



ADMINISTRATIVE REPORT

Report Date: June 2, 2015
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Meeting Date: June 10, 2015

TO: Standing Committee on City Finance and Services
FROM: City Manager
SUBJECT: Hastings Park/Pacific National Exhibition Governance Review
and By-Law Update

RECOMMENDATION

- A. THAT Council approve the updated By-laws for the Pacific National Exhibition as outline in Appendix A of the report dated June 2, 2015, entitled "Hastings Park/Pacific National Exhibition Governance Review and By-Law Update".
- B. THAT Council receive for information the Terms of Reference for the Hastings Park/Pacific National Exhibition Board of Directors as outlined in Appendix B of the report dated June 2, 2015, entitled "Hastings Park/Pacific National Exhibition Governance Review and By-Law Update" and the Hastings Park/Pacific National Exhibition Multi-Party Operations Policy as outlined in Appendix C of the report dated June 2, 2015, entitled "Hastings Park/Pacific National Exhibition Governance Review and By-Law Update".

REPORT SUMMARY

This report recommends that Council approve the updated By-laws of the Pacific National Exhibition (PNE). These By-laws have been updated to align with the Business Corporations Act of British Columbia, and to assist the new Hastings Park/PNE Board of Directors in the management of the business and affairs of the PNE and Hastings Park. This significant update was required as the current By-laws dated from 1995, at the time when the PNE was a Provincial Crown Corporation. The transfer of ownership of the PNE to the City occurred in January 1, 2004.

The Terms of Reference for the Hastings Park/PNE Board of Directors (the Board), attached for information, further clarifies the Board's mandate to provide direction of the multi-faceted activities at Hastings Park as well as oversight for the implementation of the Council-approved Hastings Park/PNE Master Plan (the Master Plan). The specific responsibilities of the Board, and the expected skills and experience of its members are also articulated in the Terms of Reference document.

The Hastings Park/PNE Multi-Party Operations Policy (MPOP), attached for information, was developed as an outcome of the implementation of the Hastings Park/PNE Governance Review. The MPOP defines the roles, responsibilities and accountabilities for all operational aspects of Hastings Park and the implementation of the Master Plan. The City of Vancouver, the Vancouver Board of Parks and Recreation and the PNE are parties to the MPOP. This policy sets out many aspects including, but not limited to, operations and maintenance, park and facility care and usage, community involvement, reporting to and communication with the Board.

In combination, these three documents (MPOP, Board Terms of Reference, and PNE By-Laws) address the guiding principles developed during the Governance Review process, which include:

- Increased opportunity for public input - governance and programming
- Clear accountability for Master Plan implementation
- Clear direction that the implementation of Master Plan be financially responsible
- Respect for all uses of the multi-purpose site that make Hastings Park/PNE site unique
- Balance interests - local community, city, region, province
- Support for activities with economic benefit to ensure financial sustainability
- Retain and ensure operational expertise - City, Park Board and PNE.

COUNCIL AUTHORITY/PREVIOUS DECISIONS

In December 2010, along with the adoption of the Hastings Park/PNE Master Plan, Council directed staff to undertake a governance review of Hastings Park and the PNE. In addition, Council directed the appointment of the General Manager of the Park Board as the Vice Chair of the Board, and asked staff to report back on the results the governance review.

In August 2013, City Council approved the implementation plan for the future direction of Hastings Park/PNE which described a new governance structure. Specifically, Council approved the following motion:

- A. THAT Council adopt the implementation plan outlined in this report for a new governance structure for Hastings Park and the Pacific National Exhibition (PNE).

CITY MANAGER'S/GENERAL MANAGER'S COMMENTS

The City Manager recommends APPROVAL of the foregoing.

REPORT

Background/Context

Hastings Park was granted to the City of Vancouver by the Province of British Columbia in 1889. At 62 hectares or 154 acres, it is one of Vancouver's largest urban parks, drawing visitors from across the region. Hastings Park is a community, city wide and regional asset and year-round destination.

The PNE was operated by the Province of British Columbia, as a Provincial Crown Corporation, from 1973 to 2003. The PNE hosts a 15-day annual summer Fair, and operates Playland from April to October each year. Over the years the mandate of the PNE and Hastings Park has expanded to include a more comprehensive array of activities contributing to economic development particularly in the creative sector with year-round exhibitions and various cultural, entertainment, parks and recreation activities - all occurring within the overall precinct of Hastings Park.

Transfer of the ownership and management of the PNE to the City of Vancouver from the Province became effective on January 1, 2004. The PNE is a non-profit registered charity and a wholly-owned subsidiary of the City of Vancouver. The PNE manages and operates Hastings Park on behalf of the City, with the exceptions of: the racetrack which is operated through a long term lease with the City by the Great Canadian Gaming Corporation, and Empire Fields and Plateau Park which are maintained and operated by the Park Board.

In December 2010, City Council adopted the Hastings Park/PNE Master Plan (the Master Plan). The Master Plan is a roadmap for the renewal of Hastings Park, which guides the capital investments needed to align with the overall vision of the site as a multi-purpose destination for economic development, culture and entertainment, and as a park and public gathering space for both the local community and residents across the city and the region.

In January 2013, the City retained KPMG Management Consultants to undertake the governance review. KPMG and staff from across the City, including Park Board, worked collaboratively to conduct the governance review. A three-stage public consultation process was undertaken for the development of the governance structures.

- Stage 1 Pre-consultation (February 2013): One-to-One stakeholder interviews with a key group of informed and affected stakeholders to assist in developing options for governance structures.
- Stage 2 consultation (March 11, 2013): community and public engagement to seek input on draft proposed governance structures.
- Stage 3 consultation (May 2, 2013): community and public engagement to seek feedback on a refined governance structure.

These three stages were supported by input from the Stakeholder Advisory Group (SAG) which was established by the City to provide input on the governance review. Acknowledging both the local and regional importance of Hastings Park, the SAG was comprised of local and city-wide stakeholders from the following groups:

- CircusWest
- Downtown Vancouver BIA
- Hastings Community Association
- Hastings North BIA
- Hastings Park Conservancy
- Hastings Racecourse
- CUPE #1004
- Kiwassa Neighbourhood House
- Our Lady of Sorrows School
- Pacific National Exhibition
- Tourism Vancouver
- Vancouver International Children's Festival

In addition, KPMG had four meetings with the City staff working group and met on three occasions with the Hastings Park Steering Committee and once with the PNE Board. The results of this process were reported back to Council (RTS 10078, June 18 2013) who provided direction to staff at a Special Meeting of Council on August 1 2013. At that meeting City Council approved the implementation plan outlined in the report from staff entitled "Hastings Park/ PNE Governance Review" which described a new governance structure for Hastings Park and the PNE. Specifically the proposed governance structure consisted of:

- The formation of a new Board appointed by Council that is skills-based and reflects the priorities of the Master Plan;
- A new Multi-Party Operating Agreement (now called Multi-Party Operations Policy) clearly defining the roles and responsibilities within Hastings Park of the City of Vancouver, Park Board, and PNE; and
- New and increased public input to the Board and staff through new Board protocols and a new Community Advisory Group.

As an additional outcome of this report, Council directed staff to update the By-laws of the PNE and the Terms of Reference for the Board in order to appropriately reflect the changed governance model.

Strategic Analysis

The August 2013 approval of the implementation plan for a new governance structure marked a significant step in aligning Hastings Park/PNE governance with the Council-approved Hastings Park/PNE Master Plan. The new governance structure supports and reinforces the mandate of promoting economic development, culture, entertainment and green space in the following manner:

- Align the governance of Hastings Park/PNE with City Council direction and priorities;
- Ensure effective stewardship of the priorities outlined in the Master Plan;
- Clarify responsibilities around infrastructure and asset management; and
- Create processes to ensure acknowledgement of the needs and issues related to the local and city-wide residents.

The PNE By-laws in Appendix A place these concepts in the PNE's constitutional structure. Section 4 (Directors) defines the Board as a maximum of 9 directors with an optimal composition of one City Councillor who will serve as Chair, 4 City employees and 4 appointees who came from outside City staff or elected officials.

Section 4 also describes the protocols for Board meetings, including the process for Board meetings that have a portion open to the public.

Section 5 (Committees) addresses the composition, appointment, qualifications and responsibilities of two required committees: Finance & Audit and Human Resources & Compensation.

Section 6 (Officers) outlines the process for the appointment and responsibilities of the Chair of the Board, Chief Executive Officer, Secretary and Treasurer and Corporate Secretary.

The Terms of Reference for the Board in Appendix B reflect the outcome of the governance review and the recommendations of KPMG. The Terms of Reference document outlines in greater detail the role and responsibilities of the members of the Board, including oversight for the implementation of the Master Plan. It also defines the range of skills and experience needed to effectively govern Hastings Park and the PNE, including expertise in: finance, human resources/labour relations, law, parks management and development, tourism development, environmental stewardship, and media relations.

The Multi-Party Operations Policy in Appendix C also reflects the conclusions of the governance review as confirmed by Council. It is a living document (four-year review

cycle mandated in policy) that sets out how the PNE, City and Park Board will integrate and coordinate their respective operations and decision-making within Hastings Park/PNE. This policy sets out many aspects including, but not limited to, operations and maintenance, park and facility care and usage, reporting to and communication with the Hastings Park/PNE Board. It provides details and reporting relationship for structured community involvement with details on a new Community Advisory Group for the site and procedures for public input to the Board.

Alignment with Guiding Principles

Seven guiding principles for the development of governance structure for Hastings Park/PNE were developed during the review process as noted in the Summary section of this report.

An assessment of how these guiding principles were addressed in the implementation of the various outcomes of the governance review (PNE By-laws, Terms of Reference for the Board and Multi-Party Operations Policy) is shown in the table below.

Guiding Principle	Addressed in	How is it addressed
Opportunity for public input	By-laws Terms of Ref. Operations Policy	Scheduled HP/PNE Board meetings with portion open to the public; Procedures for presenting to the Board; Community Advisory Group in place, advises HP/PNE staff
Accountability for Master Plan implementation	Terms of Ref. Operations Policy	HP/PNE Board accountable to ensure that the PNE Strategic Plan and Master Plan implementation are aligned; and Board to provide stewardship of the implementation of the Master Plan
Financial responsibility	By-laws Terms of Ref. Operations Policy	HP/PNE Board accountable for oversight of financial performance of HP/PNE
Respect for all uses of multi-purpose site	Terms of Ref. Operations Policy	Skills-based Board; Operations Policy specifies operational roles and responsibilities aligned with Master Plan; Public Advisory Committee and other public input
Balance interests	By-laws Terms of Ref. Operations Policy	Skills-based Board; alignment with other entities (City, Park Board, Vancouver Economic Commission, Tourism Vancouver); Public Advisory Committee
Support activities with economic benefit	By-laws Terms of Ref. Operations Policy	HP/PNE Board accountable for 5-year PNE Strategic Plan and business oversight
Retain operational expertise	Operations Policy	Clear roles and responsibilities of City, PNE and Park Board staff across whole site

Financial

The Governance Review has established improved financial oversight is achieved through the following mechanisms:

Multi-Party Operations Policy defines requirements for:

- 6.1 - 5-year PNE Strategic Plan and accompanying Financial Plan
- 6.2 - PNE Annual Business Plan and Budget
- 7.1 - Accountabilities for Capital expenditures
- 7.2 - Financing debt
- 8.1 - PNE Annual Report to the City of Vancouver;
- 8.2 - Quarterly reporting to the Board of PNE

PNE By-laws: Finance and Audit Sub-Committee is required

Human Resources/Labour Relations

There are no human resources/labour relations implications.

Environmental

There are no environmental implications.

Legal

The legal changes to the PNE's corporate governance by-laws will, upon approval ↑ by Council, be as set out in Appendix A and as described in this Report.

