

**PACIFIC NATIONAL EXHIBITION
BOARD OF DIRECTORS MEETING
THURSDAY JULY 12, 2012
9:00am – PNE Hastings Room**

M I N U T E S

Chair Louie called the meeting to order at 9:15 am

Present: Mr. Raymond Louie, Chair
Ms. Patrice Impey, Director
Ms. Nancy Wright, Director
Mr. Malcolm Bromley, Director
Mr. David McLellan, Director
Ms. Cheryl Carline, Director
Mr. Paul Sihota, Director
Mr. Peter Legge, Director
Mr. Richard Saunders, Director

Mr. Michael McDaniel, President & CEO
Mr. Peter Male, Vice President, Sales
Ms. Shelley Frost, Vice President, Marketing
Mr. Roger Gil, Vice President, Finance
Ms. Stacy Shields, Vice President, Human Resources
Mr. Jeff Strickland, Vice President, Operations
Ms. Salome Valente, Executive Assistant / Corporate Secretary

Guests: Ms. CJ James, KPMG LLP
Mr. Archie Johnston, KPMG LLP

Regrets: Mr. Sadhu Johnston, Director
Ms. Sarah Blyth, Director

There being a quorum present and due notice having been given, the meeting was declared to be constituted for the transaction of business.

1. ADOPTION OF AGENDA

MOVED by Mr. Richard Saunders
SECONDED by Ms. Nancy Wright

Resolved that the agenda for the Public Portion of the Board of Directors meeting for Thursday July 12, 2012 is adopted.

CARRIED UNANIMOUSLY

2. ADOPTION OF MINUTES

MOVED by Mr. Richard Saunders
SECONDED by Mr. Peter Legge

Resolved that the minutes for the Public Portion of the Board of Directors meeting for Thursday June 7, 2012 are adopted.

CARRIED UNANIMOUSLY

3. REVIEW MINUTES

3.1 Labour Management Committee

Labour Management Committee minutes were provided in the Board of Directors packages for review. Ms. Stacy Shields reviewed the topics discussed at the Labour Management meeting.

4. FINANCIALS

4.1 Audited Financial Statements – March 31, 2012

The 2011 Fiscal Year Audited Financial Statements were provided in the Board of Directors packages for review. Mr. Roger Gil provided an overview of the audited financial statements and highlighted key areas.

Ms. CJ James of KPMG LLP reviewed the critical areas of the Audit Report.

MOVED by: Mr. Richard Saunders
SECONDED by: Ms. Patrice Impey

Resolved that the Pacific National Exhibition's 2011 Fiscal Year Audited Financials be received.

4.2 Financial Statements – May 31, 2012

Financial statements were provided in the Board of Directors packages for review. Mr. Roger Gil provided a brief overview of the financial statements highlighting key areas

5. STAFF REPORTS TO THE BOARD OF DIRECTORS

5.1 Fair Creative

Ms. Shelley Frost presented the 2012 Fair creative including print, television and radio.

Mr. Malcolm Bromley enquired whether the PNE had demographic data on the Fair that could be presented to the Board of Directors. Ms. Shelley Frost responded that this information was available and would be presented at a future Board of Directors meeting.

Several questions were asked regarding the logistics of the Fair creative. Ms. Shelley Frost replied that next year's creative presentation would also include some background information.

5.2 SPF – Attendance and Revenues

Mr. Jeff Strickland, Ms. Shelley Frost and Mr. Roger Gil presented a summarization of the event.

The Board of Directors had several questions about the future of the event. Mr. Michael McDaniel responded that a more detailed plan on the future changes will be presented at a future Board of Directors meeting.

5.3 Upcoming Events

A list of upcoming events was provided in the Board of Directors packages for review. Mr. Peter Male reviewed the list and highlighted some of the upcoming events.

6. BOARD OF DIRECTORS ONGOING ACTION LIST

The Board of Directors ongoing action list was provided in the Board of Directors packages for review. Mr. Michael McDaniel reviewed the list and highlighted some upcoming topics to review.

7. NEXT BOARD MEETINGS

It was agreed that the next Board of Directors Meeting would be Tuesday October 23, 2012 in the PNE Hastings Room at 9:00 am.

8. NEW BUSINESS

None

9. ADJOURNMENT OF PUBLIC PORTION OF MEETING

MOVED by Mr. David McLellan
SECONDED by Ms. Cheryl Carline

Resolved that the Public Portion of the Board of Directors meeting be adjourned at 10:37 am.

CARRIED UNANIMOUSLY