
**2020-21 ANNUAL GENERAL MEETING
@ HALIFAX CONVENTION CENTRE**

**SEPTEMBER 22, 2021
4:00 – 6:00 P.M.**

MINUTES

IN ATTENDANCE:

Ron L'Esperance, Chair	Managing Partner, Group ATN
Rob Carruthers, Vice Chair	Partner, Deloitte
Beste Alpargun	Vice President, / Portfolio Manager, Seamark Asset Management Ltd.
Cory Bell	President, Lindsay Construction
Margaret Brigley	CEO & Partner, Narrative Research
Jacques Dube	CAO, Halifax Regional Municipality
Patrick Fitzgerald	Partner, Cox & Palmer
Monica Foster	Vice President, College Services and CFO, NS Community College
Louis Lawen	CEO, Lawen Group
Winston Morton	Chief Technology Officer, SimpTek Technologies
Waye Mason	Councillor, Halifax Regional Municipality
Paul Russell	Councillor, Halifax Regional Municipality
Mike Savage	Mayor, Halifax Regional Municipality
Anita Swamy	Vice President, Operations, Medavie Blue Cross
Captain Sean Williams	Base Commander, Maritime Forces Atlantic

Staff:

Wendy Luther	President & CEO
Tanya Walters	Corporate Liaison

Regrets:

Donna Alteen	CEO, Time + Space Media Ltd.
Chuck Maillet	Vice President, Nova Scotia, ACOA
Chris Ronald	Regional President, Atlantic Canada, RBC

WELCOME, CALL TO ORDER & ORDER OF BUSINESS:

W. Luther called the meeting to order at **4:00 p.m.**

- W. Luther welcomed guests and opened the 2020-21 Annual General Meeting of the Halifax Partnership. His Worship and Councillors are welcomed here with us today.
- Debbie Eisan, Indigenous Elder joined the meeting to do an opening prayer. Debbie Eisan spoke about the gift of generosity.

Minister Corkum-Greek's comments:

W. Luther welcomed our first speaker to the stage, Honourable Minister Corkum-Greek. Minister Corkum-Greek spoke about the work of the Partnership over the last 25 years. The city has seen much growth since that time and Halifax Partnership, in the process, has become an internationally recognized and accredited organization. She acknowledged the work behind this growth including the economic strategies for the city and many of the programs

throughout the province. We have launched the Innovation District and Build Back a Better Halifax to name just a few. As we reflect on the past 25 years and as we look into the future, we should be inspired and hopeful for what the next 25 years can offer.

Chair's Remarks

- R. L'Esperance commented on the global impact of the pandemic and how Halifax Partnership was able to continue to meet its mandate and prosper in the face of adversity. He spoke about the organization's inception in 1997 and the vision of a small group of business leaders who wanted to take a new approach on economic development. Over the 25 years, Halifax Partnership has been engaged with businesses, community, all three levels of government and post-secondary education to develop and execute a shared economic vision and strategy for Halifax and globally.
- A special thanks was extended to our Investors, including 16 of our founding investors. He recognized former CEOs who were in the room with us and past Board Chairs including both Colin Dodds and Matt Hebb. He further thanked his fellow board members, Wendy Luther, and the Halifax Partnership staff. As we look ahead to the next 25 years, he is confident the Partnership will continue to be a strong leader in bringing our community together to build a Halifax we can all be proud to call home.

Meeting was called to order at 4:31 p.m.

- The Chair noted e-mail notices were sent to Halifax Partnership's investors and community stakeholders.
- Information packages were provided electronically and on our website. The package included the following:
 1. Agenda
 2. 2020 Annual General Meeting Minutes
 3. Draft Audited Financial Statements for the year ended March 31, 2021
 4. 2021-22 Slate of Directors for approval

1. APPROVAL OF THE AGENDA AND THE 2020 ANNUAL GENERAL MEETING MINUTES

W. Morton moved, A. Swamy seconded approval of the September 22, 2021 Annual General Meeting agenda and the October 7, 2020 meeting minutes. **MOTION CARRIED.**

2. AUDIT COMMITTEE REPORT

Monica Foster, Chair, Audit and Risk Committee provided the Committee report, including:

