1. Prenne connaissance, à titre d'information, des trois premières nominations de Peter Hume, Dennis Jackson et Chantal Gingras au Comité de direction du premier conseil d'administration de la Société de services**

**municipaux (marchés By et Parkdale), pour un mandat de trois ans et débutant à la date de constitution en personne morale de la Société de services municipaux et comme le décrit plus en détail le présent rapport;**

- 2. Approuve la nomination d'Ian Fraser, Suneeta Millington et Lauren Kennedy aux postes de directeurs du premier conseil d'administration de la Société de services municipaux (marchés By et Parkdale) pour un mandat de deux ans et débutant à la date de constitution en personne morale de la Société de services municipaux et comme le décrit plus en détail le présent rapport;**
- 3. Approuve la nomination of Catherine Frechette, Greg Skotnicki et Kathleen Macmillan aux postes de directeurs du premier conseil d'administration de la Société de services municipaux (marchés By et Parkdale) pour un mandat d'une année et débutant à la date de constitution en personne morale de la Société de services municipaux et comme le décrit plus en détail le présent rapport.**

#### DOCUMENTATION/DOCUMENTATION

1. Manager's report, Right of Way, Heritage and Urban Design Services, dated 27 June 2017 (ACS2017-PIE-EDP-0020)

Rapport du Gestionnaire, Services des entreprises, du patrimoine et du design urbain, daté le 27 juin 2017 (ACS2017-PIE-EDP-0020)

**Report to  
Rapport au:**

**Finance and Economic Development Committee  
Comité des finances et du développement économique  
4 July 2017 / 4 juillet 2017**

**and Council  
et au Conseil  
12 July 2017 / 12 juillet 2017**

**Submitted on June 27, 2017  
Soumis le 27 juin 2017**

**Submitted by  
Soumis par:**

**Court Curry, Manager/ Gestionnaire, Right of Way, Heritage and Urban Design  
Services / Services des entreprises, du patrimoine et du design urbain / Planning,  
Infrastructure and Economic Development Department / Direction générale de la  
planification, de l'infrastructure et du développement économique**

**Contact Person**

**Personne ressource:**

**Shannon Kenney, Program Manager, Markets Management / Gestionnaire de  
programme, Gestion des marchés**

**(613) 580-2400, 25633, Shannon.Kenney@ottawa.ca**

**Ward: RIDEAU-VANIER (12)**

**File Number: ACS2017-PIE-EDP-0020**

**KITCHISSIPPI (15)**

**SUBJECT: Inaugural Board Appointments for the Municipal Services  
Corporation of the ByWard and Parkdale Markets**

**OBJET: La nomination des membres du Conseil d'administration initial de la  
société de services municipaux des marchés By et Parkdale**

## **REPORT RECOMMENDATIONS**

**That the Finance and Economic Development Committee recommend Council:**

- 1. Receive for information the initial three appointments of Peter Hume, Dennis Jackson and Chantal Gingras as the Executive Committee of the inaugural Board of Directors for the Municipal Services Corporation (ByWard and Parkdale Markets) for a term of three years to commence upon the date of incorporation of the Municipal Service Corporation and as further described in this report;**
- 2. Approve the appointments of Ian Fraser, Suneeta Millington and Lauren Kennedy as Directors to the inaugural Board of Directors for the Municipal Services Corporation (ByWard and Parkdale Markets) for a term of two years to commence upon the date of incorporation of the Municipal Service Corporation and as further described in this report; and**
- 3. Approve the appointments of Catherine Frechette, Greg Skotnicki and Kathleen Macmillan as Directors to the inaugural Board of Directors for the Municipal Services Corporation (ByWard and Parkdale Markets) for a term of one year to commence upon the date of incorporation of the Municipal Service Corporation and as further described in this report.**