CONCLUSION

The completion and approval of the PNE By-laws Update is one of the final steps in the implementation of the new governance structure for Hastings Park and the PNE. The updated corporate governance By-laws and supporting documents mark a significant step in aligning Hastings Park/PNE governance with the Council-approved Hastings Park/PNE Master Plan which will be critical in achieving the ambitious transformation of Hastings Park.

* * * * *

**PACIFIC NATIONAL EXHIBITION
(the "Exhibition")**

BY-LAW NO. ONE
being a by-law relating
generally to the transaction
of the business and affairs
of the Exhibition

SECTION 1

INTERPRETATION

SECTION 1.1 DEFINITIONS

In this by-law, without limiting Section 1.2, the following terms have the following meanings, unless the context otherwise requires:

“adjourned meeting” means the meeting to which a meeting is adjourned under Section 4.16
ADJOURNED MEETING;

“board” and **“directors”** mean the directors or sole director of the Exhibition for the time being;

"by-law" means this by-law of the Exhibition, as amended or replaced from time to time;

“Business Corporations Act” means the *Business Corporations Act* (British Columbia) and its regulations, all as amended or replaced from time to time;;

“City” means the City of Vancouver, a municipal corporation continued pursuant to the *Vancouver Charter*;

“City Council” means the elected officials who serve as the City’s Mayor and Council;

"Exhibition" means the Pacific National Exhibition, the corporation continued under the *PNE Act*; and

“Interpretation Act” means the *Interpretation Act* (British Columbia) as amended or replaced from time to time.

"PNE Act" means, collectively, the *Pacific National Exhibition Incorporation Act*, and the *Pacific National Exhibition Enabling and Validating Act*, all as amended or replaced from time to time;

SECTION 1.2 INTERPRETATION

(a) *Business Corporations Act Definitions Apply*

The definitions in the *Business Corporations Act* apply to this by-law.

(b) *Interpretation Act and Definitions Apply*

The *Interpretation Act* applies to the interpretation of this by-law as if this by-law was an enactment.

(c) *Conflict in Definitions*

If there is a conflict between a definition in the *Business Corporations Act* and a definition or rule in the *Interpretation Act* relating to a term used in this by-law, the definition in the *Business Corporations Act* will prevail in relation to the use of the term in this by-law.

(d) *Conflict Between By-laws and Legislation*

If there is a conflict between this by-law and the *Business Corporations Act*, the *Business Corporations Act* will prevail.

In the case of any conflict between the *PNE Act* or the *Vancouver Charter* and the provisions of this by-law, the provisions of the *PNE Act* or *Vancouver Charter*, as applicable, will prevail.

SECTION 2

BUSINESS OF THE EXHIBITION

SECTION 2.1 SCOPE OF BUSINESS

The Exhibition may carry on any business permitted by the *PNE Act*.

SECTION 2.2 REGISTERED OFFICE & CORPORATE SEAL

(a) Until changed in accordance with the *PNE Act*, the registered office of the Exhibition will be in the City of Vancouver.

(b) The Exhibition may, but need not, have a corporate seal and may, but need not, affix the corporate seal to give legal effect to any instrument.

SECTION 2.3 FINANCIAL YEAR

The financial year of the Exhibition will end on March 31 in each year.

SECTION 2.4 EXECUTION OF INSTRUMENTS

Legal documents and instruments must not be signed on behalf of the Exhibition and the corporate seal of the Exhibition (if any) must not be affixed and attested to, except by

- (a) any 2 directors,
- (b) any 2 officers,
- (c) any officer, together with any director, or
- (d) any one or more directors or officers or persons as may be determined by resolution of the directors.

SECTION 2.5 ACCESS TO AND PRIVACY OF INFORMATION

The Exhibition is subject to the *Access to Information and Protection of Privacy Act* (British Columbia). Accordingly, the board will provide access to its records and business as well as protect the privacy of personal information and other matters of a confidential or proprietary nature in the same manner as the City and its City Council is required to under the *Access to Information and Protection of Privacy Act* (British Columbia). In this regard, the board may adopt such policies and by-laws as it deems appropriate.

SECTION 2.6 ACCOUNTING RECORDS

The Exhibition is subject to the *Business Corporations Act*. Accordingly, the board will cause adequate accounting records to be kept to record properly the financial affairs and condition of the Exhibition and to comply with the provisions of the *Business Corporations Act*.

SECTION 3

BORROWING AND INVESTING

SECTION 3.1 BORROWING POWER

Subject to the limitations on the borrowing powers of the Exhibition as set out by City Council from time to time, the board may from time to time on behalf of the Exhibition

- (a) borrow money in the manner and amount, on the security, from the sources and on the terms and conditions that they consider appropriate,

- (b) issue bonds, debentures, and other debt obligations either outright or as security for any liability or obligation of the Exhibition or any other person,
- (c) guarantee the repayment of money by any other person or the performance of any obligation of any other person, and
- (d) mortgage or charge, whether by way of specific or floating charge, or give other security on the whole or any part of the present or future undertaking of the Exhibition.

SECTION 3.2 DELEGATION

The board may from time to time delegate to such one or more of the directors and officers of Exhibition as may be designated by the board all or any of the powers conferred on the board by Section 3.1 or by the *PNE Act* to such extent and in such manner as the board will determine at the time of each such delegation.

SECTION 3.3 INVESTMENTS

Subject to complying with such policies and procedures as are adopted or applied by City Council from time to time with respect to the City's investments generally, the board has the power to invest the whole or any part of the Exhibition's funds as it may from time to time by resolution determine. Funds of the Exhibition will only be invested or deposited with financial institutions as have been approved for use by City Council for the City's funds generally.

SECTION 4

DIRECTORS

SECTION 4.1 DUTIES AND POWERS OF THE BOARD

Subject to the *PNE Act* and the *Business Corporations Act*, the board will manage the business and affairs of the Exhibition. Except as otherwise provided in this by-law, the powers of the board may be exercised by resolution passed at a meeting at which a quorum is present or by resolution in writing signed by all the directors entitled to vote on that resolution at a meeting of the board.

SECTION 4.2 NUMBER OF DIRECTORS

The board will consist of a maximum of 9 directors.

SECTION 4.3 QUALIFICATION

No person will be qualified for appointment as a director unless they are resident in British Columbia and meet all requirements for qualification as a director under the *Business Corporations Act*.

SECTION 4.4 APPOINTMENT AND COMPOSITION OF BOARD

As required by the *PNE Act*, the directors of the Exhibition will be appointed by City Council, in its sole discretion, from time to time and each director will serve at the sole pleasure of City Council until the expiration or prior cessation of such appointment.

Unless and until the appointment of any current director expires or is terminated by City Council, the current directors will continue in office until their successors are appointed.

Although City Council is not bound by the following Table 1 – Optimal Board Composition, City Council, in approving this by-law, considers the following as an optimal composition for the board of directors:

Table 1 – Optimal Board Composition

Recommended Category	Number of Directors within Recommended Category	Optimal Appointment Date	Optimal Length of Term*
City Councillor	1	Following Swearing in of new Council after Local Government Election and concurrently with new Council's appointments to Other City Boards and Committees	Concurrent with Term of that Councillor (typically approximately 4 years)
City Employee	2	June 1 in year before Local Government Election	4 years
City Employee	2	June 1 in the year following Local Government Election	4 years
Non-City	2	June 1 in the year before Local Government Election	4 years
Non-City	2	June 1 in the year following Local Government Election	4 years

*There is no recommended limit to the number of consecutive or outright terms to be served by City Councillor or City employee directors. There is a recommend limit of 3 consecutive terms interrupted by at least a one year period following 3 consecutive terms for any other category of director.

SECTION 4.5 TERM

Each director who is appointed as a City Councillor will serve a term concurrent with their term as a City Councillor. Each director appointed who is not appointed in their role as a City Councillor will serve a term of 4 years unless otherwise specified in the resolution of City Council appointing that director.

SECTION 4.6 REMOVAL/DISQUALIFICATION

(a) *Disqualification*

A director ceases to hold office upon expiry of the term of that director's appointment, upon removal from office by resolution of City Council, upon ceasing to be qualified to hold office pursuant to the *Business Corporations Act*, or upon written and signed resignation being sent to the Exhibition.

(b) *Removal for Non-Attendance*

- (i) Minimum Attendance. Each director must attend in person a minimum of 75% of directors' meetings within any 12 month period. No director may miss three or more board meetings in a row without prior leave of the board.
- (ii) Notice Requirement. A director who is unable to attend a meeting of the board must notify the secretary in a timely manner. There will not be alternate or substitute directors.
- (iii) Removal Procedure. Where a director has not met the minimum attendance requirements, or for any other reason considered appropriate by a majority of the other directors, a director may be recommended to City Council for removal from the board by resolution of a majority of the other directors.

SECTION 4.7 VACANCIES

The board Chair must notify City Council of any vacancies to the board and City Council may then fill the vacancies by appointment. Where there is a vacancy in the board, the remaining directors may exercise all the powers of the board so long as a quorum remains in office.

SECTION 4.8 QUORUM

The quorum necessary for the transaction of business of the directors may be set by the directors and, if not so set, is a majority of the directors.

SECTION 4.9 ELECTRONIC MEETINGS

If all the directors present at a meeting consent, a director may participate in a meeting of the board or of a committee of the board by means of telephone, internet, or other communications facilities as permit all persons participating in the meeting to speak to and hear each other, and a director participating in such a

meeting by such means is deemed to be present at that meeting. Any such consent will be effective whether given before, during, or after the meeting to which it relates and may be given with respect to all meetings of the board and of committees of the board held while a director holds office.

SECTION 4.10 PLACE OF MEETINGS

Meetings of the board may be held at any place in or outside Vancouver.

SECTION 4.11 CALLING OF MEETINGS

A director may, and the secretary on the request of a director must, call a meeting of the board at any time.

SECTION 4.12 NOTICE OF MEETING

- (a) Where a meeting of the board is called, notice of that meeting, specifying the place, date and time of that meeting,
- (i) must be given to each of the directors at least 48 hours prior to the meeting (except in an emergency in which case the notice must be reasonable in the circumstances)
 - (1) by mail addressed to the director's address as it appears on the records of the Exhibition or to any other address provided to the Exhibition by the director for this purpose,
 - (2) by leaving it at the director's prescribed address or at any other address provided to the Exhibition by the director for this purpose, or
 - (3) orally, by delivery of written notice or by telephone, voice mail, e-mail, text, or any other method of legibly transmitting messages,
- and,
- (ii) where the meeting is to include a public portion, must be given to the public not less than 14 calendar days prior to the meeting in a similar manner to notices which are given to the public by the City with respect to regular City Council meetings.
- (b) A notice of a meeting of directors need not specify the purpose of or the business to be transacted at the meeting except where there is to be a public portion to the meeting (in which case the general nature of the business or transaction to be discussed in public will be described in the notice) and except where the *Business Corporations Act* requires such purpose or business to be specified, including any proposal to
- (i) fill the office of auditor,
 - (ii) approve any annual financial statements, or

- (iii) subject to the authority of City Council under the *PNE Act*, adopt, amend or repeal this by-law or other corporate by-laws of the Exhibition.

SECTION 4.13 NOTICE OF REGULAR MEETINGS

The board may appoint a day or days in any month or months for regular meetings of the board at a place and hour to be named. A copy of any resolution of the board fixing the place and time of such regular meetings will be sent to each director and, where applicable, the public in accordance with Section 4.12 and then no other notices will be required for such notices.

SECTION 4.14 PUBLIC MEETINGS

There will be at least 4 regular meetings held in each calendar year of which at least 2 meetings will have a portion open to the public. The board will by resolution determine and publicize the protocol for public participation in the public portion of each meeting having same.

SECTION 4.15 MEETING VALID DESPITE FAILURE TO GIVE NOTICE

The accidental omission to give notice of any meeting of directors to any director, or the non-receipt of any notice by any director, does not invalidate any proceedings at that meeting.