- The organization came into last fiscal year with a deficit of \$90,000, therefore the organization was cautious with its financial expectations going into 2021 resulting in a record surplus of \$842,000. This was due to a significant increase in expected investment levels, cost-cutting measures, monies received from the Government for COVID support, and expenditures that were not realized through to year-end due to the pandemic. There is a plan to use the surplus, including meeting the organization's restricted reserves obligations (not met in the prior fiscal year), to ensure the sustainability of the Association, support initiatives to attract businesses and advance Halifax's innovation district and strengthen the team's resources to ensure we are meeting the organization's mandate. Once the surplus is reinvested accordingly, the organization is planning for a normalized year in 2021-22.
- As stated in the financials, Halifax Partnership received a clean audit report in that there were no significant negative findings by the Auditors and in the opinion of our Auditors our financial statements present fairly the financial position of the Association.
- M. Foster extended a special thanks to her fellow Committee members for their ongoing commitment, specifically: Winston Morton and Louie Velocci, with KPMG, an Investor in Halifax Partnership. Also, recently departed from the Committee - Beste Alpargun and Chris Ronald. Thanks to each of you for your ongoing contributions and guidance on the Audit and Risk Committee.
- A thank you was extended to all of the Halifax Partnership's Investors, HRM, the Province of Nova Scotia and ACOA for their commitment to this organization and for having a hand in growing a prosperous Halifax during the pandemic.

R. Carruthers moved, P. Russell seconded approval of the Halifax Partnership's Financial Statements for the year ended March 31, 2021. **MOTION CARRIED.**

- R. L'Esperance proceeded with the appointment of the Auditors for the Halifax Partnership and asked for a motion to approve the re-appointment of E&Y Chartered Accountants as the Partnership's auditor until the close of the next annual meeting.
- EY is a founding Investor in the Halifax Partnership.
- In attendance today from EY: Pamela Achenbach, Partner; Alex Smith-Bilodeau, Senior Accountant and Tim Mitchell, Senior Manager.

P. Fitzgerald moved, W. Mason seconded the motion to re-appoint Ernst & Young Chartered Accountants as the Partnership's Auditors until the close of the next annual meeting. **MOTION CARRIED.**

3. CORPORATE GOVERNANCE COMMITTEE REPORT

- M. Brigley presented the Corporate Governance Committee Report.
- As the first order of business, three recommended By-law changes were put forward as special business via a special resolution. They are as follows:

First By-law change: *The Corporate Governance Committee of the Board of Directors of the Association recommends the following By-law change to allow for greater flexibility in the meeting format between Paragraphs 11 and 12. All subsequent clauses will be renumbered accordingly:*

"The Board may determine that any meeting may, or shall be attended by means of a telephonic, an electronic or another communication facility that permits all participants to communicate adequately with each other during the meeting and that enables votes to be gathered in a manner that permits their subsequent verification."

Second By-law change: *The Corporate Governance Committee of the Board of Directors of the Association recommends the following By-law change to extend the period to hold the AGM from three months after the fiscal year-end to six months after the fiscal year-end. This clause will be added as 10(a) in the By-laws.*

Third By-law change: *The Corporate Governance Committee of the Board of Directors of the Association recommends the insertion of a new section titled Indemnification of Directors and Officers after Clause 42, with the new clauses within this section numbered 43 and 44. All subsequent clauses will be renumbered accordingly. This new section is provided to indemnify directors of the society against any liability that they may incur in carrying out their duties as directors, with the detailed clauses outlined below:*

Section 43) Every director and officer, and the heirs and legal representatives of such person, in the absence of any dishonesty on the part of such person, shall be indemnified by the Society against, and it shall be the duty of the directors out of the funds of the Society to pay, all costs, losses and expenses that such director or officer may incur or become liable to pay in respect of any claim made against such person or civil, criminal or administrative action or proceeding to which such person is made a party by reason of being or having been a director or officer of the Society, whether the Society is a claimant or party to such action or proceeding or otherwise.

Section 44) No director or officer of the Society shall, in the absence of any dishonesty on the part of such person, be liable for the acts, receipts, neglects or defaults of any other director or officer, or for any loss, damage or expense happening to the Society through the insufficiency or deficiency of title to any property acquired for or on behalf of the Society, or through the insufficiency or deficiency of any security in or upon which any of the funds of the Society are invested, or for any loss or damage arising from the bankruptcy, insolvency or tortious acts of any person with whom any funds, securities or effects are deposited, or for any loss occasioned by error of judgment or oversight on the part of such person, or for any other loss, damage or misfortune whatsoever which happens in the execution of the duties of such person or in relation thereto.