## **RECOMMANDATIONS DU RAPPORT**

**Que le Comité des finances et du développement économique recommande ce qui suit au Conseil :**

- 1. Prendre connaissance, à titre d'information, des trois premières nominations de Peter Hume, Dennis Jackson et Chantal Gingras au Comité de direction du premier conseil d'administration de la Société de services municipaux (marchés By et Parkdale), pour un mandat de trois ans et débutant à la date de constitution en personne morale de la Société de services municipaux et comme le décrit plus en détail le présent rapport;**
- 2. Approuver la nomination d'Ian Fraser, Suneeta Millington et Lauren Kennedy aux postes de directeurs du premier conseil d'administration de la Société de services municipaux (marchés By et Parkdale) pour un mandat de deux ans et débutant à la date de constitution en personne**

morale de la Société de services municipaux et comme le décrit plus en détail le présent rapport;

- 3. Approuver la nomination of Catherine Frechette, Greg Skotnicki et Kathleen Macmillan aux postes de directeurs du premier conseil d'administration de la Société de services municipaux (marchés By et Parkdale) pour un mandat d'une année et débutant à la date de constitution en personne morale de la Société de services municipaux et comme le décrit plus en détail le présent rapport.**

## **BACKGROUND**

Ontario Regulation 599/06 of the *Municipal Act, 2001*, articulates that a municipality may use its powers to nominate or authorize a person to act as a director or officer of a municipal services corporation.

On April 12, 2017, Council approved the establishment of a Municipal Services Corporation (MSC) to assume management and operations of the ByWard and Parkdale Markets on January 1, 2018 (report ACS2017-PIE-ED-0006). At that time, staff recommended that the selection and appointment of Board members occur in two consecutive phases.

The first phase would serve to select and appoint the three members of the Executive Committee (Chair, Vice-Chair and Treasurer). The second phase would see the selection and appointment of the remaining six Board members.

In that report, Council delegated authority to the Mayor, Councillor Fleury and Councillor Leiper to undertake the first phase of this process by reviewing, considering and selecting the first three Members of the Executive Committee. The appointment of the remaining six Board members would be subject to Council approval in the standard course as recommended by the Selection Committee.

## **DISCUSSION**

In keeping with best practices, members of the MSC Board have been selected on the basis of their skills, experience and competencies with the goal of creating a balanced Board.

The Articles of Incorporation of the MSC provide that the number of Directors on the Board can range from a minimum of three to a maximum of eleven. Each Director shall have the right to vote.

In addition to the appointees and nominees named herein, the following two individuals will also have the right to attend, and in a non-voting capacity, to participate in all meetings of the MSC Board and shall have the right to receive notice of all of the MSC's Board meetings, packages and other information and reports that the MSC delivers to the directors for the purposes of such meetings:

- The Executive Director (MSC) who will be responsible for the operations of the MSC; and
- The Director of Economic Development and Long Range Planning (City of Ottawa), who will serve as the link with the City, overseeing the interests of the City assets and providing information to the MSC Board on the strategic direction of the City.

#### Recruitment Process

A public call-out for Board candidates was launched on April 12, 2017 and advertised in the Ottawa Business Journal, the EMC, Le Droit and on Ottawa.ca. Interested individuals were asked to provide a cover letter and resume.

A comprehensive evaluation, based on skills, experience and competencies was carried out on the basis of candidates' collective qualities, including

#### Leadership Skills

- A transformational mindset and entrepreneurial spirit.
- Demonstrable ethical and responsible leadership skills.
- Excellent interpersonal skills.
- Experience developing partnerships within community, business, industry and government sectors.

#### Business Experience

- Expertise in one or more of the following fields: property management, retail operations, running an independent small business, agriculture and food production, tourism and arts/culture, social services.
- Recognized marketing savvy.
- Excellent media and communications skills, especially with social media and innovative communications tools.
- A record of attracting new sources of funding and development.
- A high level of financial, legal, and management literacy.

#### Community Awareness

- Highly-credible and proven civic leadership and acumen.
- Experience as a member of important public, private, or non-profit boards.
- Recognized community builder.
- Possessing a strong network of community, industry and business connections.

#### Inaugural Board Appointments and Nominations

A Board comprised of nine members is proposed herein, including a three-member Executive Committee.

In keeping with governance best practices, a staggered approach to appointments and nominations has been implemented. The three members of the Executive Committee have each been appointed for a period three years, while three of the Board Directors have been nominated for two years and a final three Board Directors have been nominated for a period of one year.