SECTION 4.16 WAIVER OF NOTICE OF MEETINGS

Any director may file with the Exhibition a document signed by the director waiving notice of any past, present or future meeting of the directors and may at any time withdraw that waiver with respect to meetings of the directors held after that withdrawal.

SECTION 4.17 EFFECT OF WAIVER

After a director files a waiver under Section 4.16 with respect to future meetings of the directors, and until that waiver is withdrawn, notice of any meeting of the directors need not be given to that director unless the director otherwise requires same in writing to the Exhibition.

SECTION 4.18 ADJOURNED MEETING

Notice of an adjourned meeting of the board is not required if the time and place of the adjourned meeting is announced at the original meeting.

SECTION 4.19 CHAIR

The director appointed in the role of City Councillor will be the chair and if there is more than one such director, the chair will be the longest serving of such directors unless otherwise resolved by City Council.

The vice-chair will be as appointed by City Council and if no such appointment is made by City Council, then the vice-chair will be determined by resolution of the board.

Meetings of the board are to be chaired by

- (a) the chair of the board, if any,
- (b) in the absence of the chair of the board, any vice-chair who is also a director, if any, or
- (c) any other director chosen by the other directors if
 - (i) neither the chair of the board nor the vice chair, if a director, is present at the meeting within 15 minutes after the time set for the start of the meeting,
 - (ii) neither the chair of the board nor the vice chair, if a director, is willing to chair the meeting, or
 - (iii) the chair of the board and the vice chair, if a director, have advised the secretary, if any, or any other director, that they will not be present at the meeting.

SECTION 4.20 VOTING AT MEETINGS

At all meetings of the board every question will be decided by a majority of the votes cast on the question by voting members at the meeting. In case of an equality of votes the chair of the meeting will be entitled to a second or casting vote.

SECTION 4.21 RULES OF PROCEDURE

Unless specified in this bylaw or resolutions of the board, the *City of Vancouver Procedure By-law No. 9756* will govern the proceedings of directors and public participation in such meetings.

SECTION 4.22 DISCLOSURE OF INTEREST OF DIRECTORS

(a) *Other Office of Director*

A director may not hold any office or place of profit with the Exhibition (including for certainty the office of auditor of the Exhibition) in addition to their office of director at any time.

(b) *Disqualification*

No director or intended director may hold office if they or an affiliated entity is or intends to contract with the Exhibition as a vendor, purchaser, or otherwise, unless City Council first approves of such contract.

(c) *Professional Services by Director or Officer*

Where City Council has first approved of same, and subject to compliance with the *Business Corporations Act*, a director or officer of the Exhibition, or any corporation or firm in which that individual has an interest, may act in a professional capacity for the Exhibition, except as auditor of the Exhibition, and the director or officer or such corporation or firm is entitled to the remuneration for professional services as if that individual were not a director or officer.

(d) *Accountability*

A director or officer may be or become a director, officer, or employee of, or may otherwise be or become interested in, any corporation, firm or entity in which the Exhibition may be interested as a shareholder or otherwise, and, subject to compliance with the *Business Corporations Act*, the director or officer is not accountable to the Exhibition for any remuneration or other benefits received by them as director, officer, or employee of, or from their interest in, such other corporation, firm or entity.

SECTION 4.23 REMUNERATION AND EXPENSES

(a) *Generally*

Subject to paragraph (b), and subject to any limits or conditions imposed by City Council, the directors will be paid such remuneration for their services as the board may from time to time determine by resolution of the board. The directors will also be entitled to reimbursement for traveling and other expenses properly incurred by them in attending meetings of the board or any of its committees.

(b) *Exception for City Staff*

Despite paragraph (a) above, City employees appointed to the board are not eligible for remuneration from the Exhibition to attend board or committee meetings.

SECTION 5
COMMITTEES

SECTION 5.1 FINANCE AND AUDIT

(a) *Composition*

There will be Finance and Audit Committee of the board comprised of three members

- (i) one director who is not a City employee,
- (ii) one director who is a City employee, and
- (iii) one member who is a City employee but not a director.

(b) *Appointments*

The committee members referred to in sub-paragraphs (i) and (ii) will be elected by a majority of the board. Given the City's overall responsibility for the Exhibition under the *PNE Act*, the committee member referred to in sub-paragraph (iii) will be appointed by and serve at the pleasure of the City's City Manager.

(c) *Qualifications*

To the greatest extent possible, the board will elect the 2 director members of the Finance and Audit Committee who are the most financially literate, have the most accounting or related financial expertise, and are most able to make informed decisions regarding the financial position and functions of the Exhibition.

(d) *Responsibilities*

The Finance and Audit Committee will be responsible to the board for:

- (i) Conducting a preliminary review of capital plans prior to approval by the board
- (ii) Conducting a preliminary review of operating plans and annual budget prior to approval by the board
- (iii) Reviewing and recommending approval of annual audited financial statements
- (iv) Reviewing and recommending delegation of financial signing authority policy to the board

- (v) Recommending to the board the nomination and compensation of the external auditor
- (vi) Performing other duties as delegated by the board.

SECTION 5.2 HUMAN RESOURCES AND COMPENSATION

(a) *Composition*

There will be a Human Resources and Compensation Committee of the board comprised of three members

- (i) one director who is not a City employee,
- (ii) one director who is a City employee, and
- (iii) one member who is a City employee but not a director.

(b) *Appointment*

The committee members referred to in sub-paragraphs (i) and (ii) will be elected by a majority of the board. Given the City's overall responsibility for the Exhibition under the *PNE Act*, the committee member referred to in sub-paragraph (iii) will be appointed by and serve at the pleasure of the City's City Manager.

(c) *Qualifications*

To the greatest extent possible, the board will elect the 2 director members of the Human Resources and Compensation Committee who are the most experienced in this area, have the most human resources and compensation expertise, and are most able to make informed decisions regarding the human resources and compensation functions of the Exhibition.

(d) *Responsibilities*

The Human Resources and Compensation Committee will be responsible to the board for:

- (i) Ensuring that there is appropriate orientation and ongoing development for directors
- (ii) Reviewing remuneration for the CEO prior to approval by the board
- (iii) Reviewing annually the composition of the board with reference to the board Skills Matrix to optimize board effectiveness. Should it be required, updating the HP/PNE Board Skills Matrix

- (iv) Performing other duties as delegated by the board.

SECTION 5.3 OTHER COMMITTEES AND GENERAL RULES GOVERNING ALL COMMITTEES

(a) *Appointment of Other Committees*

In addition to the committees established by Section 5.1 and 5.2, the directors may, by resolution,

- (i) appoint one or more committees consisting of the director or directors that they consider appropriate,
- (ii) delegate to a committee appointed under paragraph (i) any of the directors' powers except
 - (1) the powers delegated to the committees established by Section 5.1 and 5.2,
 - (2) the power to change the membership of, or fill vacancies in, any committee of the board, and the power to appoint or remove officers appointed by the board, and
- (iii) make any delegation referred to in paragraph (ii) subject to the conditions set out in the resolution.

(b) *Obligations of All Committees*

Any committee formed under this Section 5, in the exercise of the powers delegated to it, must

- (i) conform to the rules that may from time to time be imposed on it by the directors, and
- (ii) report every act or thing done by it in the exercise of those powers to the earliest meeting of the directors to be held after the act or thing has been done.

(c) *Powers of Board*

The board may, at any time,

- (i) revoke the authority given to a committee, or override a decision made by a committee, except as to acts done before such revocation or overriding,
- (ii) terminate the appointment of, or change the membership of, a committee, and
- (iii) fill vacancies in a committee.

(d) *Committee Meetings*

Subject to Section 5.3(b)(i) above, and any other part of this by-law regarding a particular committee, the proceedings of all committees will be in accordance with the following rules:

- (i) Committees will conform to any rules that may be imposed by the board, but will otherwise have the power to fix its quorum at not less than a majority of its members, to elect its chair, and to regulate its procedure.
- (ii) Committee meetings will be subject to the call of the committee chair, and written notice will be given to each member a reasonable time before the date of the meeting.
- (iii) The board chair will be an ex-officio member of all committees.
- (iv) Vacancies on the committee will be filled by the board.

SECTION 6

OFFICERS

SECTION 6.1 APPOINTMENT

Council will from time to time appoint the chair and vice-chair of the board. The board will from time to time elect from amongst themselves a secretary, a treasurer and may appoint such other officers as the board may determine. The board may specify the duties of and, in accordance with this by-law and subject to the provisions of the *PNE Act*, delegate to such officer's powers to manage the business and affairs of the Exhibition.

SECTION 6.2 CHAIR OF THE BOARD

During the absence or disability of the chair of the board, his/her duties will be performed and his/her powers exercised firstly by the vice-chair and secondly such other director as appointed by a majority of the board from time to time.

SECTION 6.3 CHIEF EXECUTIVE OFFICER

The board will from time to time appoint a chief executive officer. If appointed, he/she will be the chief executive officer and, subject to the authority of the board, will have general supervision of the business and affairs of the Exhibition and will, subject to the provisions of the *PNE Act*, have such other powers and duties as the board may specify.

SECTION 6.4 SECRETARY AND TREASURER

The board may, in its sole discretion, choose to combine into one individual or assign to more than one individual the duties of secretary and treasurer.

SECTION 6.5 CORPORATE SECRETARY

Except where otherwise determined by the directors, the secretary will be appointed by and serve at the pleasure of, the chief executive officer. The secretary will attend and be the recorder of all meetings of the board and committees of the board and will enter or cause to be entered in records kept for that purpose minutes of all such proceedings. The secretary will give or cause to be given, as and when instructed, all notices to directors, officers, auditors and members of committees of the board, be the custodian of the corporate seal, if any, and be the custodian of all books, papers, records, documents and instruments belonging to the Exhibition, and will have such other powers and duties as the board or the chief executive officer may specify.

SECTION 6.6 TREASURER

The treasurer will be a director and will keep proper accounting records in compliance with generally accepted accounting principles and will be responsible for the deposit of money, the safekeeping of securities and the disbursement of the funds of the Exhibition, will render to the board whenever required an account of all transactions and of the financial position of the Exhibition, and will have such other powers and duties as the board or the chief executive officer may specify.

SECTION 6.8 VARIATION OF POWERS AND DUTIES

The board may from time to time and subject to the provisions of the *PNE Act*, vary, add to or limit the powers and duties of any officer.

SECTION 6.9 TERM OF OFFICE

The board, in its discretion, may remove and discharge the chief executive officer and may appoint another chief executive officer in their place.

SECTION 6.10 TERMS OF EMPLOYMENT AND REMUNERATION

The terms of employment and the remuneration of the chief executive officer will be determined from time to time by the board.

SECTION 7

PROTECTION OF DIRECTORS, OFFICERS AND OTHERS

SECTION 7.1 INDEMNIFICATION

The directors must cause the Exhibition to indemnify its directors and former directors, and their respective heirs and personal or other legal representatives to the greatest extent permitted by Division 5 of Part 5 of the *Business Corporations Act*.

SECTION 7.2 DEEMED CONTRACT OF INDEMNITY

Each director is deemed to have contracted with the Exhibition on the terms of the indemnity referred to in Section 7.1.

SECTION 7.3 INSURANCE

Subject to the limitations contained in the *PNE Act*, the Exhibition may purchase and maintain such insurance for the benefit of its directors and officers, as the board may from time to time determine is appropriate.

SECTION 8

DIVISIONS AND DEPARTMENTS

SECTION 8.1 CREATION AND CONSOLIDATION OF DIVISIONS

The board may cause all or any part of the business and operations of the Exhibition to be divided or to be segregated into one or more divisions upon such basis, including without limitation, character or type of operation, as the board may consider appropriate in each case. The board may also cause the business and operations of any such division to be further divided into sub-units and the business and operations of any such divisions or sub-units to be consolidated upon such basis as the board may consider appropriate in each case.