C. Bell moved, W. Mason seconded the recommendation of the Corporate Governance Committee to accept the three recommended By-law changes via a special resolution. **MOTION CARRIED.**

- For 2021-22, we have four board members departing, including:
 - **Ron L'Esperance** – completed his third and final term on the Board, with an extended two-year term to complete his role as Board Chair.
 - **Margaret Brigley** – completed her third and final term on the Board
 - **Beste Alpargun** – completed two terms on the Board and did not reoffer for a third term.
 - **Chris Ronald** – who completed his first term and resigned to assume a new role with RBC in the Bahamas.
- On June 1 a call for nominations was issued with a closing date of June 18. The Corporate Governance Committee puts forward the following slate of candidates for the 2021-22 fiscal year:
 - **Donna Alteen** – CEO, Time + Space Media Ltd.
 - **Cory Bell** – President, Lindsay Construction
 - **Rob Carruthers** – Partner, Deloitte
 - **Patrick Fitzgerald** – Partner, Cox & Palmer
 - **Monica Foster** – Vice President, College Services and CFO, Nova Scotia Community College
 - **Louis Lawen** – President & CEO, Dixel Developments
 - **Winston Morton** – Chief Technology Officer, SimpTek Inc.
 - **Anita Swamy** – Vice President, Operations, Medavie Blue Cross

Representing Halifax Regional Council:

- **Waye Mason** – Councillor, Halifax Regional Municipality
- **Paul Russell** – Councillor, Halifax Regional Municipality

New Appointments:

- **Sarah Buckle**, Executive Director and Chief Climate Investment Officer, EfficiencyOne
- **Carrie Cussons**, President & CEO, Events East Group
- **David Noel**, Senior Vice President, Atlantic Region, Scotiabank
- **Vinita Savani**, RBC Regional President, Atlantic Canada, RBC

The following members be re-appointed as ex officio to the Board of Directors:

- **Mike Savage** - Mayor, Halifax Regional Municipality
- **Jacques Dube** - Chief Administrative Officer, Halifax Regional Municipality
- **Chuck Maillet** - Vice President, Nova Scotia, Atlantic Canada Opportunities Agency
- **Captain Sean Williams** – Base Commander, Maritime Forces Atlantic
- **Vacant** – Province of Nova Scotia

Appointment of Officers:

The Corporate Governance Committee recommends the extension of term for the following Officer to the Board of Directors:

- **Rob Carruthers** – Chair
- **Cory Bell** – Vice Chair

R. L'Esperance recommended members accept the recommendations of these appointments. As per the Bylaws, all appointments are effective until the next annual meeting or until their respective successors are elected or appointed.

W. Mason moved, C. Bell seconded the recommendations of the Corporate Governance Committee to accept all appointments effective until the next annual general meeting or until their respective successors are elected or appointed. **MOTION CARRIED.**

R. L'Esperance asked Board Members to stand up as he thanked them for their commitment and for being true champions and advocates for both the Halifax Partnership and our city. He also extended a special thank you to our outgoing Board members who are with us today, including Margaret Brigley and Beste Alpargun for their leadership at the Board and commitment to Standing Committees.

The regular order of business closed at **4:50 p.m.**

W. Luther provided remarks and began by extending a warm thank you to Ron L'Esperance for his role as Board Chair and a welcome to Rob Carruthers as he moves into his new role as Board Chair. Additional thanks were extended to our Board members, as well as to the entire team at Halifax Partnership for their work and dedication. W. Luther spoke about the accomplishments over the last year in each of our business units. Looking into the next year, the largest milestone will be the launch of Halifax's next five-year economic growth plan. All of this work would not be possible if it were not for our Investors, partners, and supporters.

Formal recognition was extended to both Ruth Cunningham and Nancy Phillips for their 25 years of service.

4. GUEST SPEAKER – MAYOR MIKE SAVAGE

Mayor Mike Savage was welcomed on stage to speak about a quarter-century of Partnership. He extended a warm thanks to the Halifax Partnership staff and extended a welcome to past CEOs Stephen Dempsey and Paul Kent who joined us today to celebrate.

