

**WHITBY TOURISM DEVELOPMENT CORPORATION (“WTDC”)
MEETING OF THE BOARD OF DIRECTORS
MINUTES**

Date: January 7, 2025
Time: 3:30 p.m.
Location: Ashburn Room, Whitby Town Hall
575 Rossland Road E
Whitby, Ontario

Directors Present: Sarah Klein, Fuwing Wong, Councillor Steve Lee, Karol Murillo
Corrigan, Lara Toman, being all the directors of WTDC

Officers Present: Lara Toman, Chair
Fuwing Wong, Treasurer
Karol Murillo Corrigan, Secretary

By Invitation: No persons in attendance

Re: Interim Board of Directors Meeting #3

1. Welcome and Call Meeting to Order

Lara Toman, Chair, WTDC called the meeting to order at 3:31 p.m. and welcomed the Directors to the third interim board meeting for the Whitby Tourism Development Corporation.

Identification of Directors: The following Directors were present and are all the individuals named as Directors in the Articles of Incorporation of WTDC, registered in the Province of Ontario on November 6, 2024:

Lara Toman
Councillor Steve Lee
Sarah Klein
Karol Murillo Corrigan
Fuwing Wong

2. Land Acknowledgement

Delivered by the Chair

We acknowledge the Whitby Tourism Development Corporation is located on the Lands of the Great Mississauga Nations who are signatories to the Williams Treaty. These communities include the Mississaugas of Scugog Island, First Nations of Alderville, Beausoleil, Curve Lake, Hiawatha, Chippewas of Georgina Island, and Rama. We believe it is important that we learn, and work to reconcile the impact we, and those before us, have had on the original inhabitants. On behalf of the Town of Whitby, we want to thank them for sharing this land and all its resources. At the Town of Whitby, our goal is to respectfully share in the responsibility of the stewardship and protection of these ancestral lands and waters and continue towards truth and reconciliation as we move forward as friends and allies with all First Nations, Inuit, and Metis people.

3. Approval of Agenda

MOTION: That the Board of Directors approves the agenda as submitted.

Moved by: Councillor Steve Lee

Seconded by: Karol Murillo Corrigan

CARRIED

4. Declaration of Conflict of Interest

There were no conflicts of interest declared.

5. Approval of Minutes

MOTION: That the Board of Directors adopts the minutes from December 17, 2024.

Moved by: Sarah Klein

Seconded by: Fuwing Wong

CARRIED

6. Communications

No correspondence has been received.

7. Governance Updates

There were no governance updates for the January 7, 2025, meeting.

8. Considerations of Items Requiring Discussion

a. Chair Updates

- i. Motion to Approve External Counsel

BE IT RESOLVED that the Board of Directors approves the firm Templeman LLP of Belleville, Ontario as the solicitors to represent the Whitby Tourism

Development Corporation (WTDC) and authorize the Town Solicitor to finalize the retainer agreement with the firm.

Moved by: Karol Murillo Corrigan
Seconded by: Sarah Klein

CARRIED

- ii. **Motion to Approve Draft Budget** - The chair and treasurer presented a draft budget for review and discussion of the board. Feedback was provided and updates will be made to add Insurance and higher funds in the Host in Whitby Grant Program.

BE IT RESOLVED that the Board of Directors approves the draft budget, attached as Attachment 1, and that the budget be formalized and brought forward at the first meeting of the new Board of Directors for review.

Moved by: Councillor Steve Lee
Seconded by: Karol Murillo Corrigan

CARRIED

- iii. **Motion to Approve Agenda Format – The following motion was tabled for updates from December 17, 2024.**

BE IT RESOLVED that That in addition to the requirements set out in the By-law No 1 regular meetings of the board will generally conduct business in the following format:

- Welcome and Call Meeting to Order
- Land Acknowledgement
- Approval of the Agenda
- Declaration of Conflict of Interest
- Adoption of the Minutes
- Communications
- Governance Update
- Consideration of Items Requiring Discussion
 - Chair Updates
 - Treasurer Updates
- Other Business
- Next Scheduled Meeting
- Motion to Adjourn

Further that the minutes of all meetings of the Board of Directors shall include the following information in addition to a record of the proceedings: the time and place of the meeting whether it regular or special and if special how it was

authorized; what notice of the meeting was given; and the names of those present and absent from the board

THAT THE Secretary is directed to procure a minute book and any other books and records that may be resolved by the WTDC

And THAT THE Corporation maintain at its registered office the books and records of the Corporation.

Moved by: Fuwing Wong

Seconded by: Sarah Klein

CARRIED

b. Board Recruitment Committee

i. Approval of new board members

A Motion was made on the floor to move to Closed Session for discussion.

MOTION: That the Board of Directors move to Closed Session to discuss the applications and nomination committee recommendations for board members.

Moved by: Councillor Steve Lee

Seconded by: Karol Murillo Corrigan

CARRIED at 4:01 p.m.

At 4:25 p.m. the Board of Directors ended closed session. Final approval of the directors will be made by Council on March 24, 2025.

The following motion was made:

BE IT RESOLVED THAT the Board of Directors recommends to Council the appointment of two industry stakeholder Directors, as nominated by the Board in Closed Session, to serve on the WTDC for a three-year term.

Moved by: Sarah Klein

Seconded by: Councillor Steve Lee

CARRIED

Note: See closed session minutes in the custody and control of the Board Secretary.

c. Treasurer Update

Fuwing informed the Committee that the WTDC paperwork has been submitted to the bank, and the setup process has begun.

The treasurer will reach out to Deloitte and Copetti and Co to contract their services before the next meeting.

9. Other Business

There was no other business to discuss.

10. Next Board Meeting

Tuesday February 18, 2025, at 3:30 p.m. in the Ashburn Room, Whitby Town Hall.

11. Motion to Adjourn

The third meeting of the Board of Directors adjourned at 4:40 pm.

Moved by: Fuwing Wong

CARRIED

The minutes of the January 7, 2025, meeting of the Whitby Tourism Development Corporation meeting have been approved:

 Date: Feb 18, 2025.

Chair  Date: Feb 18, 2025

Secretary