SECTION 8.2 NAME OF DIVISIONS

Any division or its sub-units may be designated by such name as the board may from time to time determine and may transact business, enter into contracts, sign cheques and other documents of any kind and do all acts and things under such name. Any such contract, cheque or document will be binding upon the Exhibition as if it had been entered into or signed in the name of the Exhibition.

SECTION 8.3 OFFICERS OF DIVISIONS

From time to time the board or, if authorized by the board, the chief executive officer, may appoint one or more officers for any division, prescribe their powers and duties and settle their terms of employment and remuneration. The board or, if authorized by the board, the chief executive officer, may remove at its or his/her pleasure any officer so appointed, without prejudice to such officer's rights under any employment contract. Officers of divisions of their sub-units will not, as such, be officers of the Exhibition.

SECTION 9

GENERAL

SECTION 9.1 AUTHORITY OF BY-LAWS

Any and all changes to this by-law will require a resolution from City Council.

SECTION 9.2 EFFECTIVE DATE

This by-law and any other by-law of the Exhibition is effective from the later of the date of the resolution of the directors adopting same and the date on which it approved by City Council.

SECTION 9.3 REPLACES PRIOR BY-LAW

Upon enactment of this by-law, all prior by-laws of the Exhibition are repealed.

ENACTED by the board of directors of the Exhibition on the ____ day of _____, 20__.

Chair

Secretary

AUTHORIZED AND APPROVED BY CITY COUNCIL on the ____ day of _____, 20__.

Signature of City Clerk
Certifying Such Approval

TERMS OF REFERENCE FOR HP/PNE BOARD OF DIRECTORS

Mandate

On behalf of the City of Vancouver, the Board of Directors of Hastings Park/Pacific National Exhibition provides direction for management of the multi-faceted activities at Hastings Park, as well as oversight for the implementation of the Hastings Park/PNE Master Plan.

Roles and Responsibilities

The specific responsibilities of the Board are to:

1. Agree on the job description for the Chief Executive Officer (CEO) and undertake, as the need arises, a search to find the most qualified person for the position; establish remuneration for the CEO; and conduct an annual performance review of the incumbent.
2. Oversee the development and implementation of a PNE 5 year Strategic Plan which reflects the direction established by the Hastings Park/PNE Master Plan, as adopted by Vancouver City Council in December 2010.
3. Participate with the CEO in an annual planning process through the review and approval of the PNE annual plan, and ensure the plan is aligned as appropriate with the strategic and annual plans of the City (Greenest City Action Plan, Vancouver Economic Action Strategy, Urban Forest Strategy, Biodiversity Strategy and the Vancouver Sports Strategy), the Vancouver Board of Parks and Recreation, Vancouver Economic Commission and Tourism Vancouver.
4. Review and approve the PNE operational plans, including an annual budget; review quarterly the financial performance of PNE and make sure that efficient and adequate financial and management controls, information systems, and management practices are in place and maintained.
5. Approve capital requests for submission to the City for approval.
6. Ensures accountabilities described in the Multi Party Operations Policy are met and reported on annually to the public and the City.
7. Oversee the identification of key risks and, through the CEO, implementation of appropriate systems to manage those risks.
8. Determine which programs and services are consistent with the mission of the PNE, and to monitor and evaluate their results (*not* the operations) and cost-effectiveness.
9. In support of the PNE public relations and community relations strategies, support the CEO in articulating the organization's mission, accomplishments, and goals to the public, as well as garnering

support from important members of the community. This responsibility includes the development and implementation of a Board calendar that includes scheduled public meetings.

10. Ensure that the PNE fulfills its legal obligations, fully exercises all of its contractual and other legal rights and privileges and maintains and complies with its code of ethics. This responsibility includes the approval and implementation of policies and procedures for:
 - adherence to provisions of the PNE corporate bylaws and articles of incorporation and all of the PNE's contractual obligations and rights
 - establishment of committees of the Board and the appointment of members
 - approval of the terms of reference for Board committees
 - development and implementation of a process to provide scheduled updates to City administration
11. Orient new Board members to their responsibilities and the history, mission, needs, and challenges of the PNE. This orientation should include, but not be limited to:
 - an orientation to the Hastings Park/PNE Master Plan, including familiarity with all aspects of the plan as the approved strategic direction for the Hastings Park/PNE site
 - provision of a Board Manual, which includes:
 - by-laws of the PNE
 - job descriptions of the Board members, officers and senior staff
 - list of directors, addresses and phone numbers
 - committee assignment lists with committee terms of reference
 - operating policies of the Board
 - summary of all material contracts
 - annual financial statements
 - minutes of meetings.
12. Develop, implement and monitor a process to evaluate its performance in fulfilling its responsibilities. The evaluation includes:
 - Annual review of the composition of the Board with reference to the key competencies for director effectiveness. If required, update the key competencies.
 - Monitor compliance with policies established by the Board.

Composition and Term Conditions

Composition and Term Conditions are established in the PNE Bylaws.

Skills and Experience

Board members will have the following skills or expertise in one or more of these areas and collectively the Board will have the skills and experience for the effective governance of Hastings Park and the PNE:

- Financial literacy
- Human Resources/Labour Relations
- Legal/Regulatory
- Parks management and development
- Marketing/promotions and communications
- Sports and recreation
- Tourism development
- Arts and culture
- Media relations
- Environmental Stewardship

Nominations

The nominations for the Board will follow the nominations process of the Vancouver City Clerk's department.

Remuneration

Remuneration is as established in the PNE Bylaws.

Hastings Park/ Pacific National Exhibition

Multi-Party Operations Policy

May 2015

Contents

Acronyms	iii
Definitions	iv
1. Context and Purpose	1
2. Operations and Maintenance	5
2.1 GREEN SPACES, PARK AREAS AND PLAZAS.....	5
2.2 BUILDINGS AND FACILITIES	7
3. Commercial and Community Use	9
3.1 CRITERIA AND RATES FOR USE OF FACILITIES AND BUILDINGS, GREEN SPACES, PARK AREAS AND PLAZAS.....	9
4. Playland	13
4.1 PLAYLAND MASTER PLAN.....	13
4.2 PLAYLAND OPERATIONS AND MAINTENANCE	13
5. Community Involvement	14
5.1 COMMUNITY ADVISORY GROUP	14
5.2 OPPORTUNITY TO PRESENT TO THE BOARD OF DIRECTORS	16
6. Planning and Budgets	17
6.1 PNE STRATEGIC PLAN	17
6.2 PNE ANNUAL BUSINESS PLAN AND OPERATING BUDGET	17
7. Financial	18
7.1 CAPITAL EXPENDITURES	18
7.2 FINANCING.....	18
7.3 INSURANCE.....	19
7.4 RISK MANAGEMENT.....	19
8. Reporting	20
8.1 ANNUAL REPORT	20
8.2 QUARTERLY REPORTS	21
8.3 OTHER REPORTING	21
9. Parking	22
10. Safety and Security	23
10.1 SECURITY	23
10.2 SAFETY	23
11. Signage & Advertising	24
Appendix 1 Service Level Protocol	26

ACRONYMS

CAG	Community Advisory Group
CEO	Chief Executive Officer
CoV	City of Vancouver
Council	City Council, City of Vancouver
HP	Hastings Park
HP/PNE	Hastings Park/Pacific National Exhibition
HP/PNE Master Plan	Hastings Park/Pacific National Exhibition Master Plan
MPOP	Multi-party Operations Policy
Park Board	Vancouver Board of Parks and Recreation
PMP	Playland Master Plan
PNE	Pacific National Exhibition
REFM	Real Estate and Facilities Management Group
SLP	Service Level Protocol
VPD	Vancouver Police Department

This document is not to be interpreted or construed as a contract or legally binding agreement or to create legal rights or obligations amongst the parties. This is a working document that sets out how the Pacific National Exhibition, City of Vancouver, and Vancouver Board of Parks and Recreation will integrate and coordinate their respective operations and decision-making within Hastings Park.

For further enquiries, please contact PNE Community Relations
Phone: 604-251-7708
Email: communityrelations@pne.ca

DEFINITIONS

Hastings Park refers to a 154 acre site, the future direction of which is outlined in the Hastings Park/PNE Master Plan, which was approved by Council in December 2010. The overall vision for Hastings Park, which includes the annual fair, is as a multipurpose destination for economic development, culture and entertainment, and as a park and public gathering space for both local and community residents across the city and the region. It is also the “Home of the PNE”.

PNE refers to the year round event company that includes four main activity streams:

- An annual fair in August
- Playland amusement park
- Year round facilities which are used to celebrate a variety of community, social, cultural, ethnic and commercial events
- Care and development of Hastings Park

HP/PNE refers to the scope of responsibility of the Board of Directors, appointed by City Council. The PNE Chief Executive Officer reports to the HP/PNE Board which is accountable to Council. The Board’s key responsibilities include (see the full Board’s Terms of Reference):

- Stewardship of the Hastings Park/PNE Master Plan
- Oversees the development and implementation of a 5 year strategic plan for the PNE; and an annual business plan that aligns with and incorporates elements of the HP/PNE Master Plan
- Oversees the development of an artistic/cultural/entertainment vision, as part of the Playland Master Plan, and that is aligned with the Hastings Park/PNE Master Plan
- Approves capital requests for submission to the City for approval
- Approves the PNE capital budget and operating plans including annual budget; ensures quarterly financial and operating reports are provided to the City
- Ensures accountabilities described in the Multi Party Operations Policy are met and reported on annually to the public and the City
- Appoints and establishes remuneration for the CEO; conducts an annual review of performance; if required terminates CEO.

HP/PNE Planning Committee is a joint City of Vancouver and PNE senior management group which provides strategic advice to staff on master plan implementation matters. Specific input from other City of Vancouver departments is sought as needed.

1. CONTEXT AND PURPOSE

This section describes the background on Hastings Park and the PNE, and the reasons why there is a need for a Multi-Party Operations Policy. It also describes the scope of the agreement in terms of the physical site, including green spaces, facilities and buildings.

Hastings Park was granted to the City of Vancouver by the Province of British Columbia in 1889. At 62 hectares or 154 acres, it is one of Vancouver's largest urban parks, drawing visitors from across the region. Hastings Park is a community and city wide asset, as well as a regional year-round destination.

Since 1910 an annual fair has been held at Hastings Park. The Pacific National Exhibition (PNE) was operated by the Province of British Columbia, as a Provincial Crown Corporation, from 1973 to 2003. On January 1, 2004, the ownership of the PNE changed from the Provincial Government to the City of Vancouver. In addition to the annual summer fair, the PNE operates Playland from April to October each year. Over the years its mandate expanded to include year-round exhibitions and various cultural/entertainment activities all occurring at Hastings Park and the facilities on the site.

The PNE operates under two different pieces of Provincial legislation, the Pacific National Exhibition Incorporation Act and the Pacific National Exhibition Enabling and Validating Act. By virtue of the former, City Council is the only government authority with the power to appoint the Board of Directors of the PNE. Therefore, the City is the only entity authorized to oversee the governance and operation of the PNE.

The City owns Hastings Park under the initial 1889 grant from the Province. The Pacific National Exhibition Enabling and Validating Act designates City Council as the only authority with the power to determine the uses and activities that are permitted to take place at Hastings Park.

In December 2010, Vancouver City Council adopted the Hastings Park/PNE Master Plan. This plan encompasses the capital investments which need to be made to align with the overall vision of the site as a multipurpose destination for economic development, culture and entertainment, and as a park and public gathering space for both the local community and residents across the city and the region.