There are no financial implications associated with these appointments during the transition period through to December 31<sup>st</sup>, 2017. Any Board-related expenses incurred following transition, on and beyond January 1<sup>st</sup> 2018, will become the budgetary responsibility of the Municipal Services Corporation.

The following three candidates have been appointed to the Executive Committee for a three-year term, as per delegated authority, by the Mayor and Councillor Fleury and Councillor Leiper:

- Peter Hume, Chair
- Dennis Jackson, Vice-Chair
- Chantal Gingras, Treasurer

It is recommended that Council approve the following three nominations as put forth by the Selection Committee for a term of two years:

- Ian Fraser
- Suneeta Millington
- Lauren Kennedy

It is further recommended that Council approve the following three nominations as put forth by the Selection Committee for a term of one year:

- Catherine Frechette
- Greg Skotnicki
- Kathleen Macmillan

All terms shall commence upon the date of incorporation of the Municipal Services Corporation.

The biographies of all appointees and nominees are held on file with the City Clerk and Solicitor.

#### Next Steps

A formal orientation of the Board members will be coordinated by City staff.

#### Future Board Process

Subsequent recommendations relating to Board membership shall be administered by the Board in accordance with their organizational Terms of Reference.



Upon incorporation, the Board of the Municipal Services Corporation will administer Board-related processes, including recruitment and nomination of future Board members. Nominations will be subject to approval by Council through the submission of a formal report.

Following the inaugural appointments recommended in this report, all appointments will be for a three-year term. A Director who has served six consecutive years in office shall not be eligible for re-election to the Board until a period of one year has elapsed since the conclusion of their sixth year in office.

### **RURAL IMPLICATIONS**

There are no rural implications associated with this report.

### **CONSULTATION**

As this is an administrative matter completed on behalf of the MSC, consultation is not required.

### **COMMENTS BY THE WARD COUNCILLOR**

Councillor Mathieu Fleury:

“The response to the public call-out for Board candidates has been overwhelming, and has demonstrated an inspiring level of support among City-residents for the markets revitalization project. These Board appointments and nominations represent a major milestone in our journey to establish a Municipal Services Corporation to assume management of the ByWard and Parkdale Markets on January 1 2018.

I would like to thank all 75 candidates for their commitment to building a vibrant, unique market in the Historic area of our City. The experience, diversity and skills reflected within this inaugural Board will be an asset in transitioning the Market from a City operations management style to the entrepreneurial approach that a not-for-profit can provide. We believe the board will have a lot of work ahead of them to get the not-for-profit launched and fulfill the objectives for our City. The board will have to hire an Executive Director, complete a financial plan, and build a strategic plan that will enable the Market's to be successful, growing, and unique. The ByWard Market is a gem in our City, I am glad to see that there is a tremendous opportunity to utilize an innovative approach for renewal of governance.”

Councillor Jeff Leiper:

“I have been pleased to work with the Mayor and Councillor Fleury on these proposed members of the first board of the new municipal services corporation to be responsible for Markets governance. My thanks go to the dozens of residents who applied: engagement with and interest in the long-term sustainability of our Markets was gratifying to see. Ultimately, this list of proposed appointments represents a balance of skills and perspectives that I am confident will serve the MSC well in the years to come.”

### **LEGAL IMPLICATIONS**

There are no legal impediments to approving the recommendations in this report.

### **RISK MANAGEMENT IMPLICATIONS**

There are no risk management implications associated with this report.

### **FINANCIAL IMPLICATIONS**

There are no financial implications associated with these appointments during the transition period through to December 31<sup>st</sup>, 2017. Any Board-related expenses incurred following transition, on and beyond January 1<sup>st</sup> 2018, will become the budgetary responsibility of the Municipal Services Corporation.

### **ACCESSIBILITY IMPACTS**

There are no accessibility impacts associated with this report.

### **TERM OF COUNCIL PRIORITIES**

This project addresses the following Term of Council Priority:

Economic Prosperity: EP2 – Support growth of local economy

### **DISPOSITION**

Upon approval of this report by Council, Economic Development and Long Range Planning Services staff will notify the nominees of their appointments.