Mayor Savage spoke to the challenges the city was facing 26 years ago and due to those economic challenges, the Halifax Partnership was formed. Our city is unique in that it comes together, it collaborates, and we are now in a period of unprecedented growth. The population has grown over the last 25 years by 100,000 and GDP by 31% over the last couple of decades. The total population now is 448,000. Halifax Partnership has been instrumental in the successes we are seeing throughout our city.

While we are seeing much success throughout the city and within HRM, housing is an issue. We want to plan for sustainable growth that brings everyone along with no one being left behind. HRM plans to expedite project approvals and direct funding to affordable projects, while also working with the Province of Nova Scotia to ensure they are delivering on their housing mandate. We plan to work with service providers on the ground to help those that need the basics. Inclusive Growth is one theme in the next 5-Year Economic Growth Plan. This plan will help us be a better city – not just bigger. We want a competitive Halifax by attracting new companies, investment, and talent and supporting our scale-ups and startups. Mayor Savage ended his comments by asking what does a more inclusive Halifax look like and what does it mean to you?

5. HALIFAX'S ECONOMIC GROWTH STRATEGY (2022-27)

C. Bell, Board Vice-Chair and Chair, Economic Growth Plan Advisory Committee of the Halifax Partnership Board of Directors was welcomed on stage to provide an update on how the next 5-year growth plan for Halifax is being developed.

The intention is to build on the previous Strategy with the following areas of focus:

1. Taking advantage of what we've learned through the Halifax Innovation Outpost to imbed creative approaches on how to address challenges and opportunities in our city in new ways with thoughtful and diverse perspectives.
2. Staying true to strong fundamentals focused on HRMs tax and regulatory regimes, infrastructure, and services across the municipality.
3. Leveraging assets and ensuring alignment of the Partnership's programs, resources, and experience with those of HRM, and the federal and provincial governments.
4. This plan must also address new challenges, issues, and opportunities created during COVID.

To assist in the development of the 5-Year Economic Growth Plan, members were polled with the following questions: 1. “If we are going to achieve Halifax’s economic potential in the next 5 years, what is the most important thing to get right? and, 2. Imagine if in 2027 Halifax is recognized as the most inclusive city in North America, what would be different from today?

Four themes emerged from last year’s AGM, including:

1. Attainable Housing
2. Green Economy
3. Transportation and Logistics
4. Inclusive Growth

C. Bell spoke to the engagement process in the development of the 5-Year Economic Growth Plan, including working groups, the mayor’s economic roundtable, public surveys, and in-community engagements.

Project timelines were reviewed including the following approvals:

1. Economic Growth Plan Advisory Committee of the Halifax Partnership Board of Directors.
2. Halifax Partnership Board of Directors.
3. The Halifax Community Planning and Economic Development Standing Committee.
4. Halifax Regional Council.

Following approvals, implementation plans will be developed to support the launch which is expected to be at the start of the next year in April 2022.

C. Bell issued a closing poll asking to complete the following phrase in one word: *In 25 years my Halifax will be ...* and these are some of the words that came up: *unique, envied, beautiful, busier, coolest, spectacular, true, million, live, greener, bigger, prosperous, bustling, amazing, vibrant, inclusive, diverse, admired, north, equitable, global, energetic, dynamic, creative, juggernaut, thriving, amazing, people.*

6. CLOSING REMARKS – NEW CHAIR

Halifax Partnership’s newly appointed Board Chair, R. Carruthers provided closing remarks. His comments included:

- Halifax Partnership is a connector in our community and a catalyst that strategically stays ahead of where the city is going, while encouraging HRM and businesses to seize the opportunity together. Looking outward, R. Carruthers would like to gain global visibility and pursue more global opportunities. How can Halifax differentiate itself?
- A special thank you was extended to Ron L’Esperance for his strategic leadership during unprecedented and difficult times.
- A welcome was extended to the newest members of our Board.
- He asked Halifax Partnership Investors and businesses that want to become investors, to tap into the leadership at the Halifax Partnership and take advantage of what the Partnership can offer. Together we can all have a hand in growing Halifax. Reach out to Wendy Luther and her team who are experts at helping businesses and talent thrive in Halifax.

Meeting was adjourned at **6:00 p.m.**

T. Walters, Corporate Secretary

Date