The Hastings Park/PNE Master Plan describes the future vision and direction for the entire site, which operates 12 months a year and includes the following activities through use of the facilities on the site:

- **Economic Development** – annual fair, Playland, year round events, commercial activities.
- **Culture and Entertainment** – Pacific Coliseum, Agrodome, Forum, Rollerland, Garden Auditorium, Amphitheatre, Livestock building, Playland and other outdoor venues.
- **Parks and Recreation** – Empire Fields, Hastings Skate Park, bikeways and the green components of the Master Plan (for example Sanctuary, Italian Gardens, Momiji Gardens) which are aligned with Park Board standards and priorities.

On August 1, 2013, City Council adopted the implementation plan outlined in the report from staff entitled “Hastings Park/ PNE Governance Review” (June 18, 2013), which described a new governance structure for Hastings Park and the PNE.

Objective

The implementation plan noted that a MPOP should be developed to clearly define the roles, responsibilities and accountabilities for all operational aspects of Hastings Park and the implementation of the Hastings Park/PNE Master Plan. The City of Vancouver, the Park Board and the PNE are parties to the MPOP.

Purpose

The purpose of the MPOP is to provide for coordinated decision making and accountability for all aspects of Hastings Park/PNE. The MPOP recognizes that the priorities and interests of the City, Park Board, and PNE must be aligned to support the implementation of the HP/PNE Master Plan, which describes a mandate including the promotion of economic development, culture, and entertainment as well as, parks and recreation at Hastings Park.

Authority

The HP/PNE Board of Directors is appointed by Vancouver City Council and serves at the pleasure of Council. As such, the City’s position is considered prime with respect to all aspects of the operations, management and governance of activities at Hastings Park including the PNE.

The City Manager shall appoint a general manager from the City of Vancouver who reports to the City Manager on HP/PNE matters.

Review and Update

The City will designate an individual to monitor adherence by all three parties to the terms of this agreement. The designated person will report annually or, as required, to the HP/PNE Board of Directors.

Amendments to this MPOP may be recommended by any of the three parties to this MPOP. Amendments, including termination of the MPOP, are at the discretion of and subject to approval by the City.

This MPOP will be updated with input from all three parties a maximum of three years following its completion. Subsequent updates will then occur a maximum of every three years. The City will approve all updates to this MPOP.

The site map on the following page shows the elements at Hastings Park.



Welcome to Hastings Park



LEGEND

- | | | | |
|--------------------------|-------------------------------------|--------------|------------------|
| Connecting City Bikeways | Parking | Slots | Soccer |
| Park Greenways-Permanent | Pacific National Exhibition Offices | Gardens | Swimming Pool |
| Park Greenways-Temporary | Washroom | Amphitheatre | Playground |
| Trans Canada Trail | Restaurant | Volleyball | Fitness/Training |
| TransLink Bus Stop | Racecourse | Tennis | Pump Track |

CONTACT

PNE General Inquiries/Reception
Phone: 604.253.2311
After Hours:
City of Vancouver Park Board: 3-1-1
vancouverparks.ca

This MPOP describes accountability for the following elements of Hastings Park.

Green Spaces, Park areas and Plazas		
<ul style="list-style-type: none"> • Amphitheatre • Bicycle and Pedestrian Pathways • Celebration Plaza* • Creekway Park 	<ul style="list-style-type: none"> • Empire Fields • Hastings Skate Park • Italian Gardens • Leaside Tunnel 	<ul style="list-style-type: none"> • Momiji Gardens • Other Landscaped Areas • Plateau Sports Park • Sanctuary
Buildings and Facilities		
<ul style="list-style-type: none"> • Administration Building • Agrodome • DND Building • Electrical Substations 	<ul style="list-style-type: none"> • Forum • Garden Auditorium • Livestock Building • Pacific Coliseum 	<ul style="list-style-type: none"> • Rollerland • Technical Services Operations Buildings
Parking		
<p>There are 9 parking lots at Hastings Park that provide at least 10 parking stalls for park users Lot 1, 4, 5, 7, 8, 9, 10,12*, 15,16</p>		

*Dual purpose space

Hastings Racecourse and Slots is located at Hastings Park, and is currently operated by The Great Canadian Gaming Corporation under an operating agreement with the City of Vancouver. The operating agreement describes the operation of the slot machines, racetrack and associated facilities as well as amenity contributions required, lease payments and contributions to the City.

The terms of the operating agreement between the City of Vancouver and the Great Canadian Gaming Corporation are beyond the scope of this MPOP.

The Hastings Community Park including the Hastings Community Centre, which are located on the south side of Hastings Street, are beyond the scope of this MPOP.

2. OPERATIONS AND MAINTENANCE

This section describes the high level accountabilities for operations and maintenance at Hastings Park including green spaces, park areas and plazas, as well as buildings and facilities.

Operations and maintenance refers to the day to day care of spaces at Hastings Park including but not limited to plumbing, mechanical, structural repairs, utilities, graffiti removal, garbage removal, hard landscape, soft landscape and site furnishings. Specific accountabilities of the PNE, Park Board and City are described in the Service Level Protocol which is included in Appendix 1 and incorporated into the MPOP by reference. Operations and maintenance activities on the site comply with the Greenest City 2020 Action Plan including the plan to reduce greenhouse gas emissions.

The green spaces, park areas and plazas at Hastings Park are maintained to Park Board standards. Green spaces within Playland are maintained to meet the needs of Playland and to align with the requirements of the Playland Master Plan. These standards may change from time to time. All other Federal, Provincial, and industry regulatory and safety standards are applicable across all of the lands.

The PNE will set up temporary infrastructure for various events and festivals throughout the year, with the largest event being the annual Fair. These items include, but are not limited to tents, port-o-potties, amusement rides, event fencing, concession trailers, temporary staging, banners and signage. The PNE will remove and store all temporary infrastructure upon completion of each event, festival or fair. Removal of these items will be completed within 30 days and at the PNE's earliest opportunity. It shall be noted however that some temporary infrastructure will be left in place between events spaced no longer than 30 days in order to reduce operational expenses, except for the concert season in the Amphitheatre between May and September each year. Items from the annual Fair (i.e. food trailers) will not be left out throughout the year.

2.1 Green Spaces, Park areas and Plazas

	Green Spaces, Park areas, and Plazas	Maintenance Accountability Including Costs and Utilities	Where PNE is responsible for maintenance including water and utilities, all maintenance practices and standards are established by Park Board
1	Amphitheatre	PNE	
2	Bicycle and Pedestrian Pathways	PNE	
3	Celebration Plaza	PNE	
4	Creekway Park	PNE	PNE maintains planted and parking areas Portside bikeway/Trans Canada Trail is maintained to Engineering Active Transportation Standards
5	Empire Fields	Park Board	Park Board maintains all park features within the boundary of Empire Fields. Park Board is responsible for cost of utilities

	Green Spaces, Park areas, and Plazas	Maintenance Accountability Including Costs and Utilities	Where PNE is responsible for maintenance including water and utilities, all maintenance practices and standards are established by Park Board
	Empire Fields (cont.)	Park Board	<p>PNE maintains Rupert Electrical Substation City maintains electrical utilities outside of Rupert substation</p> <p>Park Board responsible for security and litter pick up City removes garbage totes from locations designated by Park Board/City Engineering</p>
6	Hastings Skate Park	PNE	
7	Italian Gardens	PNE	
8	Leeside Tunnel	Park Board	Responsibilities for management, operations and maintenance of the Leeside Tunnel Skate Park are governed by the Memorandum of Understanding between the City of Vancouver Engineering Services and Vancouver Board of Parks and Recreation (November 2009)
9	Momiji Gardens	PNE	Maintained in consultation with the Japanese Garden Association and using Japanese horticultural and gardening methods
10	Other Landscaped Areas	PNE	Includes areas such as park and open spaces around buildings and parking lots, walkways and other site features (refer to SLP in Appendix 1 for specifics)
11	Plateau Sports Park	Park Board / City	<p>City maintains field house, bleachers, plumbing, electrical, lighting</p> <p>Park Board responsible for security and litter pick up City removes garbage totes from locations designated by Park Board/City Engineering</p>
12	Sanctuary	PNE / City	<p>City Engineering diverts municipal storm water to the sanctuary pond and manages the storm water system associated with the sanctuary</p> <p>Responsibility for the fishing platform in the sanctuary pond, stocking the pond with fish stocks and the use of the pond and platform, as well as their maintenance is governed by the License Agreement among the City of Vancouver, the PNE and the Freshwater Fisheries Society of BC (Sept. 30, 2012)</p>

Future Park and Open Spaces

Accountability for operations and maintenance of future park and open spaces will be integrated into this MPOP through discussion among the three parties to this agreement.

Trees

Park Board establishes maintenance practices and standards. PNE maintains trees throughout Hastings Park in areas that are not maintained by the Park Board. Tree removals will conform to the City's Tree Protection Bylaw.

2.2 Buildings and Facilities

Ownership and Operations

All buildings at Hastings Park, except those in Playland, are City of Vancouver assets. The buildings in Playland are owned by the PNE.

The PNE receives proposals from the community or groups requesting temporary or permanent physical changes at Hastings Park. The PNE refers such proposals to the HP/PNE Planning Committee for review and an assessment for adherence to relevant City and/or Park Board protocols and policies. The Planning Committee then provides a recommendation to the HP/PNE Board of Directors.

The PNE adheres to City policy regarding facility naming rights.

Requests for permanent and temporary art work on the site are addressed using the City of Vancouver protocol.

Accountability for operations and maintenance of buildings and facilities is described in the following table. Operations and maintenance standards are established by the PNE in consultation with users of the building and facilities.

	Buildings and Facilities	Maintenance Accountability Including Costs and Utilities	Notes
1	Administration Building	PNE	
2	Agrodome	PNE	
3	DND Building	PNE	
4	Electrical Substations	PNE	Rupert, Garden, Sheep, Food, Empire
5	Forum	PNE	
6	Garden Auditorium	PNE	
7	Livestock Building	PNE	
8	Pacific Coliseum	PNE	
9	Rollerland	PNE	
10	Tech Services Operations Building	PNE	

PNE is responsible for day-to-day maintenance and operation of specified buildings and facilities. The City is responsible for major capital maintenance, through its regular maintenance processes. PNE is accountable for identifying future capital maintenance needs in consultation with the City and Park Board, These capital needs are incorporated into the City's capital planning process.

Utilities and Services

Responsibility for lighting, water, and sewer services and site fixtures at Hastings Park is aligned with operations and maintenance responsibilities as described in the SLP in Appendix 1.

Metro Vancouver is responsible for maintaining the Rupert trunk sewer line. All parties must respect applicable rights of way.

Subject to the outcomes of a site wide servicing study, new utilities and services at Hastings Park will conform to current City Engineering standards, or the current standards of the utility approving body (such as TELUS, BC Hydro, Fortis) as well as the Greenest City 2020 Action Plan.

3. COMMERCIAL AND COMMUNITY USE

This section describes the approach that the PNE takes to providing commercial and community use of buildings and facilities as well as green spaces, park areas and plazas at Hastings Park. It also discusses the development and implementation of a communication strategy and protocol.

The PNE develops, publishes and administers the application process for use of facilities, buildings, and green spaces with the exception of venues and spaces that are the responsibility of the Park Board (including Empire Fields, Leaside Tunnel, and Plateau Sports Park).

The PNE establishes commercial rental rates based on prevailing patterns in the industry. The PNE controls its rental rates based on a variety of factors and to meet its annual budget and business plans.

PNE manages permitting for a variety of special events that take place in the open spaces at Hastings Park such as picnics, weddings, private recreation activities, and sporting events.

The three parties to this MPOP will develop a communications strategy and protocol for park use and programming by December 15, 2015. The protocol will include criteria, timing and responsibility for communication to the general public and the local community should programming disrupt casual community access in any way.

3.1 Criteria and rates for use of facilities and buildings, green spaces, park areas and plazas

Commercial for profit entities or private use

Rates and conditions are negotiated on a case by case basis.

Community Use

Community use is defined as use by formal and informal groups and community based organizations.

