Minutes - Executive Policy Committee - March 28, 2003

REPORTS

Minute No. 195 Appointments and Indemnification of Board Members for the Winnipeg Symphony Orchestra
File FG-1.1(W) (Vol. 12)

EXECUTIVE POLICY COMMITTEE RECOMMENDATION:

On March 28, 2003, the Executive Policy Committee passed a motion and recommends to Council:

1. That the City approve the appointments of each of Robert (Bob) Gannon, Ernie Gilroy, Rose Passante and Christian Sinclair as directors of WSO effective March 14, 2003;

2. That the City indemnify and save harmless Robert (Bob) Gannon, Ernie Gilroy, Rose Passante and Christian Sinclair acting in their respective capacity as directors and/or officers of WSO against all costs, charges, expenses, suits, claims and damages reasonably incurred by a director or officer in respect of any civil, criminal or administrative action;

3. That the Proper Officers of the City be authorized to do all things necessary to implement the intent of the foregoing.

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DECISION MAKING HISTORY:

Moved by Councillor Eadie,

WHEREAS the Winnipeg Symphony Orchestra (WSO) has been in financial difficulty for some time,

AND WHEREAS the financial situation of the WSO has deteriorated to the point where it can no longer finance its operations;

AND WHEREAS in late 2002 the Board of Directors of WSO approached the Government of Canada (Canada), the Province of Manitoba (Manitoba) and the City requesting funding to assist in its continuing operation;

AND WHEREAS the WSO, Canada and Manitoba have acknowledged a joint role with the City in facilitating the artistic experience and financial viability of the WSO;

AND WHEREAS Council at its meeting held January 29, 2003 decided:

1. That the City enter into an agreement (the Stakeholder Agreement) with Canada, Manitoba and WSO to provide for the appointment of an Interim Management Committee of WSO made up of two (2) representatives from each of Canada, Manitoba, the City, WSO musicians and Board of the WSO;

2. That the Chief Administrative Officer be delegated authority to finalize the terms and conditions of a Stakeholder Agreement and such other ancillary or supplemental agreements as may be required to implement the Stakeholder Agreement;

3. That Rose Passante and Christian Sinclair be appointed City Representatives to an Interim Management Committee of WSO;

4. That bridge financial assistance up to the amount of $200,000.00 be made available to the Interim Management Committee in respect of WSO operating expenses, subject to such funds being provided for with the City's budget for 2003 and subject to matching funds by Canada and Manitoba.

AND WHEREAS Robert (Bob) Gannon, Ernie Gilroy, Rose Passante and Christian Sinclair have each been appointed as a director of WSO and each is prepared to accept the position of director of WSO subject to being provided with an indemnification against liabilities arising as a result of holding the position of director of WSO;

DECISION MAKING HISTORY (cont'd):

AND WHEREAS it is in the interests of the City that Robert (Bob) Gannon, Ernie Gilroy, Rose Passante and Christian Sinclair hold the position of director of WSO.

THEREFORE BE IT RESOLVED:

1. That the City approve the appointments of each of Robert (Bob) Gannon, Ernie Gilroy, Rose Passante and Christian Sinclair as directors of WSO effective March 14, 2003;

2. That the City indemnify and save harmless Robert (Bob) Gannon, Ernie Gilroy, Rose Passante and Christian Sinclair acting in their respective capacity as directors and/or officers of WSO against all costs, charges, expenses, suits, claims and damages reasonably incurred by a director or officer in respect of any civil, criminal or administrative action;

3. That the Proper Officers of the City be authorized to do all things necessary to implement the intent of the foregoing.

Carried