Rates and conditions are approved annually by the HP/PNE Board of Directors and published on the PNE website with venue descriptions. Adjustments of rates and conditions may also be negotiated on a case by case basis.

Community use rental terms and conditions

All venues are vacated during the annual fair period (two weeks prior to the fair and two weeks after the fair).

Renters are required to submit their application for venue use at least 60 days prior to the event, and PNE responds within 5 business days of receipt of application to begin the permit process.

Rental rates for longer term use of buildings and green spaces (more than five days) may be negotiated on a case by case basis.

The following charges are in addition to rental fees:

- Production labour
- Food and beverage services
- Security/ushers/ticket takers/first aid
- Housekeeping/washroom attendant
- Electrician – eight hour call
- Venue changeover and preparedness/forklift
- House spotlights
- Stage/barricades/floor set up
- Engineer
- Staging and public address system
- IT services
- Exhibitor services – pipe and drape, power, tables, chairs, supplemental lighting, carpet
- Hockey season (Coliseum) - removal of glass/boards for access/concert decking

Renters obtain and maintain comprehensive general insurance including, without limitation, coverage for contractual liability with the PNE, City of Vancouver, and Vancouver Board of Parks and Recreation as additional insured parties. Such policy or policies are written on a comprehensive basis with inclusive limits of not less than \$2,000,000 per occurrence including \$2,000,000 for bodily injury and death to any one or more persons or for property damage. Should the PNE have the opportunity for commercial use of a venue, for which a permit has been issued for community use, the community-use event may be relocated to an alternative and appropriate venue at Hastings Park. PNE provides the community use renter a minimum of 30 days notice of relocation to an alternative venue, which is specified in the rental agreement.

Community-Use Rates

Rate A: Non-profit organizations or private groups whose event is primarily of interest to the group itself. For example: Community Associations/Government Agencies; school boards and athletic organizations that run functions including runs and walks to raise funds.

Rate B: Non-profit organizations whose event is primarily of interest to the general public (For example special events, festivals, concerts that are promoted with the general public and do not benefit a specific group)

Venue		Rate A*	Rate B*	Venue Description
Outdoor				
Amphitheatre	Full Day	\$8,000	\$7,200	Approximate capacity of 7,000 people depending on configuration. Includes bleacher seating and access to two front of house washroom facilities. Mobile stage can be rented either from the PNE or from a mobile stage provider. Includes 4,800 square feet covered tent space (two 60'x40') for VIP and back of house. Also includes dressing rooms, wash trailers and production office
Multipurpose Buildings				
Agrodome	Full Day	\$8,000	\$7,200	Ice surface for minor hockey and figure skating events during the winter months. For the remainder of the year, available for a variety of events such as professional tennis, boxing, wrestling, and flat shows. Oval floor with polished concrete surface surrounded by more than 3,000 permanent seats. Additional floor seating for 2,000 is available for concerts and other events.
Policy and rates established by Park Board for community use of ice rink				
Forum	Full Day			Exhibition facility of approximately 45,000 gross square feet, can be utilized in its entirety or separated into two equal sections by sliding wall dividers. At the south end of the building, floor area is post-free with significant ceiling clearance, and is appropriate for large displays and trade shows as well as demands of the film/commercial industry. Can accommodate diversified groups of over 3,900 in concert mode, 2,000 people for banquets, and 1,250 in permanent seats.
	Full venue	\$6,000	\$5,400	
	Half venue	\$3,200	\$2,880	
Rollerland	Full Day	\$4,000	3,600	Suited for small consumer shows and banquets of up to 800 people; can be used as individual exhibit building or concert hall and potentially a film studio. The 19,800 gross square feet of exhibition space can accommodate one hundred 10' x 10' display booths, with easy access all around. There are acoustic tiles in the ceiling that enhance the facility for banquets and special events. Flexible access includes drive-in loading door access and choice of public entrances.
Garden Auditorium	Full day	N/A		Heritage building with a built-in stage and wooden floors. Interior area is 9,000 square feet (arena floor 6,950 square feet); total capacity 1,100 with floor seating for 600. Since 2003, building has been the year-round home for the CircusWest Performing Arts Society.
Cultural use only; long term lease anticipated				
Pacific Coliseum	Full Day	\$24,000	\$20,000	Rarely used for community events. The Coliseum provides a setting for diverse events such as ice shows, boxing, basketball, hockey, concerts, circuses, large assemblies, and trade & consumer shows. Accommodates 15,713 in permanent seating, with provision for 2,000

Venue		Rate A*	Rate B*	Venue Description
				temporary seats on the floor for concerts and spectator sports. Large trade shows can be accommodated in the 80,000 gross square feet of exhibition area on the floor and 47,000 gross square feet on the concourse, with a 14-foot wide ramp connecting the two levels. Ceiling clearance from the floor is 68 feet. Dressing rooms, office space, press working areas, exhibitors lounge and full ticket facilities available in the building. For sporting and other public events, seating capacities range from 4,200 in mini concert stage to 17,000 in round full concert or sports seating.
Green Spaces and Park Areas				
Hastings Skate Park		varied	varied	Rental fees and charges as established by the Park Board as posted on the PNE website
Italian Gardens		varied	varied	Rental fees and charges as established by the Park Board as posted on the PNE website
Momiji Gardens		varied	varied	Rental fees and charges as established by the Park Board as posted on the PNE website
Sanctuary		varied	varied	Environmentally sensitive venue. Applications will be considered with respect to their potential impact on wildlife, flora and water quality.
Other				
Hastings Room (PNE Admin Bldg)	Full Day	\$500	\$500	Additional charge of \$200 for set up and post clean. Rent waived if catering charges are at least \$5000
	Half Day	varied	varied	Negotiated based on catering requirements

*Rates subject to change from time to time

The Park Board issues permits, and grants access to the following venues:

- Empire Fields
- Leaside Tunnel
- Plateau Sports Park

Rates and process to apply to use venues are posted on the City web site.

4. PLAYLAND

This section describes the development and approval of the Playland Master Plan as well as accountabilities for Playland operations and maintenance.

4.1 Playland Master Plan

Playland is defined by the fenced boundary around the amusement park, currently approximately 14 permanent acres. This boundary expands temporarily during the annual fair to provide additional ride capacity. The Playland Master Plan (PMP) aligns with the Hastings Park/PNE Master Plan that was approved by City Council in December 2010. The PMP outlines a multi-year phased strategy to renew and expand Playland to the full 22 acres stipulated in the Hastings Park/PNE Master Plan. The PMP includes guidelines for site layout, theme and ride acquisition.

The PNE and the City of Vancouver share responsibility for developing the PMP which will be aligned with the vision for Hastings Park: to create a fair within a park – a significantly greener and more publicly accessible Hastings Park which renews Vancouver’s historic annual fair and amusement park, while ensuring economic vitality and long-term sustainability.

The PMP will be reviewed and approved by the HP/PNE Planning Committee and the HP/PNE Board. The HP/PNE Board and City Council approves the financing.

The PMP will be implemented in phases and each phase will involve detailed design, financing and construction. The PNE will be responsible for the detailed design and construction phases.

The PMP will be executed under the direction of the HP/PNE Board and the Board will have discretion to modify details of the Plan as each annual phase is executed, without changing the integrity of the Playland Master Plan.

4.2 Playland Operations and Maintenance

The Playland amusement park rides and buildings are owned, operated and maintained by the PNE.

The rides are maintained by PNE staff in accordance with each ride manufacturer’s specifications and under guidelines established by the BC Safety Authority. Staff also follows the guidelines established by the American Society for Testing and Materials. The PNE engages a third party engineering firm to inspect the rides and to audit PNE ride maintenance practices.

Green space within Playland is maintained by PNE staff to meet the needs of Playland as well as aligning with the requirements of the PMP and the Greenest City 2020 Action Plan.

The HP/PNE Board approves new ride acquisitions and associated site development, and the ride replacement strategy for Playland.

5. COMMUNITY INVOLVEMENT

This section describes the role of the PNE regarding community involvement in the activities that occur at Hastings Park. The key elements are establishing and managing the Community Advisory Group and implementing a process to provide access to the HP/PNE Board of Directors through Board meetings that are open to the public.

Community involvement is a cornerstone of the success of the Hastings Park site. In accordance with the PNE by-laws, the PNE establishes and manages a Community Advisory Group. The role of the PNE is to make sure that both the local and regional communities have an opportunity for input into current and planned activities on the site; and increase community connectedness and transparency by also providing opportunities for access to the HP/PNE Board of Directors.

5.1 Community Advisory Group

The Community Advisory Group is established and managed by PNE staff.

The purpose of the CAG is to provide constructive input and feedback to PNE staff regarding items such as on-site programming, implementation of aspects of the HP/PNE Master Plan, operational aspects that affect the local community, city or region.

Membership on the CAG is drawn from community and city-wide stakeholders who represent a larger interest group. Members represent an interest or demographic group and have demonstrated their capacity to act as a representative of a larger group.

The CAG consists of eight members. The membership represents diverse backgrounds, including geographic, generational, and cultural diversity and includes (but is not limited to) representation from the following areas:

- Business and Economic Development
- Sport and Recreation
- Neighbourhood Agencies and Associations
- Culture, Events and Festivals
- Park Stewardship, Sustainability and Environmental Education
- Educational Institutions

Applications for membership on the CAG are posted on the PNE Website by May 1, each year. The membership application period remains open until June 1, each year. Members are selected by the PNE Executive Management Committee by July 1, each year.

Members are appointed for a one year term, at which time they may reapply. No member may serve for more than five consecutive years. Members may re-apply not less than one year after the end of the prior term of service.

The CAG meets six times per year. A meeting schedule is established in September of each year for the following 12-month period and posted on the PNE website. The meetings take place at Hastings Park and are chaired and coordinated by a PNE Staff member.

CAG and its members serve at the pleasure of the Chair.

Meeting notes are emailed to CAG members and posted on the PNE's website after they are adopted at each subsequent meeting.

Chairperson

- The CAG meetings are chaired by a PNE Staff member. Administrative and other assistance is provided by PNE staff. The meeting agenda is prepared by the Chairperson and circulated to members via email two weeks prior to each meeting.
- The Chairperson coordinates meeting dates, invitations and responses, distributes meeting material including agendas and meeting notes as well as acting as a liaison between meetings to facilitate information sharing and problem-solving as necessary to ensure the effectiveness of the CAG.

Members

- As CAG members represent a larger interest group, they are expected to communicate back to their representative groups on progress, and to bring forward the feedback and input of the groups they represent.
- Members may be requested to review material in advance of meetings so that meetings are focused and time-effective. These materials are provided two weeks prior to each meeting to allow for timely consideration.
- CAG members provide individual and collective input and advice during all meetings, both on the topics requested by the Chairperson, and on topics that members raise. Discussion and input is encouraged, as all information is received by the PNE Executive Management Committee.
- Members are expected to attend and participate in meetings. There are no alternate members.

At CAG meetings members will:

- (1) Speak or present any materials in a manner that is respectful of all persons
- (2) Use courteous or parliamentary language
- (3) Speak only on the matter before the CAG
- (4) Respect the authority of the Chair.

5.2 Opportunity to present to the Board of Directors

To provide an opportunity for input from the immediate and city wide community, the following procedures describe how an individual or a delegation may submit an item for consideration at the open portion of a HP/PNE Board meeting, or speak to agenda items.

The annual HP/PNE Board meeting schedule is established in September every year for the following 12 month period and posted on the PNE website. There is an open portion at three of the Board meetings, of which there are typically six in a calendar year. These meeting dates are also posted on the published calendar and typically include the meetings in April, July and December.

Agendas and relevant reports are posted on the PNE website approximately one calendar week prior to each Board meeting. Individuals or delegations may request that an item be placed on the agenda by submitting a request three calendar weeks prior to the meeting that includes a scheduled open portion. Requests may be made by email, phone, or in person. All requests are considered, and the HP/PNE Board Chair sets the agenda for each meeting.

Individuals or delegations may request to speak to an agenda item once the agenda is posted and up to 24 hours prior to the start of the meeting. Requests are made by mail, email or phone, and must be received by the PNE 24 hours before the start of the meeting. Requests must include first and last name, organization or interest group (if applicable) and agenda item to be addressed.

All speakers have up to five minutes to address their requested agenda item. The number of speakers to an agenda item is limited to four, and the number of public items on the agenda is limited to four. Any agenda item requests that are not addressed are deferred to a future Board meeting.

Individuals or delegations wishing to present audio-visual or hard copy materials must submit the materials to the designated PNE staff member at least 24 hours prior to the start of the meeting. PNE retains copies of all material presented to the Board.

Individuals and delegations at Board meetings will:

- (1) Speak or present any materials in a manner that is respectful of all persons
- (2) Use courteous or parliamentary language
- (3) Speak only on the matter under consideration by the Board
- (4) Respect the authority of the Chair.

6. PLANNING AND BUDGETS

This section describes accountability for the long and short term planning processes as well as the preparation and approval of operating budgets.

6.1 PNE Strategic Plan

PNE staff develops a comprehensive strategic plan, and an accompanying financial plan, indicating anticipated revenues and expenditures. The plan describes the corporation's five year business and operating strategies, and focuses on the existing activity streams of the PNE:

- An annual fair in August
- Playland amusement park
- Year round facilities which are used to celebrate a variety of community, social, cultural, ethnic and commercial events
- Care and development of Hastings Park.

The PNE consults with respective City and/or Park Board departments to ensure the PNE's five year strategic plan aligns with the HP/PNE Master Plan as well as appropriate City and/or Park Board plans (such as the City ten-year Strategic Outlook and four-year Capital Plan, Vancouver Economic Commission Plan, Greenest City 2020 Action Plan).

The strategic plan is approved by the HP/PNE Board. Achievements compared to the plan are reported on annually to the HP/PNE Board, Park Board and City Council. The strategic plan is maintained as a five-year rolling plan and refreshed annually to reflect changes in external environment or operating position.

6.2 PNE Annual Business Plan and Operating Budget

PNE staff prepares an annual business plan, capital and operating budgets based on the PNE's four activity streams and aligned with the goal of financial sustainability for the PNE. The plans are approved by the HP/PNE Board.

PNE staff provides quarterly updates on all plans to the HP/PNE Board.

Revenues from all PNE operations are retained by the PNE and reinvested at Hastings Park for site and park area maintenance and minor capital expenditures.

7. FINANCIAL

This section describes accountability for the financial components of Hastings Park and the PNE including capital budgets, long term debt/financing, insurance, and risk management.

7.1 Capital Expenditures

The Service Level Protocol in Appendix 1 defines the parameters for major and minor capital expenditures and opportunities for the City to provide support for planned expenditures.

An annual capital maintenance plan is compiled by the PNE in collaboration with City REFM and City Financial Services, and submitted to the City for approval. It is then incorporated into the City's annual capital budget. The PNE maintenance plan includes a minor capital works reserve fund approved by the HP/PNE Board to pay for unforeseen minor capital works. Project management of major and minor capital items is determined through consultation between the PNE and the City.

Proposals for larger capital expenditures related to HP/PNE Master Plan implementation, such as new parks, buildings, and facility renewal, are developed by the City with guidance from the HP/PNE Planning Committee. They are vetted by the HP/PNE Board and approved by Council as part of the City's capital planning process, and can leverage existing City contracts, procurement and supply chain processes.

PNE is responsible for all other financial services including information technology, supply chain management and financial services.

7.2 Financing

Long-term debt requirements for all aspects of Hastings Park are included in the City's financing plan through the City's capital planning process.

PNE has a revolving facility with a Canadian chartered bank for operating credit as well as an installment loan for capital purchases. A general security agreement covering all assets and undertakings of PNE is provided as collateral for the operating line as well as a guarantee and postponement of claim by the City.

Requests for increases in the operating credit and installment loan are submitted by PNE to the City for approval by the City with a minimum 12 months' notice.

Applications for infrastructure funding from higher levels of government are approved by the City.

The Playland renewal financing strategy is yet to be determined.

7.3 Insurance

The PNE purchases necessary insurance for operating its business. This insurance includes, but is not limited to, property, liability, excess liability, directors' and officers', boiler maintenance, and crime insurance.

The PNE purchases insurance for all assets including buildings at the Hastings Park site north of Hastings Street and Lot 16 South of Hastings Street, with the following exceptions:

- Empire Fields
- Leaside Tunnel
- Plateau Sports Park

These three sites are insured by the City.

The PNE requires that independent event operators renting facilities at Hastings Park provide sufficient additional insurance (see Section 3, page 9). The PNE, City of Vancouver, and Vancouver Board of Parks and Recreation must be included as additional insured.

7.4 Risk Management

The PNE manages property and liability insurance claims and deals with any resulting legal issues as well as discussions with insurance adjusters.

The PNE negotiates its own contracts ensuring aspects of insurance, indemnity, or other risk assumptions or provisions are addressed.

As required City Risk Management team conducts a review of new public use equipment or related additions to the site, with the exception of additions to Playland.

For areas where PNE is responsible for maintenance, PNE documents defined maintenance standards and procedures, as well as documenting that it is meeting established thresholds, in particular for areas not included in the SLP.

8. REPORTING

This section describes the reporting that the HP/PNE Board provides to the City and the public.

8.1 Annual Report

The PNE Annual Report is a comprehensive report on the activities carried out by the PNE throughout the preceding year. The Annual Report gives the City of Vancouver and other interested parties information about the activities and financial performance of the PNE. The Annual Report is submitted to the City of Vancouver and made public on the PNE website. Typically, the Annual Report includes:

- Brief description of PNE programs, services and activities in the most recent year related to its four main activity streams
- Audited statements of income, financial position, cash flow, and notes to the statements providing details for various line items for the PNE
- Management's discussion and analysis of the PNE's financial condition and the results that the company has posted over the previous two years
- Listing of the HP/PNE Board of Directors and executive officers
- Tracking of annual energy consumption and greenhouse gas emissions, and progress made to reduce energy consumption and greenhouse gas emissions.

The Annual Report is prepared by the staff of the PNE, with input from Park Board and City staff, which provide details on the ongoing alignment and measures of progress and accomplishments towards the achievement of the:

- HP/PNE Master Plan
- PNE Strategic Plan
- Playland Master Plan

The Park Board provides to the PNE staff, for inclusion in the Annual Report, a description of the services and activities for those areas of Hastings Park for which it has direct responsibility. The Park Board also provides an overview of the activities and programs managed by the Park Board at Hastings Park for the reporting period.

The Annual Report outlines progress towards achievement of the goals of the strategic and annual plans of the City (for example, Greenest City 2020 Action Plan, Urban Forest Management Plan, Biodiversity Strategy, and Vancouver Sports Strategy), Park Board, Vancouver Economic Commission, Tourism Vancouver and Destination BC, as well as progress toward enhancing patron experience, building community engagement and expanding public connectedness.

The Annual Report includes such statistics and documentation as deemed appropriate to support the measures and statements of progress towards the achievement of the vision, goals and strategies.

The Annual Report demonstrates that the diverse citizens of Vancouver have had access to the programs, services, and activities that take place at Hasting Park. Diversity, for the purposes of the Annual Report, includes people of all ages, abilities, sexual orientation, gender, ethnic/cultural background, language and socio-economic position.

The HP/PNE Board of Directors reviews and approves the Annual Report prior to submission to the City.

8.2 Quarterly Reports

Quarterly reports are provided to the HP/PNE Board of Directors on the following:

- HP/PNE Master Plan
- PNE Strategic Plan
- PNE Capital Plan
- Playland Master Plan
- PNE Annual Business Plan and Budget.

8.3 Other Reporting

PNE prepares and submits to the HP/PNE Board and the City an Annual Maintenance Plan at the beginning of each calendar year, which includes its Preventive Maintenance Plan. At the end of each year, PNE submits a report to the City summarizing the routine maintenance that has been performed and associated costs; as well as the capital maintenance and improvements performed and costs. The City may validate the maintenance plan.

9. PARKING

This section describes on-site parking at Hastings Park including pay parking and park use parking.

- The PNE establishes parking policies and provides security for Lots 1,4, 5, 7, 8, 9, 10,12, 15, and 16 as shown on the site map on Page 3. Lot 12 is a dual purpose space.
- The PNE manages and maintains the parking lot within Creekway Park for park use only.
- Park Board manages and maintains parking for Empire Fields.
- The PNE uses a dynamic pricing structure to establish parking rates which are based on the scale and type of event and a review of the prevailing rates throughout the region.
- The PNE communicates its dynamic pricing structure through its website, on site and through the online ticket purchasing process.
- When event paid parking is in effect, excluding the fair period, PNE allocates at least 10 parking stalls, in Lot 1 for park users. The stalls are designated and located so as not to interfere with the business of the PNE. When Lot 1 is being used for an event at the Forum Building, the PNE will direct park users to an alternate location in close proximity of the existing green spaces. Both Lot 1 stalls and alternate stalls are available on a first come first served basis for up to two hours, after which time pay parking is in effect at posted rates. Information on the location of stalls and terms of use are posted on the PNE website. On-site signage indicates location of park use parking. The approach to parking, including the number of stalls, will be reviewed as the implementation of the Master Plan progresses.

10. SAFETY AND SECURITY

This section describes responsibility for Hastings Park site security and surveillance including standards.

10.1 Security

The City provides security for Empire Fields, Plateau Sports Park and Leaside Tunnel.

PNE provides security and surveillance for the remainder of the site. PNE policy to comply with City of Vancouver policy on this matter.

Authorized City, Park Board and VPD staff may write tickets or citations for by-law infractions in park areas other than at private events. The PNE can authorize amendments to by-laws for private events (smoking, off leash dogs).

10.2 Safety

The City of Vancouver's Safety Management System (May 2013) best practices, safety programs and policies as well as the WorksafeBC Occupational Health and Safety Regulations and *Worker's Compensation Act* must be adhered to throughout the site. Specifically:

- Regarding WorksafeBC – the City (including Park Board) and the PNE are the two major employers on site and each is responsible for meeting the requirements of the WorksafeBC regulation
- Each employer is required to meet OHS regulations as they apply to their work, purchase adequate insurance, complete any paperwork required in the case of injuries, and fulfil any other safety requirements
- BC Safety Authority – has jurisdiction over the rides at Playland.

The City or its designate is considered the prime contractor when work is undertaken by two or more owners and/or employers and the location of the work overlaps.

Metro Vancouver is the prime contractor for work on the Rupert Sewer Trunk Line.

11. SIGNAGE & ADVERTISING

This section describes the signage and advertising at Hastings Park and identifies the roles and responsibilities for the design, content, placement, operation and maintenance of signage. It also presents an approach to non-event based signage that fulfils the Hastings Park/PNE Master Plan principle of creating a cohesive identity to convey wayfinding and other information.

On-site advertising is consistent with City of Vancouver Sign Bylaw 6510.

Signage is the medium used to communicate vital information to park visitors, whether they are pedestrians, cyclists or motorists. This delivery of information is accomplished through the use of permanent and temporary wayfinding, regulatory, warning and information signage.

Signage is either permanent or temporary:

- **Permanent Signage:** vehicular, directional, pedestrian/cyclist, maps, interpretive, informative or identifier signs
- **Temporary Signage:** project signs, murals, fence banners, temporary entry, and pavement markers which are removed after a specified period of time.

All signage at Hasting Park/PNE, whether permanent or temporary, is maintained in good working order by the PNE and is categorized as follows:

Category 1: event and programming signage related to PNE – short-term PNE events, Playland, annual fair and other site activities. Category 1 signage conforms to PNE and/or event branding standards and signage protocols, which may change from time to time, and are defined and interpreted by the PNE. In all cases, this signage complies with City sign bylaws.

Category 2: park branding, regulatory, and wayfinding signage includes permanent and temporary signage related to defining the layout of Hastings Park. PNE is responsible for making sure that its Category 2 signs conform to the following design standard documents:

- *Hastings Park Visual Identity Guidelines*, approved by the City of Vancouver, October 3, 2011
- *Hastings Park Wayfinding and Signage Manual*, approved by the City of Vancouver May 9, 2013
- *City Sign Advertising Bylaws*.

Any proposed changes or variation to existing standards will be agreed upon through discussions between the City and PNE. With the exception of the *City Sign Advertising Bylaws* noted above, changes to standards are subject to final approval by the HP/PNE Board of Directors, and may be appended to and form part of this MPOP.

Changeable Message Signs

The PNE is responsible for messaging, operating and maintenance of the Gate 1 electronic sign. Community groups may apply to the PNE for access to the Gate 1 sign to promote community events as part of the event permit process. The PNE makes available up to 10% of the overall time in operation for the changeable message sign for permitted community events. Community event messages may be posted for up to one week prior to the start of the event and remain in place for the duration of the event.

The primary use of other perimeter electronic signs (at Gates 2, 6, and 9) is to provide information on parking lot availability and traffic flow during events at Hastings Park.

Content of messaging on perimeter electronic gateway signs within Park Board jurisdiction (Empire Fields) is restricted to parking lot, traffic related information and events taking places exclusively on Park Board open spaces. Event messaging for these signs is provided to PNE by Park Board and the Park Board is responsible for sign maintenance.

APPENDIX 1 SERVICE LEVEL PROTOCOL

SERVICE LEVEL PROTOCOL HASTINGS PARK / PACIFIC NATIONAL EXHIBITION

For purposes of this document, the parties are identified as follows:

Owner	City of Vancouver	CoV
Operator	Pacific National Exhibition	PNE

This protocol is specific to the Building and Facilities at Hastings Park including parking lots and roadways. The buildings covered under this agreement include the Administration Building; Agrodome; DND Building; Electrical Substations; Forum; Garden Auditorium; Livestock Building; Pacific Coliseum; Rollerland; and the Technical Services Operations Buildings. Site Services and Infrastructure applies to the grounds at Hastings Park although it does *not* include the areas under Parks Board jurisdiction (i.e. Empire Fields, Plateau Sports Park, Leaside Tunnel).

This protocol is not to be interpreted or construed as a contract or legally binding agreement or to create legal rights or obligations amongst the parties. This is a working document that sets out how the Pacific National Exhibition, City of Vancouver, and Vancouver Board of Parks and Recreation will integrate and coordinate their respective operations and decision-making within Hastings Park.

* Most work done by PNE, some work has been done by CoV

** Eligible for CoV Capital funding

Item	Description	Party to Perform the Work	Party Responsible to Pay for Work
1.	Heating, Ventilation and Air Conditioning		
a	- annual inspection	PNE	PNE
b	- routine maintenance and repair	PNE	PNE
c	- provision & replacement of filter material	PNE	PNE
d	- cleaning of ducts	PNE	PNE
e	- life cycle replacement (capital maintenance)	PNE/CoV*	PNE/CoV**

Item	Description	Party to Perform the work	Party Responsible to Pay for Work
2.	Plumbing Systems		
a	-preventive maintenance and repairs to hot water heating systems and domestic cold water systems	PNE	PNE
b	- major repairs and replacement of hot water heating systems and domestic cold water systems	PNE	PNE/CoV**
c	- repairs to all fixtures including faucets, unplugging toilets and all other routine repairs	PNE	PNE
d	- life cycle replacement of hot water systems, fixtures and piping	PNE	PNE/CoV**
3.	Mechanical Systems (including elevators)		
a	- preventive maintenance and repairs	PNE	PNE
b	- life cycle replacement	PNE	PNE/CoV**
c	- installation, maintenance and replacement of additional equipment provided and installed by the operator	PNE	PNE
4.	Fire Protection & Suppression		
a	- monthly inspection of fire extinguishers and smoke detectors within the premises	PNE	PNE
b	- annual inspection of fire extinguishers and smoke detectors within the premises	PNE	PNE
c	- repairs/recharging /life cycle replacement of fire extinguishers within premises	PNE	PNE

Item	Description	Party to Perform the work	Party Responsible to Pay for Work
d	- annual inspection, maintenance and repairs of the fire alarm system	PNE	PNE
e	- life cycle replacement of the fire alarm system	PNE	PNE/CoV**
f	- annual inspection, maintenance and repair of fire sprinkler system	PNE	PNE
g	- life cycle replacement of the fire sprinkler system	PNE	PNE/CoV**
5.	Security Systems		
a	- system monitoring, inspection, maintenance and repair	PNE	PNE
b	- life cycle replacement	PNE	PNE
c	- repair, replacement, re-keying of all locks	PNE	PNE
6.	Electrical Distribution Systems		
a	- repairs and upgrades required by Code	PNE	PNE/CoV**
b	- inspection, maintenance and repair of wiring, breakers and electrical panels	PNE	PNE
c	-study/audit of electrical distribution systems including energy audit	PNE	PNE/CoV**
d	- life cycle replacement of wiring, breakers, electrical panels, high-voltage transformers, high-voltage switchgear and sub-stations	PNE	PNE/CoV**
e	- repair or replacement of switches, receptacles, cover plates	PNE	PNE

Item	Description	Party to Perform the work	Party Responsible to Pay for Work
f	-maintenance, repair and replacement of auxiliary power generating systems	PNE	PNE
g	- additions, enhancements to meet operator program needs, including ongoing maintenance	PNE	PNE
7.	Lighting Systems		
a	- bulb/tube replacement for interior lighting	PNE	PNE
b	- annual inspection and maintenance of interior emergency/exit lighting	PNE	PNE
c	- interior lighting ballast replacement	PNE	PNE
d	- cleaning of interior light fixtures	PNE	PNE
e	- life cycle replacement of interior light fixtures and emergency /exit lighting	PNE	PNE/CoV**
f	- maintenance and repair of exterior lighting	PNE	PNE
g	- life cycle replacement of exterior lighting	PNE	PNE/CoV**
h	- provision, maintenance, repair and replacement of portable lighting fixtures	PNE	PNE
i	- maintenance, repair and replacement of all performance lighting systems and fixtures	PNE	PNE
8.	Interior Windows		
a	- breakage and routine repair	PNE	PNE
b	- cleaning	PNE	PNE

Item	Description	Party to Perform the work	Party Responsible to Pay for Work
c	- replacement due to normal wear and tear	PNE	PNE
9.	Exterior Windows		
a	- breakage and routine repair	PNE	PNE
b	- cleaning	PNE	PNE
c	- life cycle replacement	PNE	PNE/CoV**
10.	Interior Doors		
a	- maintenance and repair, including hardware	PNE	PNE
b	- life cycle replacement, including hardware	PNE	PNE
11.	Exterior Doors		
a	- maintenance and repair, including hardware	PNE	PNE
b	- life cycle replacement, including hardware	PNE	PNE/CoV**
12.	Interior Surfaces		
a	- interior life cycle repainting	PNE	PNE
b	- provision of, maintenance and cleaning of window applications including, but not limited to blinds and curtains	PNE	PNE
c	- repairs to interior walls and ceilings, including minor painting	PNE	PNE

Item	Description	Party to Perform the work	Party Responsible to Pay for Work
d	- life cycle replacement of ceiling tiles	PNE	PNE
e	- interior repairs due to building system failures such as roof leaks, exterior walls and foundation leaks not caused by the operator or operations	PNE/CoV*	PNE/CoV**
f	- maintenance and repairs of floor coverings, including carpet and tile	PNE	PNE
g	- life cycle replacement of floor coverings	PNE	PNE
h	- maintenance, repair, and replacement of millwork	PNE	PNE
13.	Major Structural Systems		
a	- maintenance and repairs of foundations, flooring sub-structure, building envelope including bearing walls and roofing due to damage not related to the operator	PNE/CoV*	PNE/CoV**
b	- replacements of foundations, flooring sub-structure, building envelope including bearing walls and roofing due to damage not related to the tenancy	PNE/CoV*	PNE/CoV**
c	- repairs and painting of exterior surfaces including windows, trim, fascia and soffits	PNE	PNE/CoV**
d	- cleaning of eaves troughs and gutters	PNE	PNE
e	- cleaning of roof drains and roof areas	PNE	PNE
14.	Site Services and Infrastructure		
a	- landscaping repairs and maintenance	PNE	PNE
b	- grass cutting	PNE	PNE

Item	Description	Party to Perform the work	Party Responsible to Pay for Work
c	- general cleaning of grounds, litter disposal	PNE	PNE
d	- snow and ice removal from steps, walkways, entrances including provision of de-icing materials	PNE	PNE
e	- removal of snow and ice from entrance to parking areas	PNE	PNE
f	- removal of snow and ice from roof areas	PNE	PNE
g	- minor repairs of water and sewage systems (beyond the building perimeter), unless deemed to be caused by the operator	PNE	PNE
h	-major repairs and lifecycle replacement of water and sewage systems (beyond the building perimeter), unless deemed to be caused by the operator	PNE	PNE/CoV**
i	- maintenance, repair and replacement of gates and fences	PNE	PNE
j	- maintenance and repair of external walkways, steps	PNE	PNE
k	-replacement of external walkways, steps	PNE	PNE/CoV**
l	-graffiti removal	PNE	PNE
m	- maintenance and repair of retaining walls	PNE	PNE
n	-life cycle replacement of retaining walls	PNE	PNE/CoV**
o	- maintenance and repair/patching of parking lots and roadways	PNE	PNE
p	- major repairs and life cycle replacement of parking lots and roadways	PNE	PNE/CoV**

Item	Description	Party to Perform the work	Party Responsible to Pay for Work
15.	Signage		
a	- maintenance, repair and replacement of interior building and wayfinding signage	PNE	PNE
b	- maintenance, repair and replacement of exterior permanent signage (subject to prior approval of CoV)	PNE	PNE
16.	Audio / Visual Building and Performance Systems		
a	- inspection, maintenance, and repair of all audio/visual systems	PNE	PNE
b	- life cycle replacement of all audio/visual systems	PNE	PNE
17.	Janitorial Services		
a	- routine janitorial/custodial services	PNE	PNE
b	- pest control services	PNE	PNE
c	- provision of all washroom supplies	PNE	PNE
d	- garbage and recycling services	PNE	PNE
18.	Appliances, Program and Other Non-Installed Equipment		
a	- inspection, maintenance and repair of all non-building equipment including stoves, refrigerators, microwaves, coolers, free standing cabinets, track lighting	PNE	PNE
b	- replacement of all appliances, program and non-installed equipment	PNE	PNE

Item	Description	Party to Perform the work	Party Responsible to Pay for Work
c	- maintenance, repair and replacement of furniture	PNE	PNE
19.	Renovations and Upgrades (excluding Playland)		
a	- any upgrades, additions, enhancements or improvements beyond what was originally provided during construction (subject to prior approval by CoV)	PNE	PNE/CoV**
20.	Utilities		
a	- electricity	PNE	PNE
b	- gas	PNE	PNE
c	- water and sewer	PNE	PNE
d	- life cycle replacement of electricity, gas, and water and sewer infrastructure	PNE/CoV*	PNE/CoV**
e	- energy audit of utility systems	PNE/CoV*	PNE/CoV**
f	-telecom/data infrastructure (subject to prior approval by CoV)	PNE	PNE
21.	Business Operations		
a	- staff costs	PNE	PNE
b	- telephone, internet & cable services	PNE	PNE
c	- insurance (CGL, business interruption, contents, etc.)	PNE	PNE
d	- building insurance	PNE	PNE
d	- supplies and equipment	PNE	PNE
e	- security services	PNE	PNE